

The background of the entire page is a high-quality photograph of a satellite in orbit. The satellite is positioned in the center-left, with its two large solar panel arrays extended outwards. Below the satellite, the curved horizon of the Earth is visible, showing a mix of blue oceans and green landmasses. In the upper center, the sun is shining brightly, creating a lens flare effect across the scene. The overall color palette is dominated by deep blues and bright whites from the sun and satellite components.

**avantel**

**ANNUAL REPORT**  
2025-2026

AS 9100D  
ISO 9001:2015  
ISO 27001:2013

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**BOARD OF DIRECTORS**


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Dr. Abburi Vidyasagar	-	Chairman & Managing Director
Mrs. Abburi Sarada	-	Whole-Time Director
Mr. Abburi Siddhartha Sagar	-	Whole-Time Director
Mr. Myneni Narayana Rao	-	Independent Director
Mr. Ramchander Vyasabhattu	-	Independent Director
Dr. Ajit T. Kalghatgi	-	Independent Director
Ms. Harita Vasireddi	-	Independent Director
Dr. K Tamilmani	-	Independent Director (w.e.f. 26.04.2026)
Mr. MLN Acharyulu	-	Independent Director (w.e.f. 26.04.2026)

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**BOARD COMMITTEES**


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**Audit Committee**

Mr. V. Ramchander	-	Chairman
Mr. M Narayana Rao	-	Member
Dr. Ajit T. Kalghatgi	-	Member
Mr. MLN Acharyulu	-	Member

**Corporate Social Responsibility Committee:**

Mr. V. Ramchander	-	Chairman
Mrs. A. Sarada	-	Member
Dr. Ajit T. Kalghatgi	-	Member
Dr. K Tamilmani	-	Member

**Stakeholders Relationship Committee:**

Mr. M. Narayana Rao	-	Chairman
Dr. Abburi Vidyasagar	-	Member
Ms. Harita Vasireddi	-	Member
Mr. MLN Acharyulu	-	Member

**Nomination and Remuneration Committee**

Mr. M. Narayana Rao	-	Chairman
Mr. V. Ramchander	-	Member
Dr. Ajit T. Kalghatgi	-	Member
Ms. Harita Vasireddi	-	Member
Dr. K Tamilmani	-	Member

**Risk Management Committee**

Mr. A. Siddhartha Sagar	-	Chairman
Dr. Ajit T. Kalghatgi	-	Member
Ms. Harita Vasireddi	-	Member
Mr. V Ramchander	-	Member
Mr. P Bala Bhaskar Rao	-	Member
Mr. N Srinivas Rao	-	Member
Mr. P Srinivasa Rao	-	Member

## CORPORATE INFORMATION

### Chief Financial Officer

Mrs. Abburi Sarada

### Company Secretary & Compliance Officer

Mr. D. Rajasekhara Reddy

### Registered Office & Unit 1:

**CIN: L72200AP1990PLC011334**

Sy. No. 141, Plot No 47/P, APIIC Industrial Park,  
Gambheeram (V), Anandapuram (M),  
Visakhapatnam - 531163, Andhra Pradesh, India  
Phone: +91 - 891 - 2850 000  
Fax: +91 - 891 - 2850 004  
Email: [compliance@avantel.in](mailto:compliance@avantel.in)  
Website: [www.avantel.in](http://www.avantel.in)

### Corporate Office:

Sy No. 17, Unit No.201 & 202, 2nd Floor,  
Block - 1, Vasavi's Shalom Sky City,  
Gachibowli, Serilingampally (M), Ranga Reddy (D),  
Hyderabad - 500032, Telangana, India  
Phone: +91 - 40 - 6630 5000,  
Fax: +91 - 40 - 6630 5004  
Email: [compliance@avantel.in](mailto:compliance@avantel.in)  
Website: [www.avantel.in](http://www.avantel.in)

### Registrars & Share Transfer Agents:

M/s. KFIN Technologies Limited  
301, The Centrium, 3rd Floor, 57,  
Lal Bahadur Shastri Road, Nav Pada,  
Kurla (West), Mumbai, 400 070,  
Maharashtra, India.  
SEBI Registration No. - INR000000221  
Email: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)  
Phone No.: 1800 309 4001

### Statutory Auditors

M/s. Grandhy & Co.,  
Chartered Accountants  
201, Sunny Residency, Dwarakapuri Colony,  
Punjagutta, Hyderabad- 500082,  
Telangana, India.

### Internal Auditors

M/s. Ramesh & Co.,  
Chartered Accountants  
6-3-661/B/1, Plot No: 78, Sangeeth Nagar,  
Somajiguda, Hyderabad-500082,  
Telangana, India.

### Secretarial Auditors

M/s. P S Rao & Associates  
Practising Company Secretaries  
Flat No.10, 4th Floor, Ishwarya Nilayam,  
Dwarakapuri Colony, Punjagutta,  
Hyderabad - 500 082, Telangana, India.

### Cost Auditors

M/s. MPR & Associates  
Cost Accountants  
Flat: 301, 3rd Floor, Sri Sai Brundavan Apartments,  
Dwarakapuri Colony, Punjagutta,  
Hyderabad - 500082, Telangana, India.

### Stock Exchanges

BSE Limited (BSE)  
National Stock Exchange of India Limited (NSE)

### Bankers

Canara Bank, Mid Corporate Branch  
State Bank of India, Industrial Finance Branch

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## NOTICE

Notice is hereby given that the 36th Annual General Meeting (“AGM”) of the Members of Avantel Limited will be held on Wednesday, June 24, 2026, at 11:00 A.M. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) facility, to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt:
  - a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon; and
  - b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Report of the Auditors thereon.
2. To declare a final dividend of Re.0.20/- per equity share of face value of Rs. 2/- each to the shareholders for the financial year ended March 31, 2026.
3. To appoint a Director in place of Mrs. Abburi Sarada (DIN: 00026543), who retires by rotation and being eligible, offers her candidature for re-appointment.
4. **To consider and approve the re-appointment of M/s. Grandhy & Co., Chartered Accountants as the Statutory Auditors of the Company:**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Grandhy & Co., Chartered Accountants (ICAI Firm Registration No. 001007S) be and are hereby re-appointed as the Statutory Auditors of the Company to hold office for a second term of 5 (five) consecutive years from conclusion of the 36th Annual General Meeting until the conclusion of the 41st Annual General Meeting of the Company, to be held for the financial year 2030-31, at such remuneration as may be determined by the Board of Directors, in addition to reimbursement of all out-of-pocket expenses incurred in connection with the audit.

**FURTHER RESOLVED THAT** the Board of Directors of the Company and/or the Company Secretary be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable in connection with or incidental to giving effect to this Resolution.”

### **SPECIAL BUSINESS:**

5. **To consider and approve the appointment of Dr. Tamilmani Kandasamy (DIN: 07617444) as an Independent Director of the Company.**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule IV to the Act, and in accordance with the provisions of the SEBI

(Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) thereof), Dr. Tamilmani Kandasamy (DIN: 07617444), who was appointed as an Additional Director (Non-Executive –Independent) of the Company with effect from April 26, 2026 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from April 26, 2026 up to April 25, 2031.

**FURTHER RESOLVED THAT** pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013, approval of the Members be and is hereby accorded for the continuation of Dr. Tamilmani Kandasamy (DIN: 07617444) as an Independent Director of the Company, even though he will attain the age of 75 (seventy-five) years during his tenure.

**FURTHER RESOLVED THAT** the Board of Directors of the Company and/or the Company Secretary be and is/are hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable in connection with or incidental to giving effect to this Resolution.”

**6. To consider and approve the appointment of Mr. Lakshminarasimha Acharyulu Muktevi (DIN: 02118771) as an Independent Director of the Company.**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule IV to the Act, and in accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) thereof), Mr. Lakshminarasimha Acharyulu Muktevi (DIN: 02118771), who was appointed as an Additional Director (Non-Executive – Independent) of the Company with effect from April 26, 2026 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from April 26, 2026 up to April 25, 2031.

**FURTHER RESOLVED THAT** the Board of Directors of the Company and/or the Company Secretary be and is/are hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable in connection with or incidental to giving effect to this Resolution.”

**7. To increase the borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013.**

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

“**RESOLVED THAT** in supersession of the special resolution passed by the members of the Company at the Annual General Meeting held on June 23, 2025, and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (“the Board”) to borrow monies, from time to time, whether secured or unsecured, including by way of loans,

credit facilities and/or issuance of debentures, bonds or other debt instruments (including foreign currency convertible bonds), from banks, financial institutions and/or any other person(s) or entities, on such terms and conditions as the Board may deem fit, for the purpose of business operations, working capital and other corporate purposes, provided that the aggregate amount of monies so borrowed, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), shall not at any time exceed ₹350 Crore (Rupees Three Hundred Fifty Crore only).

**FURTHER RESOLVED THAT** for the purpose of giving effect to this Resolution, the Board of Directors and/or the Company Secretary of the Company (including any Committee thereof) be and is/are hereby authorized to finalize, settle and execute such documents, deeds, writings, papers and agreements as may be required and to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary, proper or desirable, and to resolve any question, difficulty or doubt that may arise in relation thereto in the best interest of the Company.”

**8. To create charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings under Section 180(1)(a) of the Companies Act, 2013.**

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

“**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (“the Board”) to mortgage, hypothecate, pledge and/or create charge, whether by way of first charge, pari passu charge or otherwise, on all or any of the movable and/or immovable properties of the Company, both present and future, and/or the whole or substantially the whole of the undertaking(s) of the Company, in favor of banks, financial institutions, lenders, trustees for debenture holders and/or any other persons or entities, to secure borrowings availed or to be availed by the Company, including by way of loans, credit facilities and/or issuance of debentures, bonds or other debt instruments (including non-convertible debentures and/or foreign currency convertible bonds), together with interest, costs, charges, expenses and all other monies payable by the Company in respect thereof, within the overall borrowing limits approved by the members of the Company under Section 180(1)(c) of the Act.

**FURTHER RESOLVED THAT** for the purpose of giving effect to this Resolution, the Board of Directors and/or the Company Secretary of the Company (including any Committee thereof) be and is/are hereby authorized to finalize, settle and execute such documents, deeds, writings, papers and agreements as may be required and to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary, proper or desirable, and to resolve any question, difficulty or doubt that may arise in relation thereto in the best interest of the Company.”

**9. To ratify the remuneration payable to Cost Auditors for the financial year 2026-27.**

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

“**RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration payable to M/s. MPR & Associates, Cost Accountants (Firm Registration No. 000413), appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2027, amounting to ₹1,50,000 (Rupees One Lakh Fifty Thousand only) plus applicable taxes, in addition to reimbursement of out-of-pocket expenses, be and is hereby ratified.

**FURTHER RESOLVED THAT** the Board of Directors of the Company (including any Committee thereof) and/or the Company Secretary be and is/are hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable in connection with or incidental to giving effect to this Resolution.”

By order of the Board of Directors  
For **Avantel Limited**

Place: Hyderabad  
Date: April 26, 2026

Sd/-  
**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

**NOTES:**

1. An Explanatory Statement setting out all material facts as required under Section 102 of the Companies Act, 2013 in respect of special business of the Company is appended and forms part of the Notice.
2. Ministry of Corporate Affairs vide General Circular No.03/2025 dated September 22, 2025, has permitted the holding of the Annual General Meeting (“AGM”) through Video Conference/Other Audio Visual Means, without the physical presence of the Members at a common venue. Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Circulars issued by MCA and SEBI, the 36th AGM of the Company is being conducted through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) hereinafter referred to as “e-AGM”.

e-AGM: The Company has appointed KFin Technologies Limited (Kfintech), Registrars and Transfer Agents, to provide Video Conferencing (VC) / Other Audio-Visual Means (OAVM) facility for the Annual General Meeting.

3. Pursuant to the provisions of the circulars on the VC / OAVM (e-AGM):
  - a. Members can attend the meeting through login credentials provided to them to connect to Video Conference (VC) / Other Audio-Visual Means (OAVM). Physical attendance of the Members at the Meeting venue is not required.
  - b. Body Corporates are entitled to appoint authorized representatives to attend the e-AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. A proxy is allowed to be appointed under Section 105 of the Companies Act, 2013 to attend and vote at the general meeting on behalf of a member who is not able to attend personally. Since the AGM is being held through VC/OAVM pursuant to applicable MCA Circulars, the facility for appointment of proxies by the Members will not be available.
5. The Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

The attendance of the Members (member's logins) attending the e-AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. In line with Ministry of Corporate Affairs General Circular No.03/2025 dated September 22, 2025, the Notice calling the e-AGM and Annual Report has been uploaded on the website of the Company at [www.avantel.in](http://www.avantel.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The Notice and Annual Report is also available on the website of e-voting agency KFin Technologies Limited at the website address [evoting.kfintech.com](http://evoting.kfintech.com).
7. The Annual Report for the Financial year ended March 31, 2026 and Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s), owing to the difficulties involved in dispatching of physical copies of the financial statements including Board's Report, Auditor's Report or other documents required to be attached therewith (together referred to as Annual Report).
8. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Company's Registrar and Share Transfer Agent, KFin Technologies Limited at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com). Members are requested to submit a request letter mentioning the Folio No. and Name of Shareholder along with scan copy of the Share Certificate (front and back) and self-attested copy of PAN card for updating of email addresses. Members holding shares in dematerialized mode are requested to register / update their email addresses with their Depository Participants.

9. In terms of Section 152 of the Act, Mrs. Abburi Sarada (DIN: 00026543), Whole-time Director, retires by rotation at the AGM and being eligible, offers herself a re-appointment. The Nomination and Remuneration Committee and the Board of Directors of the Company recommended her re-appointment. Profile of Mrs. Abburi Sarada is annexed to Notice and Report on Corporate Governance.
10. Pursuant to the provisions of Section 124 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, the following unclaimed dividend amounts of the Company were transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to Section 125 of the Companies Act, 2013:

Sl.No.	Dividend for the financial year ended	Dividend amount (Rs.)	Transferred on
1.	2017-18 (Final Dividend)	2,25,964.00	08/09/2025
2.	2018-19 (Interim Dividend)	2,00,703.00	13/03/2026

11. Pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded the details of unclaimed Dividend amounts lying with the Company as on June 23, 2025 (date of last Annual General Meeting) on the website of the Company ([www.avantel.in](http://www.avantel.in)) and also on the website of Ministry of Corporate Affairs.
12. Information in respect of such unclaimed dividend when due for transfer to the Investor Education and Protection Fund (IEPF) are given below:

Sl. No.	For the Financial Year ended	Dividend in Rs.	Percentage of Dividend	Date of Declaration	Last date for claiming unpaid Dividend
1.	2018-19 (Final Dividend)	Rs.2/-	20%	12-07-2019	10-08-2026
2.	2019-20 (Interim Dividend)	Rs.2/-	20%	10-10-2019	08-11-2026
3.	2019-20 (Final Dividend)	Rs.2/-	20%	25-06-2020	25-07-2027
4.	2020-21 (Final Dividend)	Rs.4/-	40%	05-06-2021	04-07-2028
5.	2021-22 (Final Dividend)	Rs.4/-	40%	30-05-2022	28-06-2029
6.	2022-23 (Final Dividend)	Re.1/-	10%	23-06-2023	21-07-2030
7.	2023-24 (Final Dividend)	Re.0.20/-	10%	30-05-2024	28-06-2031
8.	2024-25 (Final Dividend)	Re.0.20/-	10%	23-06-2025	21-07-2032

The Shareholders who have not en-cashed the aforesaid dividends are requested to make their claim to the Secretarial Department, Avantel Limited, Sy No. 17, Unit No.201 & 202, 2nd Floor, Block - 1, Vasavi's Shalom Sky City, Gachibowli, Serilingampally (M), Ranga Reddy (D), Hyderabad - 500032, Telangana, India, e-mail: [cs@avantel.in](mailto:cs@avantel.in)

### 13. Compulsory transfer of Equity Shares to Investor Education and Protection Fund (IEPF) Authority

Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("Rules"), all shares on which dividend has not been claimed for seven consecutive years or more shall be transferred to IEPF Authority.

The Company has transferred the following equity shares to Investor Education and Protection Fund during the financial Year ended March 31, 2026.

Sl.No.	Share transferred on	No. equity shares
1.	19/09/2025	4,08,800
2.	26/03/2026	49,600
	<b>Total Shares Transferred to IEPF</b>	<b>4,58,400</b>

To claim the equity shares and dividend which were transferred to the Investor Education and Protection Fund, the shareholders are requested to visit the website of the Company i.e., [www.avantel.in](http://www.avantel.in) to know the procedure for claiming the Shares and Dividend transferred to the Investor Education and Protection Fund Authority.

The Shareholders who have not en-cashed the dividends are requested to make their claim to the Secretarial Department, Avantel Limited, Sy No. 17, Unit No.201 & 202, 2nd Floor, Block - 1, Vasavi's Shalom Sky City, Gachibowli, Serilingampally (M), Ranga Reddy (D), Hyderabad - 500032, Telangana, India, e-mail: [cs@avantel.in](mailto:cs@avantel.in)

14. The Securities and Exchange Board of India (“SEBI”) and the Ministry of Corporate Affairs have made it mandatory for all the Listed Companies to offer Electronic Clearing Service (“ECS”), NEFT, RTGS facilities for payment of dividend, wherever applicable. This facility offers various benefits like timely credit of dividend to the shareholders account, elimination of loss of instruments in transit or fraudulent encashment, etc. The Shareholders holding shares in Physical form are requested to update their Bank Account details by submitting the Electronic Clearing Service (“ECS”) form available on the website of the Company at [www.avantel.in](http://www.avantel.in).
15. Investor Grievance Portal maintained by Registrar and Transfer Agent (RTA).  
Members are hereby notified that our RTA, KFin Technologies Limited, based on the SEBI Circular (SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72) dated June 08, 2023, have created an online application which can be accessed at <https://ris.kfintech.com/default.aspx#>Investor Services>Investor Support>.  
Members are required to register / sign up, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query, Complaints, check for status, KYC details, Dividend, Interest, Redemptions, e-Meeting and e-Voting Details. Quick link to access the signup page: [kprism.kfintech.com/signup](http://kprism.kfintech.com/signup)
16. As per Regulation 40 of SEBI Listing Regulations, as amended from time to time, securities of listed Companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for the ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, KFin Technologies Limited in this regard.
17. The attendance of the Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
18. Pursuant to the Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020, and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/ KFin Technologies Limited (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to [cs@avantel.in](mailto:cs@avantel.in) by 11:59 p.m. IST on or before Saturday, June 20, 2026. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Form No. 15G/15H are available on the website of the Company i.e., [www.avantel.in/investors](http://www.avantel.in/investors).

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to [cs@avantel.in](mailto:cs@avantel.in). The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. IST on or before Saturday, June 20, 2026.

19. The Notice of AGM and Annual Report will be sent to those Members / beneficial owners whose name appears in the Register of Members / list of beneficiaries received from the Depositories as on Wednesday, May 27, 2026.
20. SEBI vide circular nos. SEBI/HO/OIAE/OIAE\_IAD- 1/P/CIR/2023/131 dated July 31, 2023 and SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated August 4, 2023 read with master circular no. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/145 dated August 11, 2023, had issued guidelines towards an additional mechanism for investors to resolve their grievances by way of Online Dispute Resolution ('ODR') through a common ODR portal. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievance with the Company/its Registrar and Share Transfer Agent directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal ([smartodr.in/login](http://smartodr.in/login)).
21. SEBI, vide its circular dated 3 November 2021 (subsequently amended by circulars dated 14 December 2021, 16 March 2023 and 17 November 2023) mandated that the security holders (holding securities in physical form), whose folio(s) do not have PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated, shall be eligible for any dividend payment in respect of such folios, only through electronic mode with effect from 1 April 2024, only upon furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature.
22. Further, relevant FAQs published by SEBI on its website can be viewed at the following link: [https://www.sebi.gov.in/sebi\\_data/faqfiles/jan-2024/1704433843359.pdf](https://www.sebi.gov.in/sebi_data/faqfiles/jan-2024/1704433843359.pdf)
23. **Online application for Investor Query:** Members are hereby notified that our RTA , KFin Technologies Limited (Formerly known as KFin Technologies Private Limited), basis the SEBI Circular (SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72 ) dated Jun 08, 2023, have launched an online application which can be accessed at <https://ris.kfintech.com> > Investor Services > Investor Support.

Members are requested to register / sign up, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query, Complaints, check for status, KYC details, Dividend, Interest, Redemptions, e-Meeting and e-Voting details.

Quick link to access the signup page: <https://kprism.kfintech.com/signup>

## QR code:

Investor Support  
Centre



KFINTECH  
Corporate  
website



RTA  
Website



RTA  
Search



Online  
application for  
Investor Query



## 24. Senior Citizens - Investor Support

As part of the initiative, our RTA, in order to enhance investor experience for Senior Citizens, a Senior Citizens investor cell has been newly formed to assist exclusively the Senior Citizens in redressing their grievances, complaints and queries. The special cell closely monitors the complaints coming from Senior Citizens through this channel and handholds them at every stage of the service request till closure of the grievance.

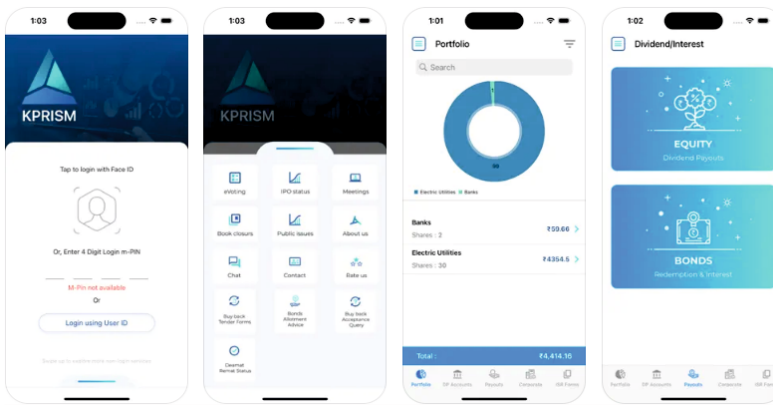
Senior Citizens wishing to avail this service can send the communication with the below details to the email id, [senior.citizen@kfintech.com](mailto:senior.citizen@kfintech.com). Senior Citizens (above 60 years of age) have to provide the following details:

1. ID proof showing Date of Birth
2. Folio Number
3. Company Name
4. Nature of Grievance

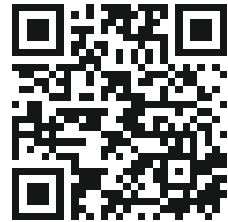
A dedicated Toll-free number for Senior Citizens can also be accessed at 1-800-309-4006 for any queries or information

## 25. KPRISM Mobile App:

Mobile applications for all users to review their portfolio being managed by KFINTECH are available in Play store and App Store. Users are requested to download the application and register with the PAN number. Post verification, user can use functionalities like – Check portfolio / holding, check IPO status / Demat / Remat, track general meeting schedules, download ISR forms, view the live streaming of AGM and contact the RTA with service request, grievance, and query.



QR Code to  
access KPRISM



## INSTRUCTIONS FOR THE MEMBERS FOR ATTENDING THE e-AGM THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MODE (“VC/OAVM”):

1. **Attending the e-AGM:** Members will be able to attend the AGM through VC / OAVM or view the live webcast of AGM at <https://emeetings.kfintech.com/> by using their remote e-voting login credentials and selecting the 'Event' for Company's AGM. 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. Further, Members can also use the OTP based login for logging into the e-voting system.
2. Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.

3. Further, Members will be required to allow Camera, if any and hence 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. Facility of joining the AGM through VC / OAVM shall be open 15 minutes before the time scheduled for the AGM.
6. Those Members who register themselves as speaker will only be allowed to express views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers and time for each speaker depending upon the availability of time for the AGM.
7. **Submission of Questions / queries prior to e-AGM:**

Members desiring any additional information with regard to Accounts/Annual Reports or having any questions or queries are requested to write to the Company Secretary on the Company's investor email id i.e., [cs@avantel.in](mailto:cs@avantel.in) between June 19, 2026 (09.00 Hours IST) and June 21, 2026 (17.00 Hours IST), so as to enable the Management to keep the information ready. Please note that, member's questions will be answered only if they continue to hold the shares as of cut-off date. Alternatively, shareholders holding shares as on cut-off date may also visit <https://evoting.kfintech.com/> and click on the tab "Post Your Queries Here" to post their queries/views/questions in the window provided, by mentioning their name, demat account number/folio number, email ID, mobile number. The window shall be activated during the remote e-voting period and shall be closed 24 hours before the time fixed for the e-AGM.
8. **Speaker Registration before e-AGM:** Shareholders who wish to register as speakers at the AGM are requested to visit <https://evoting.kfintech.com/> register themselves between June 19, 2026 (09.00 Hours IST) and June 21, 2026 (17.00 Hours IST). The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
9. Facility of joining the AGM through VC / OAVM shall be available to 2000 members on first come first served basis. However, the participation of members holding 2% or more shares, promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairpersons of Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and Auditors are not restricted on first come first serve basis.
10. Members who need technical assistance before or during the AGM, can contact KFintech at <https://evoting.kfintech.com/>
11. Corporate members intending to send their authorised representatives to attend the Annual General Meeting through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") pursuant to the provisions of Section 113 of the Companies Act, 2013 are requested to send a certified copy of the relevant Board Resolution to the Company.

## **INSTRUCTIONS FOR E-VOTING:**

### **PROCEDURE FOR REMOTE E-VOTING**





- a) In compliance with the provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech on all the resolutions set forth in this Notice. The instructions for e-Voting are given below.

- b) However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on “e-Voting facility provided by Listed Companies”, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
- c) Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- d) The remote e-Voting period commences from 10.00 Hours (IST) on Sunday, June 21, 2026, to 17.00 Hours (IST) on Tuesday, June 23, 2026.
- e) The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on Wednesday, June 17, 2026, the cut-off date.
- f) Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@Kfintech.com](mailto:evoting@Kfintech.com). However, if he / she is already registered with KFinTech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.
- g) In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under “Login method for remote e-Voting and joining virtual meetings for Individual shareholders holding securities in demat mode.”
- h) The details of the process and manner for remote e-Voting and e-AGM are explained below:
  - Step 1:** Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.
  - Step 2:** Access to KFinTech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.
  - Step 3:** Access to join virtual meetings(e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

**Details on Step 1 are mentioned below:**

Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual shareholders holding securities in demat mode with NSDL	<p><b>A. User already registered for IDeAS facility:</b></p> <ul style="list-style-type: none"> <li>i. Visit URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a></li> <li>ii. Click on the “Beneficial Owner” icon under “Login” under 'IDeAS' section.</li> <li>iii. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”</li> <li>iv. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.</li> </ul>

	<p><b>B. Users not registered for IDEAS e-Services:</b></p> <ol style="list-style-type: none"> <li>i. To register click on link: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li> <li>ii. Select “Register Online for IDEAS” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>iii. Proceed with completing the required fields.</li> <li>iv. Follow steps given in points 1.</li> </ol> <p><b>C. Alternatively, by directly accessing the e-Voting website of NSDL:</b></p> <ol style="list-style-type: none"> <li>i. Open URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a></li> <li>ii. Click on the icon “Login” which is available under 'Shareholder/Member' section.</li> <li>iii. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</li> <li>iv. Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e., KFintech.</li> <li>v. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.</li> </ol> <p><b>D. NSDL Speede</b></p> <p>Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>  App Store          Google Play     </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL.</p>	<p><b>A. Existing user who have opted for Easi / Easiest</b></p> <ol style="list-style-type: none"> <li>i. Visit URL: <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> or URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>ii. Click on New System Myeasi</li> <li>iii. Login with your registered user id and password.</li> <li>iv. The user will see the e-Voting Menu. The Menu will have links of ESP i.e., KFintech e-Voting portal.</li> <li>v. Click on e-Voting service provider name to cast your vote.</li> </ol>

	<p><b>B. User not registered for Easi/Easiest</b></p> <ol style="list-style-type: none"> <li>i. Option to register is available at <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a></li> <li>ii. Proceed by completing the required fields.</li> <li>iii. Follow the steps given in point 1.</li> </ol> <p><b>C. Alternatively, by directly accessing the e-Voting website of CDSL:</b></p> <ol style="list-style-type: none"> <li>i. Visit URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>ii. Provide your demat Account Number and PAN No.</li> <li>iii. System will authenticate user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account.</li> <li>iv. After successful authentication, user will be provided links for the respective ESP, i.e., Kfintech where the e- Voting is in progress.</li> </ol>
Individual Shareholder login through their demat accounts / Website of Depository Participant	<ol style="list-style-type: none"> <li>i. You can also login using the login credentials of your demat account through your DP registered with NSDL / CDSL for e-Voting facility.</li> <li>ii. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</li> <li>iii. Click on options available against company name or e-Voting service provider – Kfintech and you will be redirected to e-Voting website of Kfintech for casting your vote during the remote e-Voting period without any further authentication.</li> </ol>

**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

**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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at: 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

## Details on Step 2 are mentioned below:

Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

**A. Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:**

- a) Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
- b) Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
- c) After entering these details appropriately, click on “LOGIN”.
- d) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- e) You need to login again with the new credentials.
- f) On successful login, the system will prompt you to select the “EVEN” i.e., 'Avantel Limited 36th - AGM' and click on “Submit.”
- g) On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- h) Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.
- i) Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- j) You may then cast your vote by selecting an appropriate option and click on “Submit”.
- k) A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- l) Corporate/Institutional Members (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorising its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the

Scrutiniser at email id [csmb\\_sunil@gmail.com](mailto:csmb_sunil@gmail.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). The scanned image of the above-mentioned documents should be in the naming format “Avantel Limited”

**B. Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:**

Procedure for Registration of email and Mobile for securities in physical mode:

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16, 2023, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite form ISR 1 along with the supporting documents.

Form ISR 1 can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx> ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a. Through 'In Person Verification' (IPV): the authorised person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- b. Through hard copies which are self-attested, which can be shared on the address below; or

Name: KFIN Technologies Limited

Unit: Avantel Limited

Address: Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032.

- c. Through electronic mode with e-sign by following the link:  
<https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

**Details on Step 3 are mentioned below:**

**Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting.**

- a) Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFintech. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company/KFintech. After logging in, click on the Video Conference tab and select the EVENT of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. 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 above.
- b) Facility for joining AGM though VC/ OAVM shall open at least 30 minutes before the commencement of the Meeting.

- c) Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- d) Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members 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.
- e) As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number and email id.
- f) The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- g) A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
- h) Facility of joining the AGM through VC / OAVM shall be available for at least 2000 members on first come first served basis.
- i) Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.

## OTHER INSTRUCTIONS

- i. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Speaker Registration' which will be opened from Friday, June 19, 2026 (10.00 Hours IST) to Sunday, June 21, 2026 (17.00 Hours IST). Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.
- ii. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option which will be opened from Friday, June 19, 2026 (10.00 Hours IST) to Sunday, June 21, 2026 (17.00 Hours IST).
- iii. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (Kfintech Website) or contact Mr. N Shyam Kumar, at [evoting@kfintech.com](mailto:evoting@kfintech.com) or call Kfintech's toll free No. 1-800-309-4001 for any further clarifications.
- iv. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Wednesday, June 17, 2026 (End of Day), being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- v. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:  
If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on

the home page of <https://evoting.kfintech.com/>, the member may click “Forgot Password” and enter Folio No. or DP ID, Client ID and PAN to generate a password.

Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at [evoting@kfintech.com](mailto:evoting@kfintech.com).

- vi. The results of the electronic voting shall be submitted to the Stock Exchanges after the AGM. The results along with the Scrutiniser's Report, shall also be placed on the website of the Company.

**GENERAL INSTRUCTIONS:**

- a. The Company confirms that it has complied with all applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b. The Company's equity shares are Listed at (i) BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001, Maharashtra, India; and (ii) National Stock Exchange of India Limited, Exchange Plaza, Floor 5, Plot No. C/1, Bandra (East), Mumbai – 400051, Maharashtra, India and the Company has paid the Annual Listing Fees to the said Stock Exchanges for the year 2025 – 2026.
- c. Members are requested to send all communication relating to shares (Physical and Electronic) to the Company's Registrar and Share Transfer Agent at KFIN Technologies Limited (Unit: Avantel Limited), Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032, Telangana State, India.
- d. Register of Directors and Key Managerial Personnel (KMP) and their shareholding under Section 170 of the Companies Act, 2013 and the rules made thereunder and Register of Contracts maintained under Section 189 of the Companies Act, 2013 and the rules made thereunder are available for inspection at the registered office of the Company.
- e. As required under Listing Regulations and Secretarial Standard-2 on General Meetings, details in respect of Directors seeking appointment/re-appointment at the Annual General Meeting is separately annexed hereto. Directors seeking appointment/re-appointment have furnished requisite declarations under Section 164(2) and other applicable provisions of the Companies Act, 2013 including rules framed thereunder.

**GENERAL INFORMATION:**

- i. Members holding shares either in demat or physical mode who are in receipt of Notice, may cast their votes through e-voting.
- ii. Members opting for e-voting, for which the USER ID and initial password are provided in a separate sheet. Please follow steps under the heading 'INSTRUCTIONS FOR E-VOTING' above to vote through e-voting platform.
- iii. The e-voting period commences from 10.00 Hours (IST) on Sunday, June 21, 2026, to 17.00 Hours (IST) on Tuesday, June 23, 2026. During this period, the members of the Company holding shares either in physical form or in demat form, as on the cut-off date Wednesday, June 17, 2026, may cast their vote electronically. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- iv. The Company has appointed Mr. M B Suneel (Membership No. ACS 31197 and CP No. 14449) of M/s. P S Rao & Associates, Practising Company Secretaries as the Scrutiniser to conduct the voting process (e-voting and poll) in a fair and transparent manner.
- v. The Scrutiniser shall, within a period not exceeding 2 working days from the conclusion of the Annual General Meeting unlock the votes in the presence of at least two (2) witnesses, not in the employment of the Company and make a Scrutiniser's Report containing the details with respect to votes cast in favour, against and abstained and submit the same to the Chairman of the Company.

- vi. Subject to the receipt of sufficient votes, the resolution shall be deemed to be passed at the 36th Annual General Meeting of the Company scheduled to be held on Wednesday, June 24, 2026, the results declared along with the Scrutiniser's Report shall be placed on the Company's website [www.avantel.in](http://www.avantel.in) and on the website of KFintech [evoting.kfintech.com/](http://evoting.kfintech.com/), within 2 working days of conclusion of the Annual General Meeting.

**vii. Important Dates**

The Shareholders are requested to take note of the below mentioned important dates with respect to 36th Annual General Meeting of the Company:

Sl.No.	Particulars	Date and Time
1.	Record Date for Eligible Shareholders for Dividend	Friday, June 12, 2026.
2.	Cut-off Date for Eligible Shareholders for e-Voting	Wednesday, June 17, 2026
3.	<b>Speaker Registration</b>	
	Speaker Registration starts on	Friday, June 19, 2026, at 10:00 A.M.
	Speaker Registration ends on	Sunday, June 21, 2026, at 05:00 P.M.
4.	<b>E-Voting</b>	
	E-Voting starts on	Sunday, June 21, 2026, at 10:00 A.M.
	E-Voting ends on	Tuesday, June 23, 2026, at 05:00 P.M.
5.	Date of 36th Annual General Meeting	Wednesday, June 24, 2026, at 11:00 A.M.

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad  
Date: April 26, 2026

**EXPLANATORY STATEMENT**

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

**Item No. 3**

To appoint a director in place of Mrs. Abburi Sarada (DIN: 00026543), who retires by rotation and being eligible, offers her candidature for re-appointment.

<b>Annexure to the Notice</b>		
<b>Details of Directors seeking appointment / re-appointment at the ensuing Annual General Meeting to be held on Wednesday, June 24, 2026</b>		
<i>[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India]</i>		
<b>Sl. No.</b>	<b>Particulars</b>	<b>Name of the Director</b>
		Mrs. Abburi Sarada
1.	DIN	00026543
2.	Date of birth and Age	14-10-1964; 61 Years
3.	Qualification	Postgraduate in MBA (Master of Business Administration) from Madurai Kamaraj University. She did her Bachelor of Commerce from Osmania University and has also completed her Bachelor of Communication and Journalism from Padmavathi University.
4.	Experience and expertise in specific functional areas	More than 30 years of experience in Finance and Banking.
5.	Brief Profile	The profile of Mrs. Abburi Sarada is enclosed with the Corporate Governance Report forming part of the Annual Report.
6.	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Spouse of Dr. Abburi Vidyasagar, Chairman & Managing Director and mother of Mr. Abburi Siddhartha Sagar, Whole-Time Director.
7.	Nature of appointment (appointment/re-appointment)	Retires by rotation and being eligible, offers her candidature for re-appointment.
8.	Terms and Conditions of appointment / re-appointment	Appointment as a Whole-Time Director subject to retirement by rotation.
9.	Remuneration last drawn by such person, if applicable and remuneration sought to be paid	Rs.30,00,000/- per annum
10.	Date of first appointment on the Board	01/08/1992
11.	Shareholding in the company including shareholding as a beneficial owner;	Holds 1,46,24,940 (5.50%) Equity Shares
12.	The number of Meetings of the Board attended during the year	5 out of 5
13.	Directorship Details of the Board	M/s. Imeds Global Private Limited
14.	Membership / Chairmanship of Committees of other Boards	Nil

## **Item No: 4**

M/s. Grandhy & Co., Chartered Accountants (ICAI Firm Registration Number 001007S) (hereinafter referred to as “Grandhy & Co.”), were appointed as Statutory Auditors of the Company for a period of 5 (five) years, to hold office from the conclusion of the 31st Annual General Meeting (“AGM”) until the conclusion of the 36th AGM of the Company.

In terms of the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, the Company may appoint or re-appoint an audit firm as Statutory Auditors for not more than two terms of 5 (five) consecutive years. Grandhy & Co. is eligible for re-appointment for a further period of 5 (five) years.

Based on the recommendations of the Audit Committee, after evaluating the performance, independence, audit quality, expertise and experience of Grandhy & Co., the Board of Directors at their meeting held on April 26, 2026 has approved the re-appointment of Grandhy & Co. as the Statutory Auditors of the Company for a second term of 5 (five) consecutive years, to hold office from the conclusion of the 36th AGM until the conclusion of the 41st AGM of the Company to be held for the financial year 2030-31.

The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

In terms of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following disclosures are provided:

Following are few of his career achievements:

- a) M/s. Grandhy & Co., Chartered Accountants, is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India having significant experience in statutory audits of listed and unlisted companies;
- b) The proposed remuneration shall be commensurate with the scope and volume of audit and shall be mutually agreed between the Board of Directors and the Auditors;
- c) There is no material change in the remuneration as compared to the previous term, except as may be decided by the Board based on expanded scope, if any; and
- d) The Audit Committee has considered various parameters including capability, experience, audit quality and independence while recommending their re-appointment.

Considering the evaluation of past performance, experience and expertise of Grandhy & Co., and based on the recommendation of the Audit Committee, the Board of Directors considers that the re-appointment of Grandhy & Co. as Statutory Auditors of the Company is appropriate and in the interest of the Company.

Accordingly, the Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the Members.

Grandhy & Co. have provided their consent to act as Statutory Auditors of the Company and have confirmed that their re-appointment, if made, would be in accordance with the provisions of Sections 139 and 141 of the Companies Act, 2013 and the rules framed thereunder, and that they are not disqualified from being appointed as Statutory Auditors of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

**Item No. 5**

Pursuant to Section 161 of the Companies Act, 2013 read with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, vide resolution dated April 26, 2026, appointed Dr. Tamilmani Kandasamy (DIN: 07617444) as an Additional Director in the capacity of Independent Director of the Company, for a term of 5 (five) consecutive years with effect from April 26, 2026 to April 25, 2031, subject to approval of the Members of the Company.

As per Regulation 17(1C) and 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to obtain approval of the Members for appointment of a person on the Board of Directors at the next general meeting or within a period of three months from the date of appointment, whichever is earlier, by way of a Special Resolution.

In the opinion of the Board of Directors and the Nomination and Remuneration Committee, Dr. Tamilmani Kandasamy is a person of integrity and possesses relevant expertise and experience. The Board is of the view that his association would be of immense benefit to the Company and it is desirable to avail his services as an Independent Director. In the opinion of the Board, the aforesaid Independent Director fulfils the conditions specified under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (LODR) Regulations and is independent of the management.

The Independent Director has confirmed that his name is included in the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

**Profile of Dr. Tamilmani Kandasamy:**

“Dr. K. Tamilmani (73 Years) is a distinguished aerospace professional with over four decades of experience in defence research and development, airworthiness certification, and strategic program leadership. He served as Director General (Aeronautics), Defence Research and Development Organisation (DRDO), Ministry of Defence, Government of India.

During his tenure, he directed large-scale aerospace programs with cumulative outlays exceeding ₹10,000 Crore and led multidisciplinary teams comprising over 800 scientists and engineers. He successfully delivered and oversaw multiple major national aerospace programs and contributed significantly to strengthening India's indigenous defence capabilities.

He played a pivotal role in the airworthiness certification of indigenous platforms such as Light Combat Aircraft (LCA) Tejas and Advanced Light Helicopter (ALH) and spearheaded the development of India's Airborne Early Warning (AEW) system. He was instrumental in establishing a participative certification ecosystem involving DRDO, Hindustan Aeronautics Limited (HAL), Aeronautical Development Agency (ADA), and other stakeholders.

Dr. Tamilmani has been a strong advocate of indigenization and self-reliance in defence technologies and has actively promoted private sector participation in national defence programs. He has also contributed to strategic policy initiatives, including authoring a national-level white paper on indigenous aero-engine development, and facilitating international collaborations with certification authorities in France and South Korea.

He held key leadership roles at Centre for Airborne Systems (CABS), DRDO, where he led airborne surveillance and AEW programs, and at Centre for Military Airworthiness and Certification (CEMILAC), DRDO, where he headed the airworthiness certification authority for military aircraft, helicopters, and aero engines, and strengthened regulatory and compliance frameworks.

Post his superannuation, he continues to contribute to industry and academia. He served as an Independent Director at TIDEL Park, Chennai (Government of Tamil Nadu Nominee). He is also associated with academic institutions as Senate Member of Periyar University, Chairman of the Board of Governors of Madras Institute of Technology

(MIT), Anna University, Member of the Board of Studies in Defence and Strategic Studies at the University of Madras, and Member of the Academic Council at UTV, Belgaum.

Dr. Tamilmani holds a Ph.D. in Technology Dynamics and National Security from the University of Madras (2010), an MBA in Human Resource Development from Anna University (1997), a Master's degree in Defence Studies from the University of Madras (1994), a Bachelor of Technology in Aeronautical Engineering from Madras Institute of Technology (MIT), Anna University (1975), and a Bachelor of Science in Physics (1972).

He is a recipient of several prestigious awards, including DRDO Outstanding Contribution Awards, National Aeronautical Prize (2007), DRDO Agni Award for Self-Reliance (2008), DRDO Technology Leadership Award (2011), and DRDO Performance Excellence Award (2013), among others. He has also received the Prof. V.M. Ghatge Design Excellence Award and the Outstanding Alumni Award from Madras Institute of Technology.

Dr. Tamilmani is a Fellow of the Aeronautical Society of India, the Indian National Academy of Engineering (INAE), and the Society for Failure Analysis.

A notice under Section 160 of the Companies Act, 2013 has been received from a Member of the Company proposing the candidature of Dr. Tamilmani Kandasamy for the office of Director.

The Company has received from Dr. Tamilmani Kandasamy: (i) consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 to the effect that he is not disqualified under Section 164(2) of the Companies Act, 2013; (iii) a declaration that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (LODR) Regulations; and (iv) Disclosure of interest in Form MBP-1 under Section 184.

Dr. Tamilmani Kandasamy will attain the age of 75 years during his tenure as an Independent Director. In terms of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013, approval of the Members by way of a Special Resolution is also being sought for his continuation as an Independent Director upon attaining the age of 75 years.

The Resolution set out at Item No. 5 of the Notice is put forth for consideration by the Members as a Special Resolution pursuant to Section 149 read with Schedule IV of the Companies Act, 2013 for the appointment of Dr. Tamilmani Kandasamy as an Independent Director of the Company.

The letter of appointment of Dr. Tamilmani Kandasamy setting out the terms and conditions of appointment shall be available for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

He does not hold any equity shares in the Company and is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.

Except Dr. Tamilmani Kandasamy, none of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval of the Members.

## **Item No. 6**

Pursuant to Section 161 of the Companies Act, 2013 read with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, vide resolution dated April 26, 2026, appointed Mr. Lakshminarasimha Acharyulu Muktevi (DIN: 02118771) as an Additional Director in the capacity of Independent Director of the Company, for a term of 5 (five) consecutive years with effect from April 26, 2026 to April 25, 2031, subject to approval of the Members of the Company.

As per Regulation 17(1C) and 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to obtain approval of the Members for appointment of a person on the Board of Directors at the next general meeting or within a period of three months from the date of appointment, whichever is earlier, by way of a Special Resolution.

In the opinion of the Board of Directors and the Nomination and Remuneration Committee, Mr. Lakshminarasimha Acharyulu Muktevi is a person of integrity and possesses relevant expertise and experience. The Board is of the view that his association would be of immense benefit to the Company and it is desirable to avail his services as an Independent Director. In the opinion of the Board, the aforesaid Independent Director fulfils the conditions specified under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (LODR) Regulations and is independent of the management.

The Independent Director has confirmed that his name is included in the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

**Profile of Mr. M. L. N. Acharyulu:**

Mr. M. L. N. Acharyulu (68 Years) is a seasoned corporate management professional with over four decades of extensive experience across diverse industries including infrastructure, manufacturing, financial services, and semiconductor technology. He possesses strong expertise in corporate strategy, financial management, project execution, business development, mergers and acquisitions, and corporate governance.

He holds a Master of Technology in Power Systems from Jawaharlal Nehru Technological University, Kakinada in the year 1980, a Master of Financial Management from Jamnalal Bajaj Institute of Management Studies, Mumbai in the year 1986, and is an Associate Member of the Institute of Cost Accountants of India, qualified in the year 1993.

Over the course of his distinguished career, Mr. Acharyulu has held several senior leadership positions. He served as Chief Executive Officer and Executive Director of Karaikal Port Private Limited, where he played a key role in the development and operations of the port. He was also the Managing Director of Sentini Sanitary Private Limited (now part of LIXIL Group) and Qualcomm Logic Limited. Additionally, he served as Executive Director at Conexant Systems India Private Limited.

Earlier in his career, he held key roles at Crompton Greaves Limited, SICOM Limited, and Godavari Fertilizers and Chemicals Limited (now Coromandel International Limited), where he gained extensive experience in project management, finance, and industrial operations.

Mr. Acharyulu has also been actively associated with various industries and trade bodies. He has served as a Member of the National Executive Committee of the Indo-American Chamber of Commerce (IACC), Vice Chairman of HYSEA, and is a Charter Member of The Indus Entrepreneurs (TiE). He has travelled extensively across various countries and brings a global perspective to business and strategic decision-making.

He is presently associated with multiple companies in a Board capacity and continues to contribute his vast industry experience towards organizational growth and governance.

A notice under Section 160 of the Companies Act, 2013 has been received from a Member of the Company proposing the candidature of Mr. Lakshminarasimha Acharyulu Muktevi for the office of Director.

The Company has received from Mr. Lakshminarasimha Acharyulu Muktevi: (i) consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 to the effect that he is not disqualified under Section 164(2) of the Companies Act, 2013; (iii) a declaration that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (LODR) Regulations; and (iv) Disclosure of interest in Form MBP-1 under Section 184.

The Resolution set out at Item No. 6 of the Notice is put forth for consideration by the Members as a Special Resolution pursuant to Section 149 read with Schedule IV of the Companies Act, 2013 for the appointment of Mr. Lakshminarasimha Acharyulu Muktevi as an Independent Director of the Company.

The letter of appointment of Mr. Lakshminarasimha Acharyulu Muktevi setting out the terms and conditions of appointment shall be available for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

He does not hold any equity shares in the Company and is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.

Except Mr. Lakshminarasimha Acharyulu Muktevi, none of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 6 of the Notice.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval of the Members.

## **Item No. 7 & 8**

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the consent of the Members by way of a Special Resolution, borrow monies, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, in excess of the aggregate of the paid-up share capital, free reserves and securities premium of the Company.

Considering the expansion of business operations and the Company's growth strategy to scale its activities, including pursuing various project development opportunities and maintaining a strong project pipeline, the Company requires enhanced financial flexibility and timely access to funds. Accordingly, it is proposed to increase the borrowing limits of the Company from ₹200 Crore (Rupees Two Hundred Crore Only) to ₹350 Crore (Rupees Three Hundred Fifty Crore Only).

It would, therefore, be in the interest of the Company to enhance the borrowing limits and authorize the Board of Directors to borrow monies, from time to time, which may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company, provided that the total amount so borrowed shall not exceed ₹350 Crore (Rupees Three Hundred Fifty Crore Only) notwithstanding that such borrowings may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company.

Further, in order to secure such borrowings, the Company may be required to create charges, mortgages or hypothecation on its movable and/or immovable properties, both present and future, in favour of lenders. Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013, such creation of charge on the whole or substantially the whole of the undertaking(s) of the Company requires approval of the Members by way of a Special Resolution.

Accordingly, approval of the Members is sought to increase the borrowing limits of the Company up to ₹350 Crore; and to authorize the Board of Directors to create charge(s) on the assets of the Company, both present and future, to secure such borrowings within the overall limits approved under Section 180(1)(c) of the Act.

The Board of Directors is of the opinion that the proposed enhancement of borrowing limits and creation of charges on the assets of the Company are in the best interest of the Company and its stakeholders.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 7 and 8 of the Notice.

The Board of Directors recommends the Special Resolutions set out at Item Nos. 7 and 8 of the Notice for approval of the Members.

**Item No. 9**

The Board of Directors of the Company, pursuant to the recommendation of the Audit Committee, at its meeting held on April 26, 2026, has approved the appointment of M/s. MPR & Associates, Cost Accountants (Firm Registration No. 000413), as the Cost Auditors of the Company to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2027, at a remuneration of ₹1,50,000 (Rupees One Lakh Fifty Thousand only) plus applicable taxes, in addition to reimbursement of out-of-pocket expenses.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company.

Accordingly, the Ordinary Resolution set out at Item No. 9 of the Notice is placed before the Members for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2027.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 9 of the Notice.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 9 of the Notice for approval of the Members.

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad  
Date: April 26, 2026

<b>Annexure to the Notice</b> <b>Details of Directors seeking Appointment</b> <i>(Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS-2) on General Meetings issued by the Institute of Company Secretaries of India)</i>			
Sl. No.	Particulars	Name of the Director	
		Dr. Tamilmani Kandasamy	Mr. Lakshminarasimha Acharyulu Muktevi
1.	DIN	07617444	02118771
2.	Date of birth and Age	May 3, 1952; 73 years	September 15, 1957; 68 years
3.	Qualification	Ph.D. in Technology Dynamics and National Security; MBA (HRD); M.Sc. Defence Studies; B. Tech (Aeronautical Engineering); B.Sc. (Physics)	M. Tech (Power Systems), JNTU Kakinada; Master of Financial Management, JBIMS Mumbai; Associate Member of the Institute of Cost Accountants of India (ICMAI)
4.	Experience and expertise in specific functional areas	Distinguished aerospace professional with over four decades of experience in defence R&D, airworthiness certification and strategic program leadership. Former Director General (Aeronautics), DRDO. Key expertise includes aerospace engineering, defence systems, certification frameworks and strategic leadership.	Seasoned corporate management professional with over four decades of experience across infrastructure, manufacturing, financial services and semiconductor sectors. Key expertise includes corporate strategy, financial management, project execution, business development, mergers & acquisitions and corporate governance.
5.	Brief Profile	Detailed profile is provided in the Explanatory Statement forming part of the Notice.	Detailed profile is provided in the Explanatory Statement forming part of the Notice.
6.	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not related to any Director or Key Managerial Personnel of the Company.	Not related to any Director or Key Managerial Personnel of the Company.
7.	Nature of appointment (appointment/ re-appointment)	Appointment as an Independent Director	Appointment as an Independent Director
8.	Terms and Conditions of appointment / re-appointment	Appointed as Independent Director for a period of 5 years from April 26, 2026, to April 25, 2031, not liable to retire by rotation.	Appointed as Independent Director for a period of 5 years from April 26, 2026, to April 25, 2031, not liable to retire by rotation.
9.	Remuneration sought to be paid and last drawn remuneration	Sitting fees, if any, as approved by the Board and Members from time to time; last drawn: Not applicable	Sitting fees, if any, as approved by the Board and Members from time to time; last drawn: Not applicable

Sl. No.	Particulars	Name of the Director	
		Dr. Tamilmani Kandasamy	Mr. Lakshminarasimha Acharyulu Muktevi
10.	Date of first appointment on the Board	April 26, 2026	April 26, 2026
11.	Shareholding in the company including shareholding as a beneficial owner;	Nil	Nil
12.	The number of Meetings of the Board attended during FY 2025-26	Not applicable	Not applicable
13.	Directorship Details of the Board	Nil	1) Samini Ceramics Limited 2) Sentini Bioproducts Private Limited 3) Nanobright Solar Technologies Pvt. Ltd. 4) Sentini Flopipes India Private Limited 5) Sentini Bio-Spirit Private Limited 6) Ocean5 Synergy Private Limited
14.	Membership / Chairmanship of Committees of other Boards	Nil	Nil
15.	Names of listed entities from which the person has resigned in the past three years	Not applicable	Not applicable
16.	Skills and capabilities required for the role and manner in which the proposed Directors meet such requirements	Expertise in aerospace, defence systems, certification and strategic leadership, contributing to governance and technology-driven decision making.	Strong expertise in corporate strategy, finance, project execution and governance, contributing to effective oversight and strategic growth of the Company.

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad  
Date: April 26, 2026

## DIRECTORS' REPORT

Dear Member(s),

Your directors take pleasure in presenting the 36<sup>th</sup> Annual Report and the Audited Financial Statements (Standalone and Consolidated) for the Financial Year ended March 31, 2026:

### 1. Financial Highlights

The Standalone and Consolidated performance for the Financial Year ended March 31, 2026, is as under:

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	2025-26	2024-25	2025-26	2024-25
Income from Operations	22,135.23	24,848.36	22,287.24	24,912.62
Other Income	245.67	176.23	247.23	178.81
<b>Total Income</b>	<b>22,380.90</b>	<b>25,024.58</b>	<b>22,534.47</b>	<b>25,091.43</b>
Cost of Materials Consumed	7,678.49	8,321.82	7,873.33	8,373.64
Change in Inventories	(1,246.02)	(1,980.62)	(1,331.97)	(1,980.62)
Employee benefit expenses	4,794.67	5,198.34	5,074.54	5,395.48
Finance Cost	563.31	303.52	563.90	304.58
Depreciation	1,803.49	1,139.09	2,007.53	1,180.35
Other expenses	5,569.74	3,770.87	5,883.36	3,873.99
<b>Total Expenses</b>	<b>19,163.68</b>	<b>16,753.02</b>	<b>20,070.69</b>	<b>17,147.42</b>
Profit/(Loss) – Before Tax & Exceptional Items	3,217.21	8,271.56	2,463.78	7,944.01
Current Tax	923.54	2,321.61	923.54	2,321.61
Deferred Tax	43.70	(41.60)	40.86	(22.06)
Profit/(Loss) – After Tax	2,249.98	5,991.55	1,499.38	5,644.46
Other comprehensive Income (Net Tax)	(15.02)	(34.98)	(15.02)	(34.98)
<b>Total Comprehensive Income</b>	<b>2,234.96</b>	<b>5,956.56</b>	<b>1,484.36</b>	<b>5,609.48</b>

### 2. State of the Company's Affairs

Your Company recorded a turnover of ₹22,135.23 lakhs and a total comprehensive income of ₹2,234.96 lakhs on a standalone basis for the financial year ended March 31, 2026, as compared to ₹24,848.36 lakhs and ₹5,956.56 lakhs respectively in the previous year.

On a consolidated basis, the Company recorded a turnover of ₹22,287.24 lakhs and a total comprehensive income of ₹1,484.36 lakhs as against ₹24,912.62 lakhs and ₹5,609.48 lakhs respectively in the previous year.

### 3. Transfer to Reserves

The Board of Directors has decided not to transfer any amount to the General Reserve for the financial year ended March 31, 2026

#### 4. Dividend

The Board of Directors has recommended a final dividend of Re. 0.20/- per equity share of ₹2/- (Rupees Two only) each, fully paid-up, for the financial year 2025–26.

The dividend, if approved by the members at the ensuing Annual General Meeting, will be paid subject to deduction of income tax at source. The dividend shall be paid to those members whose names appear in the Register of Members as on the record date (i.e., June 12, 2026). In respect of shares held in dematerialized form, the dividend will be paid to the beneficial owners as per the details furnished by National Securities Depository Limited and Central Depository Services (India) Limited as on the record date. The dividend payout is in accordance with the Company's Dividend Distribution Policy.

#### 5. Rights Issue and Utilisation of Proceeds

During the financial year under review, the Company had issued shares to all its existing shareholders on Rights basis in terms of Section 62 and other applicable provisions of the Companies Act, 2013, SEBI (Issue of Capital and Disclosure Requirements), 2018. The Company issued 2,02,26,100 equity shares of face value ₹2 each at an issue price of ₹40 per equity share (including a premium of ₹38 per share), aggregating to ₹80.91 Crores, to eligible equity shareholders in the ratio of 10 equity shares for every 121 equity shares held as on the record date i.e., May 7, 2025. The Rights Issue opened on May 15, 2025, and closed on May 28, 2025, and the shares were allotted on May 29, 2025.

The proceeds from the Rights Issue are being utilised towards establishment of new manufacturing facilities, development of infrastructure, and for general corporate purposes, in line with the objects stated in the Letter of Offer.

##### Utilisation of Rights Issue Proceeds

The utilisation of proceeds, as reviewed by the Monitoring Agency, CARE Ratings Limited, as on March 31, 2026, is as follows:

Sl. No.	Objects of the Issue	Original Allocation (₹ in Crores)	Amount Utilised (₹ in Crores)	Unutilised Amount (₹ in Crores)	Remarks
1	Establishment of New Manufacturing Facility (Kondaparva)	53.85	52.33	1.52	Ongoing
2	GSaaS Infrastructure (Hyderabad)	6.17	3.26	2.91	Ongoing
3	General Corporate Purposes	19.94	19.94	–	Fully utilised
4	Issue Related Expenses	0.95	0.95	–	Fully utilised
	<b>Total</b>	<b>80.91</b>	<b>76.48</b>	<b>4.43</b>	

Pursuant to Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- The Company has utilised ₹76.48 Crores out of the total proceeds of ₹80.91 Crores as on March 31, 2026.
- The balance amount of ₹4.43 Crores remains unutilised and is held in designated account, to be utilised in subsequent periods for the stated objects of the issue as per the Letter of Offer.

- There has been no deviation or variation in the utilisation of proceeds from the objects stated in the Letter of Offer.

The Audit Committee reviews the utilisation of proceeds on a periodic basis in compliance with applicable regulatory requirements.

## 6. Listing of Equity Shares

The equity shares of the Company are listed on the following stock exchanges having nationwide trading terminals:

- (a) BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001, Maharashtra, India; and
- (b) National Stock Exchange of India Limited, Exchange Plaza, Floor 5, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400051, Maharashtra, India.

The Company has paid the annual listing fees to the aforesaid stock exchanges for the financial year 2025–26.

## 7. Subsidiary Companies

During the year under review, the Company has one subsidiary, namely Imeds Global Private Limited, which is a Wholly Owned Subsidiary of the Company.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013, read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing the salient features of the financial statements of the subsidiary company in Form AOC-1 is attached to this Board's Report as **Annexure – 1**.

## 8. Performance and contribution of each of the Subsidiaries, Associates and Joint Ventures

In accordance with the provisions of Rule 8 of the Companies (Accounts) Rules, 2014, a report on the financial performance of the subsidiary company and its contribution to the overall performance of the Company for the financial year ended March 31, 2026, is provided in **Annexure – 1** forming part of this Board's Report.

The Company does not have any associate or joint venture companies during the year under review.

## 9. Consolidated Financial Statements

The Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, have been prepared in accordance with the applicable Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015, and other applicable provisions of the Act. The Consolidated Financial Statements form an integral part of this Annual Report.

In terms of the provisions of Section 136 of the Companies Act, 2013, the audited financial statements of the subsidiary company are available on the Company's website and can be accessed at [www.avantel.in](http://www.avantel.in). These documents will also be made available for inspection by the shareholders upon request.

## 10. Share Capital

The Authorized Share Capital of the Company as of March 31, 2026, stood at ₹60,00,00,000/- (Rupees Sixty Crores only), divided into 30,00,00,000 (Thirty Crores) equity shares of ₹2/- (Rupees Two only) each.

The issued, subscribed and paid-up equity share capital of the Company as of March 31, 2026, stood at ₹53,14,21,700/- (Rupees Fifty-Three Crores Fourteen Lakhs Twenty-One Thousand Seven Hundred only), divided into 26,57,10,850 equity shares of ₹2/- each, fully paid-up.

During the year under review, the paid-up share capital of the Company increased pursuant to the exercise of 7,48,930 Employee Stock Option Plan (ESOP) grants by eligible employees, resulting in the allotment of 7,48,930 equity shares of ₹2/- each.

Further, during the year under review, the Rights Issue Committee of the Board of Directors of Avantel Limited (“the Company”), at its meeting held on May 29, 2025, approved the allotment of 2,02,26,100 equity shares of face value of ₹2/- each on a rights basis to the eligible equity shareholders. The said equity shares were issued at a price of ₹40/- per equity share, including a premium of ₹38/- per equity share.

The equity shares so allotted under ESOP and Rights Issue rank pari passu in all respects with the existing equity shares of the Company.

#### 11. Variations in Net worth

The standalone net worth of the Company as of March 31, 2026, stood at ₹ 35,650.45 lakhs as compared to ₹ 24,801.16 lakhs as of March 31, 2025. The consolidated net worth of the Company as of March 31, 2026, stood at ₹ 33,823.30 lakhs as compared to ₹ 23,724.61 lakhs as of March 31, 2025.

#### 12. Directors

During the financial year under review, Mrs. Mini Ipe (DIN: 07791184), Independent Director of the Company has resigned from the Board with effect from February 21, 2026, due to her preoccupation and certain unforeseen personal commitments.

The Company has received confirmation from Mrs. Mini Ipe that there are no material reasons for her resignation other than those stated in her resignation letter and that there are no material concerns relating to the management or affairs of the Company.

Apart from the above, there were no other changes in the composition of the Board of Directors during the financial year ended March 31, 2026.

Post the close of the financial year, the Board of Directors at its meeting held on April 26, 2026, appointed:

- a) Dr. Tamilmani Kandasamy as an Additional Director (Independent); and
- b) Mr. Lakshminarasimha Acharyulu Muktevi as an Additional Director (Independent),

subject to the approval of the Members at the ensuing Annual General Meeting.

#### 13. Key Managerial Personnel

Pursuant to the provisions of Sections 2(51) and 203 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the following officials are designated as Key Managerial Personnel of the Company:

Dr. Abburi Vidyasagar	-	Managing Director
Mrs. Abburi Sarada	-	Whole-time Director & Chief Financial Officer
Mr. Abburi Siddhartha Sagar	-	Whole-Time Director
Mr. D. Rajasekhara Reddy	-	Company Secretary & Compliance Officer

#### 14. Number of Meetings of the Board of Directors

During the financial year ended March 31, 2026, five (5) meetings of the Board of Directors were held on April 26, 2025, May 1, 2025, July 25, 2025, October 18, 2025, and January 25, 2026.

The gap between two consecutive meetings did not exceed 120 days, and the meetings were conducted in compliance with the applicable provisions of the Companies Act, 2013 and Secretarial Standards. The requisite quorum was present at all the meetings.

The attendance of the Directors at the Board Meetings held during the year are as follows:

Name of the Director	Number of Board Meetings	
	Held	Attended
Dr. Abburi Vidyasagar	5	5
Mrs. Abburi Sarada	5	5
Mr. Abburi Siddhartha Sagar	5	5
Mr. Myneni Narayana Rao	5	5
Mr. Ramchander Vyasabhattu	5	5
Dr. Ajit Tavanappa Kalghatgi	5	5
Ms. Harita Vasireddi	5	5
Mrs. Mini Ipe*	5	5

Note: \* Mrs. Mini Ipe (DIN: 07791184), Independent Director, resigned from the Board with effect from February 21, 2026.

## 15. Particulars of Loans, Guarantees, Securities or Investments under Section 186

The particulars of loans given, guarantees provided, securities given and investments made during the financial year ended March 31, 2026, in compliance with the provisions of Section 186 of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, are provided in **Annexure – 2** forming part of this Board's Report.

## 16. Particulars of Contracts or Arrangements with Related Parties

All related party transactions entered into during the financial year were in the ordinary course of business and on an arm's length basis. There were no materially significant related party transactions entered into by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interests of the Company at large.

All related party transactions were placed before the Audit Committee for approval and were also approved by the Board of Directors, wherever required.

The Company has in place a Policy on Related Party Transactions for the purpose of identification, monitoring and approval of such transactions. The said policy is available on the website of the Company and can be accessed at: [www.avantel.in/investors](http://www.avantel.in/investors).

The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2, are provided in **Annexure - 3** forming part of this Board's Report.

## 17. Annual Return

Pursuant to the provisions of Section 92(3) of the Companies Act, 2013 and the rules made thereunder, the Annual Return of the Company in Form MGT-7 for the financial year ended March 31, 2026, is available on the website of the Company and can be accessed at: [www.avantel.in/investors](http://www.avantel.in/investors).

## 18. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, is provided in **Annexure - 4** forming part of this Board's Report.

## 19. Audit Committee

During the financial year ended March 31, 2026, four (4) meetings of the Audit Committee were held on April 26, 2025, July 25, 2025, October 18, 2025, and January 25, 2026.

The gap between any two consecutive meetings did not exceed one hundred and twenty days, in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, all the recommendations made by the Audit Committee were accepted by the Board of Directors.

**The composition of the Committee and attendance at its meetings are as follows:**

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Mr. Vyasabhattu Ramchander	Chairperson	4	4
Mr. Myneni Narayana Rao	Member	4	4
Dr. Ajit Tavanappa Kalghatgi	Member	4	4

**20. Nomination and Remuneration Committee**

❖ **Brief description of the terms of reference:**

The Nomination and Remuneration Committee (“NRC”) functions in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The key terms of reference for the Committee include:

- formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to the remuneration of the directors, key managerial personnel and other employees.
- for every appointment of an Independent Director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an Independent Director. The person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  - a) use the services of an external agencies, if required;
  - b) consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - c) consider the time commitments of the candidates.
- formulation of criteria for evaluation of performance of Independent Directors and the board of directors;
- devising a policy on diversity of board of directors;
- identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.
- whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- recommend to the board, all remuneration, in whatever form, payable to senior management.

## Meetings of the Committee

During the financial year ended March 31, 2026, two (2) meetings of the Nomination and Remuneration Committee were held on April 26, 2025, and January 25, 2026.

The composition of the Committee and attendance at its meetings are as follows:

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Mr. Myneni Narayana Rao	Chairman	2	2
Mr. Vyasabhattu Ramchander	Member	2	2
Dr. Ajit Tavanappa Kalghatgi	Member	2	2
Ms. Harita Vasireddi	Member	2	2

## 21. Corporate Social Responsibility (CSR)

The Company is committed to improving the quality of life of the communities in which it operates. In line with its philosophy of “looking beyond business,” the Company endeavors to create a sustainable and positive impact on society and the environment. The Company believes in balancing its pursuit of corporate excellence with its social responsibilities.

Pursuant to the provisions of Section 135 read with Schedule VII of the Companies Act, 2013, the Corporate Social Responsibility (CSR) Committee has formulated a CSR Policy, and the same is being implemented by the Company. The details of CSR activities undertaken during the financial year are provided in **Annexure - 5**, forming part of this Report.

During the financial year 2025–26, the Company was required to spend an amount of ₹1,30,21,041/- towards CSR activities. The Company has spent ₹1,30,49,556/-, which is in excess of the statutory requirement. The excess amount spent over and above the statutory requirement shall be set off against CSR obligations of subsequent financial years, in accordance with applicable provisions.

During the year under review, one (1) meeting of the CSR Committee was held on April 26, 2026.

The composition of the Committee and attendance at its meetings are as follows:

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Mr. Ramchander Vyasabhattu	Member	1	1
Mrs. Abburi Sarada	Member	1	1
Dr. Ajit Tavanappa Kalghatgi	Member	1	1
Mrs. Mini Ipe*	Member	1	1

Note: \* Mrs. Mini Ipe (DIN: 07791184), Independent Director, resigned from the Board with effect from February 21, 2026.

**22. Stakeholders Relationship Committee****Terms of Reference**

- (i) Resolving the grievances of the security holders including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, non-receipt of new/duplicate certificates, etc.
- (ii) Review of measures taken for effective exercise of voting rights by shareholders.
- (iii) Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- (iv) Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

**Meetings of the Committee**

During the year, one Meeting of the Stakeholders Relationship Committee was held on January 25, 2026.

The composition of the Committee and attendance at its meetings are as follows:

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Mr. Myneni Narayana Rao	Chairman	1	1
Dr. Abburi Vidyasagar	Member	1	1
Ms. Harita Vasireddi*	Member	1	1
Mrs. Mini Ipe*	Member	1	1

**Note:** \* Mrs. Mini Ipe (DIN: 07791184), Independent Director, resigned from the Board with effect from February 21, 2026.

**23. Risk Management Committee**

The Company has in place a robust Risk Management framework for identifying, evaluating and mitigating various risks associated with its operations. The Risk Management Committee has formulated a Risk Management Policy which outlines the procedures for risk identification, assessment, monitoring and mitigation.

The Company has adequate internal control systems and procedures to effectively manage risks. The risk management processes are periodically reviewed by the Audit Committee and the Board of Directors, including during the review of quarterly financial results.

**Brief description of terms of reference**

1. To formulate a detailed Risk Management Policy which shall include:
  - a) A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, Environment, Social and Governance related risks), information, cyber security risks or any other risk as may be determined by the Committee.
  - b) Measures for risk mitigation including systems and processes for internal control of identified risks.
  - c) Business continuity plan.

2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
5. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;
7. The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors.

## Meetings of the Committee

During the financial year ended March 31, 2026, two (2) meetings of the Risk Management Committee were held on October 18, 2025, and January 25, 2026.

Composition of the Committee and Attendance at Meetings are as follows:

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Mr. Abburi Siddhartha Sagar	Chairman	2	2
Dr. Ajit T. Kalghatgi	Member	2	2
Ms. Harita Vasireddi	Member	2	2
Mr. Vyasabhattu Ramchander	Member	2	2
Mr. P Bala Bhaskar Rao	Member	2	2
Mr. N Srinivas Rao	Member	2	2
Mr. P Srinivasa Rao	Member	2	2

## 24. ESOP Allotment Committee

During the financial year ended March 31, 2026, five (5) meetings of the ESOP Allotment Committee were held on July 1, 2025, August 19, 2025, December 22, 2025, January 28, 2026, and February 27, 2026.

Composition of the Committee and Attendance at Meetings are as follows:

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Mrs. Abburi Sarada	Chairperson	5	5
Mr. Abburi Siddhartha Sagar	Member	5	5
Mr. P Srinivasa Rao	Member	5	5

## 25. Mechanism for Evaluation of the Board

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of its own performance and

that of its committees as well as performance of the Directors individually. Feedback was sought by way of a structured questionnaire covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance and the evaluation was carried out based on responses received from the Directors.

The evaluation is performed by the Board, Nomination and Remuneration Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

In line with SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004, dated January 5, 2017, the Company has adopted the criteria recommended by the SEBI.

The Directors were given Five Forms for evaluation of the following:

- (i) Evaluation of Board;
- (ii) Evaluation of Committees of the Board;
- (iii) Evaluation of Independent Directors;
- (iv) Evaluation of Managing Director and Executive Directors; and
- (v) Evaluation of Chairman.

The Directors were requested to give following ratings for each criterion:

1. Could do more to meet expectations;
2. Meets expectations; and
3. Exceeds expectations.

The Chairperson, based on the Evaluation done by the Directors, informed that the performance is effective and aligned with the Company's strategic objectives, and they are recommended for continuation as Directors of the Company.

## **26. Management Discussion and Analysis**

The Management Discussion and Analysis, as required under the Listing Regulations, forms an integral part of this Report.

## **27. Directors' Responsibility Statement as required under Section 134 of the Companies Act, 2013**

Pursuant to the requirement under Section 134 of the Companies Act, 2013, with respect to the Directors' Responsibility Statement, the Board of Directors of the Company hereby confirms:

- i) that in the preparation of the Annual Accounts, the applicable accounting standards have been followed;
- ii) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on March 31, 2026, and of Profit and Loss Account of the Company for that period;
- iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) that the Directors have prepared the Annual Accounts for the Financial Year ended March 31, 2026, on a going concern basis;

- v) that the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- vi) that the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **28. Statement on Declaration given by Independent Directors under Section 149**

The Independent Directors have submitted a declaration of independence, as required pursuant to sub-section (7) of Section 149 of the Companies Act, 2013 stating that they meet the criteria of independence as provided in sub-section (6) of Section 149.

## **29. Familiarization programmes imparted to Independent Directors**

The Members of the Board of the Company have been provided with opportunities to familiarize themselves with the Company, its Management and its operations. The Directors are provided with all the documents to enable them to have a better understanding of the Company, its various operations and the industry in which it operates.

All the Independent Directors of the Company are made aware of their roles and responsibilities at the time of their appointment through a formal letter of appointment, which also stipulates various terms and conditions of their engagement.

Executive Directors and Senior Management provide an overview of the operations and familiarize the new Non-Executive Directors with matters related to the Company's values and commitments. They are also introduced to the organization structure, constitution of various committees, board procedures, risk management strategies, etc.

Strategic presentations are made to the Board where Directors get an opportunity to interact with Senior Management. Directors are also informed of the various developments in the Company through Press Releases, emails, etc.

Senior management personnel of the Company make presentations to the Board Members on a periodical basis, briefing them on the operations of the Company, plans, strategy, risks involved, new initiatives, etc., and seek their opinions and suggestions on the same. In addition, the Directors are briefed on their specific responsibilities and duties that may arise from time to time.

The Statutory Auditors and Internal Auditors of the Company make presentations to the Board of Directors on Financial Statements and Internal Controls. They will also make presentations on regulatory changes from time to time.

The details of the familiarisation programme are available on the website: [www.avantel.in/investors](http://www.avantel.in/investors).

## **30. Meeting of Independent Directors**

A separate meeting of the Independent Directors was held under the Chairmanship of Mr. Vyasabhattu Ramchander, Independent Director on January 25, 2026, inter-alia, to discuss evaluation of the performance of the Board as a whole, evaluation of the performance of the Chairman, taking into account the views of the Executive and the evaluation of the quality, content and timeliness of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Independent Directors expressed satisfaction with the overall performance of the Directors and the Board as a whole.

**31. Registration of Independent Directors in Independent Directors Data bank**

All the Independent Directors of your Company have been registered and are members of Independent Directors Databank maintained by the Indian Institute of Corporate Affairs (IICA).

**32. Online Proficiency Self-Assessment Test**

Mr. Ramchander Vyasabhattu, Independent Director of the Company, has successfully passed the Online Proficiency Self-Assessment Test conducted by the Indian Institute of Corporate Affairs.

Further, Mr. Myneni Narayana Rao, Mr. Ajit Tavanappa Kalghatgi, Ms. Harita Vasireddi, Mr. Tamilmani Kandasamy and Mr. M. L. N. Acharyulu, Independent Directors of the Company, are exempt from the requirement of passing the said test, in terms of the applicable provisions of the Companies Act 2013 and the relevant rules made thereunder, considering their extensive experience and expertise.

**33. Confirmation and Opinion of the Board on Independent Directors**

All the Independent Directors of the Company have given their respective declaration/ disclosures under Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations and have confirmed that they fulfill the independence criteria as specified under section 149(6) of the Act and Regulation 16 of the Listing Regulations and have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. Further, the Board, after taking these declarations/disclosures on record and acknowledging the veracity of the same, concluded that the Independent Directors are persons of integrity and possess the relevant expertise and experience to qualify as Independent Directors of the Company and are Independent of the Management.

The Board opines that all the Independent Directors of the Company strictly adhere to corporate integrity, possesses requisite expertise, experience and qualifications to discharge the assigned duties and responsibilities as mandated by the Companies Act, 2013 and Listing Regulations diligently.

**34. Board Diversity**

The Company has over the years been fortunate to have eminent people from diverse fields to serve as Directors on its Board. Pursuant to the SEBI Listing Regulations, the Nomination & Remuneration Committee of the Board ensured diversity of the Board in terms of experience, knowledge, perspective, background, gender, age and culture.

**35. Statement of particulars of appointment and remuneration of managerial personnel**

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed to this Board's Report as **Annexure – 6**.

**36. Directors and Officers Insurance ('D&O')**

As per the requirements of Regulation 25(10) of the SEBI Listing Regulations, the Company has taken Directors and Officers Insurance (D&O) for all its directors and members of Senior Management.

**37. Code of Conduct**

The Board of Directors has adopted and oversee the administration of the Avantel Limited Code of Business Conduct and Ethics (the 'Code of Conduct'), which applies to all Directors, Officers and Employees of Avantel Limited and its subsidiaries. The Code of Conduct reflects the Company's commitment to doing business with integrity and in full compliance with the law and provides a general roadmap for all the Directors, Officers and

Employees to follow as they perform their day-to-day responsibilities with the highest ethical standards. The Code of Conduct also ensures that all members of Avantel Limited and its subsidiaries perform their duties in compliance with applicable laws and in a manner that is respectful of each other and the Company's relationships with its customers, suppliers and shareholders, as well as the communities and regulatory bodies where the Company does business.

### **38. Deposits**

The Company has not accepted any deposits from the public in terms of Chapter V of the Companies Act, 2013. Hence, no amount on account of principal or interest in public deposits was outstanding as on the date of the balance sheet.

### **39. Statutory Auditors**

M/s. Grandhy & Co., Chartered Accountants (ICAI Firm Registration No. 001007S), were appointed as the Statutory Auditors of the Company at the 31st Annual General Meeting held on June 5, 2021, for a term of five (5) consecutive years, to hold office till the conclusion of the 36th Annual General Meeting of the Company to be held in the year 2026.

The term of M/s. Grandhy & Co., Chartered Accountants, as Statutory Auditors of the Company, will conclude at the ensuing 36th Annual General Meeting.

Based on the recommendation of the Audit Committee, the Board of Directors has proposed the appointment of M/s. Grandhy & Co., Chartered Accountants (ICAI Firm Registration No. 001007S), as Statutory Auditors of the Company for a second term of five (5) consecutive years, to hold office from the conclusion of the 36th Annual General Meeting till the conclusion of the 41st Annual General Meeting of the Company, subject to the approval of the members.

The Company has received a written consent and certificate from M/s. Grandhy & Co., Chartered Accountants, to the effect that their appointment, if made, shall be in accordance with the provisions of Section 139 and Section 141 of the Companies Act, 2013 and that they are not disqualified from being appointed as Statutory Auditors of the Company.

### **40. Auditors Report**

The Statutory Auditors, M/s. Grandhy & Co., Chartered Accountants (ICAI Firm Registration No. 001007S), have issued their report on the financial statements of the Company for the financial year ended March 31, 2026.

The Auditors' Report for the financial year ended March 31, 2026, does not contain any qualification, reservation, adverse remark or disclaimer.

### **41. Secretarial Auditors**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. P. S. Rao & Associates, Company Secretaries in Practice, were appointed as Secretarial Auditors of the Company at the previous Annual General Meeting for a term of five (5) consecutive years, to hold office up to the conclusion of the 40th Annual General Meeting of the Company to be held in the year 2030.

The Secretarial Audit Report for the financial year ended March 31, 2026, issued by M/s. P. S. Rao & Associates, does not contain any qualification, reservation or adverse remark and forms part of this Board's Report as **Annexure - 7**.

However, the Secretarial Auditors have made the following observation:

- The Company had not provided prior intimation to the Stock Exchanges in respect of the Board Meeting held on May 1, 2025, as required under Regulation 29(2) of the SEBI Listing Regulations.

The Board of Directors has taken note of the above observation. The delay was unintentional and occurred due to administrative oversight. Subsequently, the Company has strengthened its internal compliance monitoring mechanism and implemented necessary control measures to ensure timely compliance with all applicable regulatory requirements.

Further, the Secretarial Auditors have confirmed that no instances of fraud have been reported under Section 143(12) of the Companies Act, 2013 during the year under review.

#### **42. Internal Auditors**

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and the rules made thereunder, the Board of Directors has appointed M/s. Ramesh & Co., Chartered Accountants (Firm Registration No. 002979S), as Internal Auditors of the Company for the financial year ending March 31, 2027.

The Internal Auditors conduct periodic audits of the Company's internal control systems and processes, and their reports are reviewed by the Audit Committee from time to time. The reports of the Internal Auditors are reviewed by the Audit Committee from time to time.

#### **43. Cost Audit and Maintenance of Cost Records specified by the Central Government under Section 148 of the Companies Act, 2013**

In accordance with the provisions of Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the Board of Directors, on the recommendation of the Audit Committee, has appointed M/s. MPR & Associates, Cost Accountants (Firm Registration No. 000413), Hyderabad, as Cost Auditors of the Company to conduct the audit of the cost records for the financial year ending March 31, 2027, at a remuneration of ₹1,50,000/-

The remuneration payable to the Cost Auditors is required to be ratified by the members at the ensuing Annual General Meeting. Accordingly, a resolution seeking ratification of the said remuneration forms part of the Notice convening the Annual General Meeting.

The Company is maintaining cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013.

The Company has received a certificate from M/s. MPR & Associates, Cost Accountants, confirming that their appointment, if made, would be within the limits prescribed under Section 141 of the Companies Act, 2013 and the rules made thereunder, and that they are not disqualified to be appointed as Cost Auditors.

The Cost Audit Report for the financial year ended March 31, 2026, issued by the Cost Auditors does not contain any qualification, reservation or adverse remark. The Company shall file the same with the Central Government within the prescribed time.

#### **44. Board's Response to Auditors' Qualifications, Reservations or Adverse Remarks**

There are no qualifications, reservations, adverse remarks or disclaimers made by the Statutory Auditors in their Audit Report or by the Cost Auditors in the Cost Audit Report.

However, the Secretarial Auditor, in the Secretarial Audit Report, has made the following observation:

- i. The Company had failed to make a prior intimation of the Board meeting held on 1st May 2025.

Boards' response to observations of Secretarial Audit Report are as follows:

The Board has noted the observation and clarified that the delay in prior intimation of the Board Meeting was

inadvertent and due to administrative reasons. The Company has since strengthened its compliance framework to ensure timely adherence to the SEBI (LODR) Regulations, 2015, and the Board has advised the management to ensure strict compliance with applicable regulatory timelines going forward.

#### **45. Reporting of Frauds by Auditors**

During the year under review, the Statutory Auditors, Internal Auditors, Secretarial Auditors and Cost Auditors have not reported any instances of fraud committed in the Company by its Directors, Officers or Employees to the Audit Committee under Section 143(12) of the Companies Act, 2013, which are required to be disclosed in this Report.

#### **46. Corporate Governance**

The Company is committed to maintaining the highest standards of corporate governance and adheres to sound governance practices with a view to ensuring transparency, accountability and protection of stakeholders' interests.

A separate Report on Corporate Governance, along with a certificate from the Statutory Auditors of the Company confirming compliance with the conditions of Corporate Governance as stipulated under Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, forms an integral part of this Annual Report.

#### **47. Vigil Mechanism (Whistle Blower Policy)**

Pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder, as well as the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has established a Vigil Mechanism through its Whistle Blower Policy.

The Whistle Blower Policy provides a formal mechanism for Directors and employees of the Company to report genuine concerns about unethical behavior, actual or suspected fraud, or violation of the Company's Code of Conduct and Ethics. The mechanism ensures adequate safeguards against victimization of persons who avail of the same and also provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.

It is hereby affirmed that no personnel of the Company have been denied access to the Audit Committee.

The Whistle Blower Policy is available on the Company's website and can be accessed at: [www.avantel.in/investors](http://www.avantel.in/investors).

The Company is committed to conducting its affairs in a fair and transparent manner by adopting the highest standards of professionalism, integrity and ethical behavior. The Whistle Blower Policy applies to all employees of the Company.

#### **48. Insurance**

All properties and insurable interests of the Company have been adequately insured.

#### **49. Internal Financial Controls**

The Company has in place adequate internal financial controls with reference to financial statements, commensurate with the size, scale and complexity of its operations.

The Corporate Governance policies of the Company clearly define the roles, responsibilities and authority at each level of its governance structure. The Code of Conduct for Senior Management and employees reinforce adherence to established financial and accounting policies, systems and processes. These policies are communicated across the organization on a continuous basis.

The financial statements of the Company are prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

The Company maintains its books of accounts and records through an ERP system (SAP), wherein workflows and approval mechanisms are system-driven to ensure transparency and control.

The Board of Directors has adopted various policies, including but not limited to Related Party Transactions Policy, Whistle Blower Policy, Corporate Social Responsibility Policy, Policy on Determination and Disclosure of Material Events, Document Preservation Policy, Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders, and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, to ensure orderly and efficient conduct of its business, safeguarding of assets, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

While internal financial controls are designed to provide reasonable assurance regarding the reliability of financial reporting and preparation of financial statements, such controls have inherent limitations and may not prevent or detect all misstatements. Accordingly, the Company undertakes periodic internal audits and reviews to strengthen and improve the effectiveness of its internal control systems on an ongoing basis.

**50. Names of Companies, which have become or ceased to be Company's Subsidiaries, Joint Ventures or Associate Companies during the year**

During the financial year under review, no company has become or ceased to be a subsidiary, joint venture or associate of the Company.

**51. Change in the nature of business**

There has been no change in the nature of business of the Company during the financial year under review.

**52. Material Orders Passed by Regulators or Courts or Tribunals**

During the financial year under review, the following instances of non-compliance were observed:

- Delay in filing of Corporate Governance Report: Delay of one day in filing for the quarter ended June 30, 2015, under Regulation 27. A penalty of ₹1,000/- was levied by BSE Limited and has been duly paid.
- Delay in prior intimation of Board Meeting: Non-compliance with Regulation 29(2) for the Board Meeting held on May 1, 2025. Penalties of ₹10,000/- each were levied by BSE Limited and National Stock Exchange of India Limited and have been duly paid.

These instances were inadvertent and due to administrative oversight. The Company has strengthened its internal controls to ensure strict compliance going forward.

The Board confirms that, except for the above, there were no significant or material orders passed by any regulators, courts or tribunals during the financial year which would impact the going concern status of the Company or its future operations.

**53. Proceedings under the Insolvency and Bankruptcy Code, 2016 (31 of 2016)**

During the financial year under review, no application was made and no proceedings were initiated or pending against the Company under the Insolvency and Bankruptcy Code, 2016.

**54. Material changes and commitments**

There have been no material changes or commitments affecting the financial position of the Company that

have occurred at the end of the financial year to which the financial statements relate (i.e., March 31, 2026) and the date of this Report.

## 55. Employee Stock Options

Your Company firmly believes that its employees are the cornerstone of its sustained growth and long-term value creation. In line with this philosophy, the Company has implemented structured equity-based incentive mechanisms to align the interests of employees with those of shareholders and to foster a culture of ownership, accountability and performance excellence.

During the year under review, the Company continued to operate the “Avantel Employees Stock Option Plan – 2023” (“ESOP 2023” or “Scheme”), which was approved by the Board of Directors at their meeting held on October 9, 2023, and subsequently by the shareholders on November 11, 2023.

The Scheme has been designed with a clear objective to reward employees for their continued association, dedication and contribution, and to attract, retain and motivate high-calibre talent. It enables employees to participate in the value they help create, thereby strengthening their engagement with the Company's long-term vision and growth trajectory.

The Scheme provides for grant of stock options not exceeding 45,00,000 equity shares of the Company. Each option, upon exercise, is convertible into one equity share of ₹2/- each, fully paid-up. The benefits derived by employees are linked to the number of options exercised and the prevailing market price of the equity shares.

During the financial year, the paid-up share capital of the Company increased pursuant to the exercise of 7,48,930 stock options by eligible employees, resulting in the allotment of an equivalent number of equity shares. Further, since the inception of the Scheme, employees have exercised 22,15,170 stock options, reflecting strong participation and confidence in the Company's growth prospects.

The Company has recognized employee compensation expenses (share-based payments) in accordance with applicable accounting standards. A provision of ₹ 679.35 lakhs has been made towards outstanding stock options and employee compensation expenses for the financial year ended March 31, 2026, as disclosed in Note No.29 to the standalone financial statements and Note No.28 to the consolidated financial statements.

The disclosures as required under Rule 12(9) of the Companies (Share Capital and Debentures) Rules, 2014 are provided in **Annexure - 8** to this Report. Further, the details of the Scheme as required under Section 62 of the Companies Act, 2013 read with applicable rules and Part F of Schedule I of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, are available on the Company's website at: [www.avantel.in](http://www.avantel.in).

The Company confirms that the Scheme is in compliance with the applicable provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, and there were no material changes to the Scheme during the year, except as stated below.

A certificate from M/s. P. S. Rao & Associates, Company Secretaries, confirming that the Scheme has been implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, forms part of the Corporate Governance Report and is also available on the Company's website.

Further, the Board of Directors, at its meeting held on March 27, 2025, approved the introduction of a new equity incentive scheme, namely “Avantel Employees Stock Option Plan – 2025 (ESOP 2025)”, which was subsequently approved by the shareholders at the Annual General Meeting held on June 23, 2025.

The said scheme is aimed at further strengthening employee participation in the Company's future growth and enhancing long-term stakeholder value. The Company is in the process of implementing and launching the Scheme in accordance with applicable laws and regulatory requirements.

**56. Business Responsibility and Sustainability Report**

Pursuant to Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Business Responsibility and Sustainability Report (BRSR) of the Company for the financial year ended March 31, 2026, forms an integral part of this Annual Report and is annexed herewith as **Annexure - 9**.

**57. Environment, Health and Safety**

The Company is committed to conducting its operations in an environmentally responsible manner while ensuring the health and safety of its employees and stakeholders. As part of its commitment to sustainable practices and safe working conditions, the Company has implemented internationally recognized management systems.

The Company is certified under the following standards:

ISO 14001:2015 – Environmental Management System (EMS): This standard specifies the requirements for an environmental management system that enables the Company to systematically manage its environmental responsibilities, improve environmental performance, and contribute to sustainable development.

ISO 45001:2018 – Occupational Health and Safety Management System (OH&S): This standard provides a framework to ensure safe and healthy workplaces by preventing work-related injuries and ill health, and by continuously improving occupational health and safety performance.

These certifications reflect the Company's commitment to maintaining high standards in environmental protection, workplace safety, and overall operational excellence.

**58. Credit Rating**

The Company witnessed improvement in its credit profile during the year, reflecting its strong financial performance.

Acuité Ratings & Research Limited (“**Acuité**”) has reaffirmed the Company's long-term rating at '**ACUITE A-**' (A minus) and short-term rating at '**ACUITE A2+**' (A two plus), with a 'Stable' outlook.

CARE Ratings Limited (“**CARE Ratings**”) has assigned/reaffirmed the Company's credit ratings, with long-term bank facilities rated **CARE A- (A minus)**; Stable and short-term bank facilities reaffirmed at **CARE A2+ (A two plus)**, with a 'Stable' outlook.

The details of the Credit Ratings are available on the website of the Company at [www.avantel.in/investors](http://www.avantel.in/investors).

**59. Nomination and Remuneration Policy**

In line with the Company's philosophy of recognizing human resources as its most valuable asset and ensuring equitable remuneration, the Company has formulated a Nomination and Remuneration Policy in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

The Policy lays down the criteria for appointment, remuneration and evaluation of Directors, Key Managerial Personnel and Senior Management, with an objective to align individual aspirations with the Company's long-term goals.

The Nomination and Remuneration Policy is available on the website of the Company at: [www.avantel.in/investors](http://www.avantel.in/investors).

**60. Dividend Distribution Policy**

Pursuant to Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted a Dividend Distribution Policy to determine the parameters and circumstances under which dividends may be declared.

The Dividend Distribution Policy is available on the Company's website and can be accessed at: [www.avantel.in/investors](http://www.avantel.in/investors).

## 61. Risk Management Policy

The Company has developed and implemented a comprehensive Risk Management Policy for identifying, assessing and mitigating various risks that may affect its operations and overall performance.

The Risk Management Committee is responsible for monitoring and reviewing the risk management framework and ensuring its effectiveness. The Audit Committee provides additional oversight in respect of financial risks and internal controls.

Key business and operational risks are periodically identified and addressed through appropriate mitigation measures. The Company has also established a robust internal audit system to evaluate and strengthen the effectiveness of internal financial controls on an ongoing basis.

The Company follows an enterprise-wide risk management approach integrating risk identification, assessment, mitigation and monitoring

Further details of the Risk Management Committee and its terms of reference are provided in the Corporate Governance Report forming part of this Annual Report. The Risk Management Policy is available on the Company's website at: [www.avantel.in/investors](http://www.avantel.in/investors).

## 62. Human Resources

The Company firmly believes that its people are its greatest strength and a key driver of its success. It remains committed to nurturing talent through continuous learning, development initiatives and skill enhancement programs to keep pace with evolving technological advancements.

Industrial relations during the year remained cordial. The Company continues to maintain a harmonious work environment through effective communication, engagement and collaborative practices.

## 63. Prevention of Sexual Harassment

The Company has in place a Policy on Prevention of Sexual Harassment of Women at Workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the financial year under review, no complaints of sexual harassment were received.

The Company regularly conducts awareness programmes to sensitize employees on prevention of sexual harassment.

The details of complaints received and disposed of during the year are as follows:

Sl. No.	Particulars	Status of the No. of complaints received and disposed off
1	Number of complaints received	Nil
2	Number of complaints disposed of during the year	Not Applicable
3	Number of cases pending for more than ninety days	Not Applicable
4	Number of awareness programmes conducted	The Company regularly conducts awareness programmes
5	Nature of action taken by the employer or District Officer	Not Applicable

**64. Investor Education and Protection Fund (IEPF)**

Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (“IEPF Rules”), dividends that remain unclaimed for a period of seven (7) years from the date of transfer to the Unpaid Dividend Account of the Company are required to be transferred to the Investor Education and Protection Fund (IEPF).

Accordingly, members who have not en-cashed their dividend warrants / demand drafts in respect of the unclaimed and unpaid dividends declared by the Company are requested to claim the same at the earliest.

Members are advised to approach the Company's Registrar and Share Transfer Agent, KFIN Technologies Limited, well before the due dates for transfer of such unclaimed dividends to the IEPF.

The details of unclaimed dividends and the due dates for transfer to the IEPF are provided below:

Sl. No.	For the Financial year ended	Dividend in Rs.	Percentage of Dividend	Date of Declaration	Last date for claiming unpaid Dividend
1	2018-19 (Final Dividend)	Rs.2/-	20%	12-07-2019	10-08-2026
2	2019-20 (Interim Dividend)	Rs.2/-	20%	10-10-2019	08-11-2026
3	2019-20 (Final Dividend)	Rs.2/-	20%	25-06-2020	25-07-2027
4	2020-21 (Final Dividend)	Rs.4/-	40%	05-06-2021	04-07-2028
5	2021-22 (Final Dividend)	Rs.4/-	40%	30-05-2022	28-06-2029
6	2022-23 (Final Dividend)	Rs.1/-	10%	23-06-2023	21-07-2030
7	2023-24 (Final Dividend)	Re.0.20/-	10%	30-05-2024	28-06-2031
8.	2024-25 (Final Dividend)	Re.0.20/-	10%	23-06-2025	21-07-2032

Members may note that upon transfer of unclaimed dividend amounts to the IEPF, the corresponding shares in respect of which dividends remain unclaimed for seven consecutive years are also liable to be transferred to the IEPF Authority. No claim shall lie against the Company in respect of such amounts and shares transferred. However, members may claim the same from the IEPF Authority by following the prescribed procedure.

**65. Constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

The Company has constituted an Internal Complaints Committee in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, to redress complaints relating to sexual harassment at the workplace.

During the financial year under review, no complaints were received by the Committee.

**66. Compliance with Secretarial Standards**

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

**67. Prevention of Insider Trading Code**

Pursuant to the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has in place a Code of Conduct to regulate, monitor and report trading by insiders.

The Company has complied with the requirements of the said Code during the financial year under review.

## **68. Cyber Security**

The Company has established requisite technologies, processes and practices designed to protect networks, computers, programs and data from external attack, damage or unauthorised access. The Company is conducting training programs for its employees at regular intervals to educate the employees on safe usage of the Company's networks, digital devices and data to prevent any data breaches involving unauthorised access or damage to the Company's data. The Information Technology Department of the Company is in a constant process of taking feedback from the employees and updating the cyber security protocols. The Risk Management Committee and the Board of Directors are reviewing the cyber security risks and mitigation measures from time to time.

## **69. Compliance Management**

The Company has built and adopted a compliance management tool as a part of the SAP. The application provides a facility to update statutory compliances from time to time by attaching the evidence of compliance.

## **70. Maternity Benefit**

The Company has duly complied with all provisions of the Maternity Benefit Act, 1961 and has extended all statutory benefits to eligible women employees during the year.

## **71. Acknowledgments**

Your directors place on records their sincere appreciation for the continued support and confidence reposed by the Company's shareholders, customers, bankers, business partners, financial institutions, insurance companies, and various Central and State Government authorities.

The Directors also wish to express their gratitude for the dedication, commitment and hard work demonstrated by the employees and workmen at all levels, which has been instrumental in the Company's continued growth and success.

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad

Date: April 26, 2026

## ANNEXURE - 1

**FORM AOC- 1**

*(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 and 8 of the Companies (Accounts) Rules, 2014)*

**Statement containing salient features of the Financial Statement of Subsidiaries/  
Associate Companies/Joint Ventures**

**Part “A”: Subsidiaries**

(Information in respect of subsidiary presented with amounts in Rs. in Lakhs)

<b>Sl.No.</b>	<b>Particulars</b>	<b>Details</b>
1.	Name of the subsidiary	M/s. Imeds Global Private Limited
2.	The date since when subsidiary was acquired	03/09/2021
3.	Reporting period for the subsidiary concerned, if different from the holding Company's reporting period	FY 2025-26
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR
5.	Share capital	4,010.00
6.	Reserves & surplus	(1,827.17)
7.	Total assets	2,605.98
8.	Total Liabilities	423.15
9.	Investments	Nil
10.	Turnover	160.32
11.	Profit/ (Loss) before Taxation	(753.45)
12.	Tax Expense/ (Benefit)	(2.82)
13.	Profit/ (Loss) after Taxation	(750.62)
14.	Total Comprehensive Income	Nil
15.	Proposed Dividend	Nil
16.	% of Shareholding	100%

- a. Names of subsidiaries which are yet to commence operations – Nil  
b. Names of subsidiaries which have been liquidated or sold during the year – Nil

## **Part - B - Associates and Joint Ventures**

**(Statement pursuant to Section 129 (3) of the Companies Act, 2013  
related to Associate Companies and Joint Ventures)**

- a) Name of Associates or Joint Ventures: Nil
- b) Names of associates or joint ventures which are yet to commence operations: Nil
- c) Names of associates or joint ventures which have been liquidated or sold during the year: Nil

For and on behalf of the Board of Directors of **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Sd/-

**Vyasabhattu Ramchander**  
Independent Director  
DIN: 03400005

Sd/-

**Abburi Sarada**  
Whole-Time Director & CFO  
DIN: 00026543

Sd/-

**D Rajasekhara Reddy**  
Company Secretary  
M.No. F13605

Place: Hyderabad  
Date: April 26, 2026

## ANNEXURE – 2

**Particulars of Loans, Guarantees, Investments and Security  
under Section 186 of the Companies Act, 2013**

(Rs. in Lakhs)

Nature of transaction (whether loan/ guarantee/ security/ acquisition)	Date of making loan/ acquisition/ giving guarantee/ providing security	Name and address of the person or body corporate to whom it is made or given or whose securities have been acquired (Listed/ Unlisted entities)	Amount of loan/ security/ acquisition /guarantee (Rs. in Lakhs)	Time period for which it is made / given	Date of passing Board Resolution	Purpose of loan/ security/ acquisition /guarantee	For loans	
							Rate of interest	Date of maturity
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Investments (Equity Shares)	From 01.04.2025 To 31.03.2026	Imeds Global Private Limited (Wholly Owned Subsidiary)  Address: Sy.No.480/2, Andhra Pradesh Medtech Zone Campus, Nadupuru (V), Pedagantyada (M), Visakhapatnam - 530031, Andhra Pradesh, India	1,010.00	NA	27.03.2025 & 25.01.2026	Investment in a Wholly Owned Subsidiary	NA	NA
Investment (Subscription to Compul- sarily Convertible Debentures)	23.02.2026	Imeds Global Private Limited (Wholly Owned Subsidiary)  Address: Sy.No.480/2, Andhra Pradesh Medtech Zone Campus, Nadupuru (V), Pedagantyada (M), Visakhapatnam - 530031, Andhra Pradesh, India	300.00	3 Years	25.01.2026	Investment in Wholly Owned Subsidiary	1.50% p.a.	NA

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad  
Date: April 26, 2026

**Form No. AOC-2**

**(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

**Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013**

1. There were no contracts or arrangements entered into by the Company with related parties which were not at arm's length basis during the financial year under review.
2. Details of contracts or arrangements or transactions entered into by the company with related parties which are at arm's length basis:

(Rs. in Lakhs)

Sl. No.	Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of the contracts/ arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value if any	Date(s) of approval by the Board if any	Amount paid as advances if any	Justification for entering into contracts
1	Mrs. Abburi Sarada  (Whole-Time Director & spouse of Dr. Abburi Vidyasagar)	Lease of premises	April 1, 2025, to March 31, 2026	Rs.14.33 Lakhs	27.03.2025 & 25.01.2026	NIL	Avantel Limited (the Company) provides free accommodation to the Managing Director. The rent paid by the Company is as per the lease rentals prevailing in surrounding buildings. The transaction entered by the Company is on Arm's length basis.
2	Lakshmee Foundation  (Owned / Managed by Promoters)	CSR contribution	April 26, 2025 to March 31, 2026	Rs.121 Lakhs	26.04.2025	NIL	Avantel Limited (the Company) has entered into a contract to undertake CSR activities through Lakshmee Foundation. The Lakshmee Foundation, a Trust registered under the Indian Trusts Act, 1882, having a track record of undertaking CSR activities since 2010. The transaction entered by the Company is on Arm's length basis.

(Rs. in Lakhs)

Sl. No.	Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of the contracts / arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value if any	Date(s) of approval by the Board if any	Amount paid as advances if any	Justification for entering into contracts
3	Wiki Kids Private Limited  (Promoters Interest)	Lease of premises	April 1, 2025 to June 30, 2025	Rs.1.77 Lakhs	05.10.2024	NIL	Wiki Kids Private Limited has entered into a sub-lease agreement with Avantel Limited for operational convenience. The rent received by Avantel Limited is similar to the Rent prevailing in surrounding buildings. The transaction entered by the Company is on Arm's length basis.
4	Imeds Global Private Limited  (Wholly Owned Subsidiary)	Lease of premises	April 1, 2025 to June 30, 2025	Rs.1.86 Lakhs	18.01.2025	NIL	Imeds Global Private Limited has entered into a sub-lease agreement with Avantel Limited for operational convenience. The rent received by Avantel Limited is similar to the rent prevailing in surrounding buildings. The transaction entered by the Company is on Arm's length basis.
5	Imeds Global Private Limited  (Wholly Owned Subsidiary)	Sale of equipment	February 10, 2026	Rs.8.31 Lakhs	26.04.2026	NIL	Imeds Global Private Limited has purchased equipment from Avantel Limited. The sale consideration received by Avantel Limited is in line with the prevailing market price.

(Rs. in Lakhs)

Sl. No.	Name(s) of the related party and nature of relationship	Nature of contracts / arrangements/ transactions	Duration of the contracts/ arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value if any	Date(s) of approval by the Board if any	Amount paid as advances if any	Justification for entering into contracts
6	Vimta Labs Limited  (Ms. Harita Vasireddi is Managing Director)	EMI/EMC Testing Services	April 26, 2025 to March 31, 2026	Rs.29.40 Lakhs	26.04.2025	NIL	Avantel Limited engaged business with Vimta Labs Limited for the purpose of product testing and the consideration paid by the company is in compliance with transfer pricing regulations.
7	Wiki Kids Private Limited  (Promoters Interest)	Marketing Services	April 1, 2025 to March 31, 2026	Rs.6.00 Lakhs	18.01.2025	NIL	Wiki Kids Private Limited proposes to enter into a Memorandum of Understanding (MoU) with Avantel Limited to provide marketing services for their products. The service charges agreed upon for Avantel Limited are competitive and aligned with industry standards
8	Wiki Kids Private Limited  (Promoters Interest)	Purchase of equipment	February 10, 2026	Rs.5.55 Lakhs	26.04.2026	NIL	Wiki Kids Private Limited has sold equipment to Avantel Limited. The sale consideration received by Avantel Limited is in line with the prevailing market price.

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad  
Date: April 26, 2026

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

*(Section 134(3)(m) of the Companies Act, 2013 read with  
the Companies (Accounts) Rules, 2014)*

### A. Conservation of Energy:

The Company remains committed to energy conservation and environmental sustainability and has implemented several initiatives to reduce its carbon footprint. These include installation of a 25 kVA solar power plant, adoption of energy-efficient LED lighting across facilities, deployment of solar fencing for enhanced security, and recycling of wastewater for maintaining the green cover within the premises. The production facility located at Visakhapatnam has been certified as a Green Building by the Confederation of Indian Industry, reflecting the Company's adherence to sustainable infrastructure practices.

Further strengthening its renewable energy initiatives, the Company has also commissioned a 224 kVA solar power system at its E-City facility situated at Raviryala Village, Maheshwaram Mandal, Ranga Reddy District, Telangana State, India.

### B. Particulars with respect to Absorption of Technology, Research and Development (R&D) Specific Areas, in which R & D was carried out by the Company:

#### 1. The efforts made towards Technology Absorption, Adoption and Innovation

The Company is well equipped to handle the latest technological advancements in its sphere of work and continuously runs various initiatives to enhance the skill sets of its employees. All the product offerings of the Company have been developed indigenously in house by Avante! R & D wing and truly qualify the "Make in India" requirements being promoted by the Government. The Company adopts innovative designs in all its state-of-the-art solutions while being competitive.

#### 2. The benefits derived like product improvement, cost reduction, product development or import substitution

The company's Research and Development center is recognized by the Department of Scientific and Industrial Research (DSIR), Ministry of Science and Technology, Government of India. The specific areas in which R&D was carried out by the Company are as follows:

##### a) Communication Technologies:

We have made advancements in communication technologies using both space and ionospheric propagation to improve range, configurability, and reliability for critical applications. Our efforts focus on enhancing the capabilities of our systems to support robust and secure communication needs essential for operational effectiveness.

##### b) Software Defined Radios:

Development efforts in software defined radios have been geared towards improving adaptability and performance in various frequency bands. These developments help in supporting the needs of strategic forces through improved communication networks.

##### c) Defense Innovation Projects:

In collaboration with the Government of India's initiative for defense and security innovations, we have successfully engaged in multiple projects aimed at enhancing national defense capabilities through

technological innovations. Avantel has won five such challenges, the maximum limit that any firm can be awarded, in the domain of space and is actively executing them.

**d) High-Power RF Systems:**

Our work in high-power RF systems, typically used in radars, focuses on improving power output efficiency and system reliability, critical for applications requiring high performance under diverse operational conditions.

**e) Maritime Safety and Space Communication:**

We continue to enhance maritime communication systems, improving safety and operational coordination for maritime activities through advanced communication and tracking technologies.

**f) Wind Profiler Radar:**

Our advanced Wind Profiler Radar systems are designed to enhance meteorological assessments and environmental monitoring before launching a satellite. These radars utilize phased array technology to provide comprehensive atmospheric data over a significant vertical range. The focus of this technology is on delivering accurate and detailed wind profiles, which are essential for various strategic and operational planning purposes.

**3. Benefits derived as a result of the above R & D:**

The Company could offer indigenous, innovative, and customized solutions to Indian Defence Services and other strategic customers. Our solutions have immensely helped our customers to enhance their operational preparedness.

**4. Future plan of Action:**

Avantel is committed to advancing its technology portfolio across a broad spectrum of communication systems tailored for both maritime and terrestrial applications. Our strategic focus includes enhancing the versatility and performance of our systems to better serve diverse operational needs.

In line with our commitment to innovation, we are developing next-generation communication solutions that will serve a wide range of applications, from portable devices to complex airborne systems.

Additionally, Avantel is expanding its infrastructure capabilities, which will include the establishment of a new unit dedicated to providing integrated services across various operational spectrums. This unit will focus on enhancing our service delivery in areas such as telemetry, satellite command and control, and comprehensive mission support.

Finally, we are investing in state-of-the-art facilities for assembly, integration, and testing advanced technological components for space and defense, further solidifying our commitment to maintaining and extending our technological leadership in the industry.

**5. In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished:**

No technology has been imported during the past 3 years.

- a. The details of technology import: -NIL-
- b. The year of import: -NIL-
- c. Whether the technology has been fully absorbed: -NIL-
- d. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: -NIL-

**6. Expenditure on Research & Development:**

Particulars	Rs. in Lakhs
Capital	675.80
Recurring	1,063.89
Total	1,739.69
Total R & D expenditure % as of Turnover	7.86%

**C. Foreign Exchange Earnings and Outgo:**

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows:

Particulars	(Rs. in Lakhs)	
	2025-26	2024-25
Used	3,969.32	4,003.37
Earned	27.22	56.77

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad  
Date: April 26, 2026

**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES**

**1. Brief outline on CSR Policy of the Company**

Avantel Limited remains deeply committed to creating sustainable value beyond business by positively transforming the communities in which it operates. Guided by its philosophy of “looking beyond business,” the Company integrates social responsibility with corporate growth and endeavors to contribute meaningfully towards building a healthier, more inclusive and equitable society.

The Company firmly believes that enduring corporate success is intrinsically linked with the well-being and progress of the communities it serves. Accordingly, it strives to maintain a harmonious balance between achieving business excellence and fulfilling its broader social responsibilities.

The overarching objective of the Company's Corporate Social Responsibility (“CSR”) Policy is to contribute actively towards social, environmental and economic development in a responsible and sustainable manner. In accordance with the provisions of Section 135 of the Companies Act, 2013 read with Schedule VII and the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company's CSR initiatives are focused on the following key areas:

1. Promotion of Education;
2. Women Empowerment Initiatives;
3. Promotion of Healthcare, including Preventive Healthcare;
4. Eradication of Hunger and Poverty; and
5. Other activities as specified under Schedule VII of the Companies Act, 2013.

During the financial year 2025–26, the Company's CSR efforts were primarily directed towards strengthening healthcare and preventive healthcare initiatives, recognizing the growing need for accessible, affordable and quality medical services in underserved and rural communities.

In furtherance of these objectives, the Company partnered with Lakshmee Foundation (CSR Registration No. CSR00010333), a reputed charitable trust registered under the Indian Trusts Act, 1882, having a strong and credible track record in implementing impactful social initiatives. The Foundation is also duly registered under Sections 12A and 80G of the Income-tax Act, 1961.

Through this partnership, the Company supported the enhancement of healthcare infrastructure and delivery of quality medical services through Lakshmee Foundation Hospital situated in Vijayawada, NTR District, Andhra Pradesh. The hospital continues to provide affordable and accessible healthcare services to rural and economically weaker sections of society, while also conducting community outreach programmes, health awareness initiatives and free medical camps to promote preventive healthcare and hygiene awareness.

Beyond building a successful enterprise, Dr. Abburi Vidyasagar has consistently exemplified a profound commitment towards nation-building through healthcare and social welfare initiatives. In a remarkable act of philanthropy during FY 2024–25, he donated 45,00,000 equity shares of Avantel Limited to Lakshmee Foundation. Based on the prevailing market price, the contribution was valued at approximately ₹76.44 crores and significantly strengthened the Foundation's ability to expand affordable healthcare services and medical infrastructure for underserved communities.

These contributions reflect far more than financial support — they embody a long-term vision of building sustainable and accessible healthcare ecosystems capable of serving thousands of families with dignity,

compassion and care. The continued philanthropic support extended by Dr. Abburi Vidyasagar is expected to substantially accelerate Lakshmee Foundation's healthcare initiatives and deepen its social impact across communities in the years ahead.

The CSR initiatives during the year delivered transformative and measurable impact across the communities it served:

- More than 41,000 patients received treatment at Lakshmee Foundation Hospital;
- More than 17,000 individuals benefited through over 240 free medical camps conducted across underserved regions; and
- In aggregate, more than 58,000 lives were positively impacted through various healthcare interventions and outreach programmes.

In addition to healthcare initiatives, the Company also supported programmes focused on community development, inclusive education and overall social well-being, thereby ensuring a holistic and sustainable approach towards societal progress.

Through focused initiatives, strategic partnerships and compassionate outreach, Avantel Limited continues to strengthen its commitment towards creating meaningful and lasting social impact while contributing to the development of a healthier, more inclusive and empowered society for future generations.

**2. Composition of CSR Committee:**

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Ramchander Vyasabhattu	Chairperson	1	1
2	Mrs. Abburi Sarada	Member	1	1
3	Dr. Ajit T. Kalghatgi	Member	1	1
4	Mrs. Mini Ipe*	Member	1	1

**Note:** \* Mrs. Mini Ipe (DIN: 07791184), Independent Director, resigned from the Board with effect from February 21, 2026.

**3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR Projects approved by the Board are disclosed on the website of the Company:**

[www.avantel.in/investors](http://www.avantel.in/investors)

**4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable:**

The impact assessment is not applicable to the Company.

**5. (a) Average net profit of the company as per Section 135(5):**

Net Profit	For the Financial Year ended March 31 (amount in Rs.)		
	2024-25	2023-24	2022-23
	39,52,88,321	73,96,80,175	81,81,87,672
Average Net Profit for the preceding three Financial Years	65,10,52,056		

**(b) Two percent of average net profit of the Company as per section 135(5):** Rs.1,30,21,041/-

**(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years:**  
NA

**(d) Amount required to be set off for the financial year, if any:** NA

**(e) Total CSR obligation for the financial year [(b)+(c)-(d)]:** Rs.1,30,21,041/-

**6. (a) (i) Details of CSR amount spent against ongoing projects for the financial year:**

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No)	Location of the project		Project duration	Amount allocated for the project (Rs.)	Amount spent in the current financial Year (Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (Rs.)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
	<b>Total</b>	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

## (a) (ii) Details of CSR amount spent against other than ongoing projects for the financial year:

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act.	(4) Local area (Yes/No)	(5) Location of the project		(6) Amount spent for the project (Rs.)	(7) Mode of Implementation - Direct (Yes/No)	(8) Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
1	Donated to Lakshmee Foundation towards Health	Promotion of Health	No	NTR District, Andhra Pradesh		Rs. 1,21,00,000	No	The amount was spent through Lakshmee Foundation, a Trust registered under the Indian Trusts Act, 1882	CSR00010333
2	Donated towards Education	Promotion of Education	Yes	Visakhapatnam, Andhra Pradesh		Rs. 5,57,000	Yes	-	-
3	Donated towards Education	Promotion of Education	No	Kakinada, Andhra Pradesh		Rs. 3,91,956	Yes	-	-
<b>Total</b>						<b>Rs.1,30,49,556</b>			

(b) Amount spent on Administrative Overheads: Nil

(c) Amount spent on Impact Assessment, if applicable: Nil

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Rs.1,30,49,556/-

(e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (Rs.)	Amount Unspent (Amount in Rs.)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
Rs.1,30,49,556/-	Nil	NA	NA	Nil	NA

**(f) Excess amount for set off if any**

Sl. No.	Particular	Amount (Rs.)
(i)	Two percent of average net profit of the Company as per section 135(5)	Rs.1,30,21,041/-
(ii)	Total amount spent for the Financial Year	Rs.1,30,49,556/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Rs.28,515/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Rs.28,515/-

**7. Details of Unspent CSR amount for the preceding three financial years:**

(1)	(2)	(3)	(4)	(5)	(6)		(7)	(8)
Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135 (6) (Rs.)	Balance Amount in Unspent CSR Account under section 135(6) (Rs.)	Amount spent in the reporting Financial Year (Rs.)	Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5), if any		Amount remaining to be spent in succeeding financial years. (Rs.)	Deficiency, if any
					Amount (Rs.)	Date of transfer		
1.	FY 2024-25	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2.	FY 2023-24	Nil	Nil	Nil	Nil	Nil	Nil	Nil
3.	FY 2022-23	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

**8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No**

If Yes, enter the number of Capital assets created/acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
	Nil	Nil	Nil	Nil	Nil	Nil	Nil

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5): N.A.

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad  
Date: April 26, 2026

**Statement of particulars as per Rule 5 of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014.**

The remuneration and perquisites provided to the employees and Management are at par with the industry levels. The remuneration paid to the Managing Director and Senior Executives are reviewed and recommended by the Nomination and Remuneration Committee.

**(I) Ratio of the remuneration of each Director to the median remuneration of employees of the Company for the Financial Year 2025-26, percentage increase in remuneration of the Chief Executive Officer, the Chief Financial Officer and other Executive Directors and the Company Secretary during the Financial Year 2025-26:**

Sl. No.	Name of Director	Designation	Remuneration of Director / KMP for FY 2025-26 (Rs. in Lakhs) *	Ratio of remuneration of each Director/ KMP to median remuneration of employees	Percentage Increase in Remuneration
1	Dr. Abburi Vidyasagar ^	Chairman and Managing Director	137.11	28.89	(57.00%)
2	Mrs. Abburi Sarada ^	Whole-Time Director & CFO	115.56	24.35	(60.00%)
3	Mr. Abburi Siddhartha Sagar	Whole-Time Director	94.51	19.92	(59.00%)
4	Mr. D. Rajasekhara Reddy	Company Secretary & Compliance Officer	21.08	4.44	34.00%

Median remuneration of Employees: Rs. 4,74,562/-

**Note:**

^ The variation in remuneration is in line with the performance of the Company during the financial year.

\* The Independent Directors of the Company are entitled to sitting fees for attending Board / Committee Meetings as per the statutory provisions. The details of remuneration of Independent Directors are provided in the Corporate Governance Report.

**The number of permanent employees on the rolls of the Company:** The Company had 453 permanent employees on its rolls as on March 31, 2026.

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

The Average percentile increases already made in the salaries of employees is 23.42%.

- (iii) The Remuneration paid to the Board of Directors and Key Managerial Personnel is as per the Remuneration policy of the Company.

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad  
Date: April 26, 2026

**Statement of Particulars of Employees Pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

Sl. No.	Name and Designation	Remuneration received during the period from April 1, 2025, to March 31, 2026	Nature of Employment	Qualifications and experience of the Employee	Date of commencement of Employment	Age	The last employment held before joining the Company	Whether is a relative of any Director or Manager of the Company	The percentage of equity shares held by the Employee in the Company within the meaning of clause (iii) of sub rule (2) of Rule 5
1	Dr. Abburi Vidyasagar  Managing Director	Rs.137.11 Lakhs	Regular	M.Tech, MBA, PhD & Over 30 years	03-01-1993	65	HAL (Design Engineer), APSFC (Manager), Satyam Computers Ltd (GM)	Spouse of Mrs.A. Sarada, Whole-Time Director & CFO and Father of Mr. A Siddhartha Sagar, Whole-Time Director	4,49,92,324 (16.93%)
2	Mrs. Abburi Sarada  Whole-Time Director & CFO	Rs.115.56 Lakhs	Regular	B.Com and MBA & Over 30 years	14-05-2014	61	-	Spouse of Dr. Abburi Vidyasagar Managing Director and Mother of Mr. A Siddhartha Sagar, Whole-Time Director	1,46,24,940 (5.50%)
3	Mr. Abburi Siddhartha Sagar  Whole-Time Director	Rs.94.51 Lakhs	Regular	MS (CS); MBA & Over 10 years	08-03-2021	38	-	Son of Dr. Abburi Vidyasagar Managing Director and Mrs. A. Sarada, Whole-Time Director & CFO	2,25,15,377 (8.47%)

Note: There are no other employees who draw remuneration in excess of the limits prescribed in Rule 5(2) (i), (ii) & (iii) of the Companies (Appointment and Remuneration) Rules, 2014.

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**

Chairman & Managing Director

DIN: 00026524

Place: Hyderabad

Date: April 26, 2026

**Statement of Particulars of Employees Pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

**List of Top 10 salaried employees for the Financial Year ended March 31, 2026**

Sl. No.	Name and Designation	Remuneration received during the period from April 1, 2025, to March 31, 2026	Nature of Employment	Qualifications and experience of the Employee	Date of commencement of Employment	Age	The last employment held before joining the Company	Whether is a relative of any Director or Manager of the Company	The percentage of equity shares held by the Employee in the Company within the meaning of clause (iii) of sub rule (2) of Rule 5
1	Mr. N Srinivas Rao Vice President -Technical	Rs. 53,33,400	Regular	B.Sc & 30 years	10-02-1997	53	Radio and TV Centre, Electronics Corporation of India	N.A.	1,68,798 (0.06%)
2	Mr. Venugopal Atluri General Manager-R&D	Rs. 51,60,000	Regular	M.Tech & 24 Years	17-01-2024	43	Independent Consultant	N.A.	23,119 (0.01%)
3	Mr. G Bhaskar Deputy General Manager - R&D	Rs. 45,60,000	Regular	B.E (ECE) & 18 years	06-03-2008	40	-	N.A.	25,007 (0.01%)
4	Mr. P Bala Bhaskar Rao Vice President (Marketing & Customer Support)	Rs. 45,30,000	Regular	AMIETE, MBA & 31 years	13-02-1995	50	-	N.A.	1,41,965 (0.05%)
5	Mr. M J S Kishore General Manager (Software Development)	Rs. 42,68,400	Regular	M.Sc & 20 years	26-03-2006	43	-	N.A.	47,463 (0.02%)

Sl. No.	Name and Designation	Remuneration received during the period from April 1, 2025, to March 31, 2026	Nature of Employment	Qualifications and experience of the Employee	Date of commencement of Employment	Age	The last employment held before joining the Company	Whether is a relative of any Director or Manager of the Company	The percentage of equity shares held by the Employee in the Company within the meaning of clause (iii) of sub rule (2) of Rule 5
6	Gp Capt P Srinivas (Retd) Vice President – Projects	Rs. 40,88,400	Regular	B.Tech, M.E & 32 years	04-12-2017	54	Indian Air Force	N.A.	80,000 (0.03%)
7	Mr. Pusuluru Srinivasa Rao General Manager - Production	Rs. 40,88,400	Regular	M.Sc & 27 years	19-01-2005	51	Vikas Communications Pvt Ltd	N.A.	38,293 (0.01%)
8	Mr. Nageswara Rao Tatikonda Vice President - QA	Rs. 40,50,000	Regular	M.Tech, PGDM & 40 years	13-07-2012	61	M/s. Aster Group Noida Customer Operations Pvt Ltd., Indian Air Force	N.A.	73,000 (0.03%)
9	Mr. G V Jaganmohan Dy General Manager	Rs. 39,08,400	Regular	DECE, B.Sc, MS (IT) & 24 years	03-07-2001	50	-	N.A.	23,620 (0.01%)
10	Dangeti Satyanarayana Dy General Manager	Rs. 36,95,400	Regular	B.Tech (ECE) & 24 Years	02-01-2002	46	-	N.A.	17,720 (0.01%)

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad  
Date: April 26, 2026

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
for the Financial Year ended March 31, 2026

*[Pursuant to Section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended]*

To  
The Members  
**Avantel Limited**  
Sy No.141, Plot No.47/P, APIIC Industrial Park,  
Gambheeram(V), Anandapuram (M),  
Vishakhapatnam - 531163, Andhra Pradesh, India.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Avantel Limited** [CIN: L72200AP1990PLC011334] (hereinafter called “the Company”) for the financial year ended 31st March, 2026 (“**Audit Period**”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

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

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

- (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the audit period)**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the audit period)**
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the audit period)**
  - (i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- vi. We have reviewed the systems and mechanisms established by the Company for ensuring compliances under the other applicable Acts, Rules, Regulations and Guidelines prescribed under various laws which are applicable to the Company and categorized under the following major heads/groups:
- Telecom Regulatory Authority of India Act, 1997;
  - The Micro, Small and Medium Enterprises Development Act, 2006;
  - Industries (Development and Regulation) Act 1951;
  - Indian Telegraph Act, 1985.
  - Indian Wireless Telegraphic Act, 1993.

We believe that the audit evidence which we have obtained is sufficient and appropriate to provide a basis for our audit opinion. In our opinion and to the best of our information and according to the explanations given to us, we believe that the systems and mechanisms established by the Company are adequate to ensure compliance of laws as mentioned above.

We have also examined compliance with the applicable clauses of the Secretarial Standards with respect to Meeting of Board of Directors (SS-1) and General Meetings (SS-2), as amended from time to time, and Guidance note Meeting of Board of the Board of Directors and General Meetings issued by The Institute of Company Secretaries of India.

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

- i. The Company had failed to make a prior intimation of the Board meeting held on 1st May 2025.

**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 were changes in the composition of the Board of Directors during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Further, the Circulars, Regulations and Guidelines issued by the Ministry of Corporate Affairs, Securities and Exchange Board of India and other relevant regulatory authorities in view of the pandemic pertaining to Board/ Committee meetings, General Meetings and other provisions of the Act, Rules and Regulations have been complied with by the Company.

Based on the verification of the records and minutes, the decisions at the Board / Committee Meetings have been carried out unanimously as recorded in the Minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

**We further report that:**

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

**We further report that during the audit period:**

- i. The company has carried Rights Issue of its shares and had allotted 2,02,26,100 Equity shares of Rs. 2/- each  
Further, there were no other specific events/ actions in pursuance of the above-mentioned laws, rules, regulations, etc., having a major bearing on the Company's affairs.

For **P S Rao & Associates,**  
Company Secretaries  
ICSI Unique Code: P2001TL078000  
PR No.6678/2025

Sd/-  
**M B Suneel**  
ACS No.: 31197  
C.P. No.: 14449  
UDIN: A031197H000203204

Place: Hyderabad  
Date: April 26, 2026

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

To  
The Members of  
**Avantel Limited**  
Sy. No. 141, Plot No. 47/P,  
APIIC Industrial Park, Gambheeram (V),  
Anandapuram (M), Visakhapatnam - 531163,  
Andhra Pradesh, India.

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Account 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 the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **P S Rao & Associates,**  
Company Secretaries  
ICSI Unique Code: P2001TL078000  
PR No.6678/2025

Place: Hyderabad  
Date: April 26, 2026

Sd/-  
**M B Suneel**  
ACS No.: 31197  
C.P. No.: 14449  
UDIN: A031197H000203204

**Details of Employees Stock Option Scheme**  
(Pursuant to Rule 12(9) of Companies (Share Capital and Debentures) Rules, 2014)

The details of Stock Options as on March 31, 2026, under the Employees Stock Option Scheme - 2023 of the Company are as under:

S. No.	Particulars	Grant 1	Grant 2	Grant 3	Grant 4	Grant 5	Grant 6	Grant 7
1.	Options granted	39,69,800	6,000	20,000	50,000	20,000	5,68,942	10,000
2.	Options vested	22,08,770	600	2,000	5,000	-	-	-
3.	Options exercised	22,06,780	600	2,000	5,000	-	-	-
4.	Total no. of shares arising as a result of exercise of options	22,06,780	600	2,000	5,000	-	-	-
5.	Options Lapsed	2,17,910	-	-	27,000	20,000	2,015	-
6.	Exercise Price (Rs.)	Rs.50/-	Rs.50/-	Rs.50/-	Rs.50/-	Rs.50/-	Rs.53/-	Rs.63/-
7.	Variation of terms of options	-	-	-	-	-	-	-
8.	Money realized by exercise of options	₹11,03,39,000	₹30,000	₹1,00,000	₹2,50,000	-	-	-
9.	Total number of options in force	15,45,110	5,400	18,000	18,000	-	5,66,927	10,000

Employee wise details of options granted to:

- (i) Key Managerial Personnel: Mr. D Rajasekhara Reddy - 2,500
- (ii) Any other employee who receives a grant of options in any one year of options amounting to five percent or more of options granted during that year: Nil
- (iii) Identified employees who were granted options, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant: Nil

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad  
Date: April 26, 2026

## **Business Responsibility & Sustainability Reporting for the Financial year ended March 31, 2026**

*As per Regulation 34(2)(f) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015*

### **SECTION A: GENERAL DISCLOSURES**

#### **I. Details of the listed entity**

1. Corporate Identity Number (CIN) of the Listed Entity: L72200AP1990PLC011334
2. Name of the Listed Entity: Avantel Limited
3. Year of Incorporation: 30/05/1990
4. Registered office address: Sy. No.141, Plot No. 47/P, APIIC Industrial Park, Gambheeram (V), Anandapuram (M), Visakhapatnam – 531163, Andhra Pradesh, India.
5. Corporate address: Sy. No. 17, Unit No.201 & 202, 2nd Floor, Block - 1, Vasavi's Shalom Sky City, Gachibowli, Serilingampally (M), Ranga Reddy (D), Hyderabad - 500032, Telangana, India.
6. E-mail: [compliance@avantel.in](mailto:compliance@avantel.in)
7. Telephone: +91 040-6630 5000
8. Website: <https://www.avantel.in/>
9. Financial Year (FY) for which reporting is being done: 2025-26
10. Name of the Stock Exchange(s) where shares are listed: BSE Limited (BSE) & National Stock Exchange of India Limited (NSE)
11. Paid-up Capital: Rs.53,14,21,700/-
12. Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report: Dr Abburi Vidyasagar, Managing Director, Telephone: +91 040-6630 5000, Email: [compliance@avantel.in](mailto:compliance@avantel.in)
13. Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together): The disclosures are made on a standalone basis under this report
14. Name of assurance provider: Not Applicable
15. Type of assurance obtained: Not Applicable

## II. Products/Services

16. Details of business activities (accounting for 90% of the turnover):

S.No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Manufacturing	Strategic Equipment's	100.00%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S.No.	Product/Service	NIC Code*	% of total Turnover contributed
1.	Strategic Equipment's	2630, 2651, 3030, 3314, 6120, 6130, 6190, 6201	100.00%

\* As per National Industrial Classification, 2008 – Ministry of Statistics and Programme Implementation.

## III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of Plants	Number of Offices	Total
National	3	1	4
International	-	-	-

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	All States
International (No. of Countries)	1

b. What is the contribution of exports as a percentage of the total turnover of the entity? – 6.48%

c. A brief on types of customers

The Company primarily caters to Indian Defence Forces and Government organizations such as the Defence Research and Development Organization (DRDO), the Indian Space Research Organization (ISRO), Defence Public Sector Undertakings (DPSUs), Shipyards, and Ordnance Factories, Indian Railways, Research Institutes. Additionally, its client base includes publicly listed companies like L&T, NewSpace India Limited etc., as well as numerous private firms operating in the defence and space industries.

## IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S.No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b>Employees</b>						
1.	Permanent (D)	421	351	83.37%	70	16.63%
2.	Other than Permanent (E)*	155	150	96.77%	5	3.23%
3.	<b>Total employees (D + E)</b>	576	501	86.98%	75	13.02%
<b>Workers</b>						
4.	Permanent (F)	32	32	100%	0	0
5.	Other than Permanent (G)*	224	205	91.52%	19	8.48%
6.	<b>Total workers (F + G)</b>	256	237	92.58%	19	7.42%

b. Differently abled Employees and worker:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b>Differently Abled Employees</b>						
1.	Permanent (D)	-	-	-	-	-
2.	Other than Permanent (E)	-	-	-	-	-
3.	<b>Total differently abled employees (D+E)</b>	-	-	-	-	-
<b>Differently Abled Workers</b>						
4.	Permanent (F)	-	-	-	-	-
5.	Other than Permanent (G)	-	-	-	-	-
6.	<b>Total differently abled workers (F+G)</b>	-	-	-	-	-

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	7	2	28.57%
Key Management Personnel	4	1	25.00%

22. Turnover rate for permanent employees and workers (Disclose trends for the past 3 years):

	FY 2025-26 (Turnover rate in current FY)			FY 2024-25 (Turnover rate in previous FY)			FY 2023-24 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	7.23%	25.71%	10.34%	7.52%	6.56%	7.34%	4.88%	2.94%	4.60%
Permanent Workers	6.06%	0%	6.06%	33%	0%	33%	0%	0%	0%

**V. Holding, Subsidiary and Associate Companies (including joint ventures)**

23. (a) Names of Holding / Subsidiary / Associate Companies / Joint Ventures

Sl. No.	Name of the Holding / Subsidiary / Associate Companies / Joint Ventures (A)	Indicate whether Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated in column A participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Imeds Global Private Limited	Subsidiary Company	100%	No

**VI. CSR Details**

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: **Yes**  
 (ii) Turnover (in Rs.): Rs 22,135.23 Lakhs  
 (iii) Net worth (in Rs.): Rs.35,650.45 Lakhs

**VII. Transparency and Disclosures Compliances**

25. Complaints/ Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes Web-link: <a href="https://www.avantel.in/investors">https://www.avantel.in/investors</a>	Nil	Nil	Nil	Nil	Nil	Nil

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Investors (other than shareholders)	Yes Web-link: <a href="https://www.avantel.in/investors">https://www.avantel.in/investors</a>	Nil	Nil	Nil	Nil	Nil	Nil
Shareholders	Yes Web-link: <a href="https://www.avantel.in/investors">https://www.avantel.in/investors</a>	26	Nil	-	3	Nil	-
Employees and workers	Yes Web-link: <a href="https://www.avantel.in/investors">https://www.avantel.in/investors</a>	Nil	Nil	Nil	Nil	Nil	Nil
Customers	Yes Web-link: <a href="https://www.avantel.in/investors">https://www.avantel.in/investors</a>	Nil	Nil	Nil	Nil	Nil	Nil
Value Chain Partners	Yes Web-link: <a href="https://www.avantel.in/investors">https://www.avantel.in/investors</a>	Nil	Nil	Nil	Nil	Nil	Nil

26. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same approach to adapt or mitigate the risk along with its financial implications, as per the following format

Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	Approach to Adapt or Mitigate (in case of Risk)	Financial Implications (Positive/Negative)
1.	Carbon footprint and emissions	Opportunity	Transitioning towards energy efficiency and sustainable practices presents an opportunity to reduce dependency on non-renewable energy	The Company has commissioned a 224 kVA solar power system at its E-City facility situated at Raviryala Village, Maheshwaram	Positive

Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	Approach to Adapt or Mitigate (in case of Risk)	Financial Implications (Positive/Negative)
			sources and minimize environmental impact	Mandal, Ranga Reddy District, Telangana and a 25 kVA solar power plant at its facility located at APIIC Industrial Park, Gambheeram Village, Anandapuram Mandal, Visakhapatnam, Andhra Pradesh. The initiative reflects the Company's commitment towards sustainability, energy efficiency and reduction of carbon emissions through adoption of renewable energy sources.	
2.	Customer Satisfaction and Retention	Opportunity	High levels of customer satisfaction foster loyalty and advocacy, which contribute to increased sales, stronger customer relationships, and enhanced brand reputation.	The Company continuously focuses on delivering quality products and services, maintaining strong customer engagement, and addressing feedback effectively to ensure sustained customer satisfaction.	Positive
3.	Capacity or Infrastructure Constraints	Risk and Opportunity	Identifying capacity and infrastructure constraints is essential to optimize resource utilization and prevent operational bottlenecks that may hinder growth.	The Company undertakes continuous investments in capacity expansion and infrastructure development based on demand forecasts. Strategic partnerships and collaborations are also leveraged to address temporary constraints.	Efficient capacity planning enhances operational performance, minimizes disruptions, and supports revenue growth.
4.	Financial Risk – Timely Availability of Fund-Based and	Risk	Ensuring timely availability of financial resources is critical for uninterrupted operations and execution of growth	The Company maintains strong banking relationships, diversifies funding sources, and regularly evaluates its financial requirements. It also	Effective financial risk management mitigates potential cash flow disruptions, avoids penalties, and supports sustained business

Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	Approach to Adapt or Mitigate (in case of Risk)	Financial Implications (Positive/Negative)
	Non-Fund-Based Finance		strategies.	focuses on effective working capital management and contingency planning.	growth.
5.	Supply Chain Disruption	Risk	Disruptions in the supply chain can lead to production delays, increased operational costs, and potential customer dissatisfaction.	The Company maintains a diversified supplier base, conducts periodic risk assessments, and implements contingency plans. Strong supplier relationships and real-time monitoring enable prompt response to disruptions.	Effective mitigation minimizes financial losses arising from production downtime and cost escalations.
6.	Talent Acquisition and Retention	Risk and Opportunity	Attracting and retaining skilled talent is vital for long-term growth, while high attrition may lead to increased hiring costs and loss of expertise.	The Company offers competitive compensation, career development opportunities, and fosters a positive work environment. It has also implemented an ESOP scheme to enhance employee retention and engagement.	Strong talent management enhances productivity and reduces recruitment costs, whereas high attrition may adversely impact efficiency and increase expenses.
7.	Technological Advancements and Innovation	Opportunity	Leveraging technological advancements and innovation enables the Company to maintain a competitive edge, develop advanced products, and improve customer satisfaction.	The Company continuously invests in research and development and adopts emerging technologies to drive innovation and operational efficiency.	Positive, through revenue growth, cost optimization, and improved profitability.

**SECTION B: MANAGEMENT AND PROCESS DISCLOSURES**

**This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the National Guidelines on Responsible Business Conduct (NGRBC) Principles and Core Elements.**

**Principles:**

- Principle 1: Businesses should conduct and govern themselves with integrity, and in a manner that is ethical, transparent, and accountable.
- Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe.
- Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains.
- Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders.
- Principle 5: Businesses should respect and promote human rights.
- Principle 6: Businesses should respect and make efforts to protect and restore the environment.
- Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.
- Principle 8: Businesses should promote inclusive growth and equitable development.
- Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner.

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
<b>Policy and management processes</b>									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	<a href="https://www.avantel.in/investors">https://www.avantel.in/investors</a>								
2. Whether the entity has translated the policy into procedures. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4. Name of the national and international codes/certifications/labels/standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	<p>Avantel maintains robust compliance management system and follows all applicable SEBI regulations and guidelines on Corporate Governance to ensure ethical, transparent and accountable business conduct among others.</p> <p>The company has ISO 14001:2015 specifies the requirements for an environmental management system and ISO 45001:2018 specifies requirements for an occupational health and safety (OH&amp;S) management system.</p>								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Y	Y	Y	Y	Y	Y	Y	Y	Y
6. Performance of the entity against specific commitments, goals and targets along with reasons in case the same are not met.	Y	Y	Y	Y	Y	Y	Y	Y	Y
<b>Governance, leadership and oversight</b>									
7. Statement by Director responsible for the Business Responsibility Report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure): <b>Yes.</b>									
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility Policy(ies).	<p>Name: Dr. Abburi Vidyasagar</p> <p>Designation: Chairman &amp; Managing Director</p> <p>DIN: 00026524</p>								

Disclosure Questions											P1	P2	P3	P4	P5	P6	P7	P8	P9
<b>Governance, leadership and oversight</b>																			
9. Does the entity have a specified Committee of the Board / Director responsible for decision making on sustainability related issues? (Yes/No). If yes, provide details.											Yes. The Board of Directors at their meeting held on April 25, 2024, has constituted the Risk Management Committee. This committee will review the sustainability related matters.								
10. Details of Review of NGRBCs by the Company:																			
Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board / Any other Committee										Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9	
Performance against above policies and follow up action.	The Business responsibility policies are reviewed periodically and necessary actions for preserving the essence of the policies are reviewed.										Periodically whenever required								
Compliance with statutory requirements of relevance to the principles and rectification of any non-compliances.	Compliance with respect to various statutory requirements is placed before the Board of Directors.										Periodically whenever required								
<b>Disclosure Questions</b>											P1	P2	P3	P4	P5	P6	P7	P8	P9
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.											No, the Company has not carried out an independent external assessment. However, internal audits and management reviews are conducted periodically.								

**12. If answer to question (1) above is “No” i.e., not all Principles are covered by a policy, reasons to be stated:**

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the principles material to its business (Yes/No)	-	-	-	-	-	-	-	-	-
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	-	-	-	-	-	-	-	-	-
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	-	-	-	-	-	-	-	-	-
It is planned to be done in the next financial year (Yes/No)	-	-	-	-	-	-	-	-	-
Any other reason (please specify)	-	-	-	-	-	-	-	-	-

## SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as “Essential” and “Leadership”. While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

We specialize in the development and manufacturing electronic equipment's includes Software Defined Radios, Satellite Communication equipment, HF Communication equipment, Network Management Systems & Application Software, and Embedded Systems & Digital Signal Processing technologies. In the course of our operations throughout the year, we do not have direct process emissions; however, emissions arise from energy consumption (Scope 1 and Scope 2), which have been disclosed under Principle 6.

### PRINCIPLE 1

**Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.**

#### Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	4	Key Developments, Regulatory updates, Review of Policy & procedures and Code of Conduct and Ethics. These sessions enabled the Board to stay updated on evolving regulatory requirements and strengthened governance oversight.	100%
Key Managerial Personnel	4	The training programmes focused on health and safety measures, skill upgradation, and adherence to the Code of Conduct and Ethics. These initiatives enhanced leadership capabilities and ensured alignment with organizational values and compliance standards.	100%
Employees other than BoD and KMPs	59	The programmes covered safety precautions and processes, Quality Management Systems (QMS), CAD macro applications, induction programmes, management development initiatives on effective communication, workshops on prevention of sexual harassment, skill upgradation, and Code of Conduct and Ethics. These initiatives contributed to improved operational efficiency, employee awareness, and workplace compliance.	29.04%
Workers	26	The training programmes included CAD macro applications, MSS Hub, 3D printing machine operations, two-way terminal training, safety precautions and processes, and Code of Conduct and Ethics. These sessions enhanced technical proficiency, safety awareness, and overall productivity.	37.14%

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by Directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of the SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

<b>Monetary</b>					
	<b>NGRBC Principle</b>	<b>Name of the regulatory/ enforcement agencies/ judicial institutions</b>	<b>Amount (In INR)</b>	<b>Brief of the Case</b>	<b>Has an Appeal been preferred? (Yes/No)</b>
Penalty/ Fine	NA	NA	NA	NA	No
Settlement	NA	NA	NA	NA	No
Compounding	NA	NA	NA	NA	No
<b>Non-Monetary</b>					
	<b>NGRBC Principle</b>	<b>Name of the regulatory/ enforcement agencies/ judicial institutions</b>	<b>Brief of the Case</b>		<b>Has an Appeal been preferred? (Yes/No)</b>
Imprisonment	NA	NA	NA		No
Punishment	NA	NA	NA		No

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed:

<b>Case Details</b>	<b>Name of the regulatory/ enforcement agencies/ judicial institutions</b>
NA	NA

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

The Company has an anti-corruption and anti-bribery policy. The policy asserts our zero-tolerance approach towards corruption and bribery. The policy also provides information and guidance on how to trace and deal with bribery and corruption issues. As a part of our training on the Code of Conduct, anti-bribery awareness sessions are also given to employees on Anti-Corruption and Anti-bribery topics. The web link is <https://www.avantel.in/investors>.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	<b>FY 2025-26 (Current Financial Year)</b>	<b>FY 2024-25 (Previous Financial Year)</b>
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

6. Details of complaints with regard to conflict of interest:

	<b>FY 2025-26 (Current Financial Year)</b>		<b>FY 2024-25 (Previous Financial Year)</b>	
	<b>Number</b>	<b>Remarks</b>	<b>Number</b>	<b>Remarks</b>
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	Nil	Nil	Nil
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	Nil	Nil	Nil

7. Provide details of any corrective action taken or underway on issues related to fines/ penalties/action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest: **Nil**

8. Number of days of accounts payables ((Accounts payable \*365) / Cost of goods / services procured) in the following format:

<b>Particulars</b>	<b>FY 2025-26 (Current Financial Year)</b>	<b>FY 2024-25 (Previous Financial Year)</b>
Number of days of accounts payables	7	9

9. Openness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format.

(Rs in Lakhs)

<b>Parameter</b>	<b>Metrics</b>	<b>FY 2025-26 (Current Financial Year)</b>	<b>FY 2024-25 (Previous Financial Year)</b>
Concentration of Purchases	a) Purchases from trading houses as % of total purchases	NA	NA
	b) Number of trading houses where purchases are made from	NA	NA
	c) Purchases from top 10 trading houses as % of total purchases from trading houses	NA	NA
Concentration of Sales#	a) Sales to dealers / distributors as % of total sales	NA	NA
	b) Number of dealers / distributors to whom sales are made	NA	NA
	c) Sales to top 10 dealers / distributors as % of total sales to dealers / distributor	NA	NA
Share of RPTs in	a) Purchases (Purchases with related parties / Total Purchases)	5.55	6.40
	b) Sales (Sales to related parties / Total Sales)	8.31	45.98
	c) Loans & advances (Loans & advances given to related parties / Total loans & advances)	NA	NA
	d) Investments (Investments in related parties / Total Investments made)	1,010.00	1,300.05

## PRINCIPLE 2

**Businesses should provide goods and services in a manner that is sustainable and safe.**

### Essential Indicators:

- Percentage of Research and Development (R&D) and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total Research and Development (R&D) and capex investments made by the entity, respectively:

	<b>FY 2025-26 (Current Financial Year)</b>	<b>FY 2024-25 (Previous Financial Year)</b>	<b>Details of improvements in environmental and social impacts</b>
CAPEX	3.05%	1.16%	The R&D function focuses on development of SDRs and Ku-Band terminals, with consideration of environmental and social aspects in product development. The primary objective of this endeavor is to enhance the environmental and social impact of its products, aiming for a more sustainable and socially responsible approach.  Research and Development (R&D) expenditure is limited to core technology and Intellectual Property (IP) development and excludes product design and development expenses.
R&D	4.81%	1.47%	

- Does the entity have procedures in place for sustainable sourcing? (Yes/No)

No. We understand the importance of sustainable practices and are actively exploring ways to integrate sustainable sourcing into our operations. We are committed to adopting responsible sourcing practices in the future to minimize environmental impacts, uphold ethical standards, and contribute positively to the communities and regions from which we source our materials.

- If yes, what percentage of inputs were sourced sustainably?

NA

- Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

The Company is in the business of providing technology and technological products and services for defence and space sector. Hence, the Company does not reclaim its products from its customers. The Company has a proper process keeping all regulatory norms in mind for reusing / recycling and disposing of end of life for plastics including packaging material, e-waste, hazardous waste and other types of waste from its production cycle. Further, the Company is abiding by all conditions and procedures mentioned by respective State Pollution Control Boards.

- Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same: **Not Applicable**

The main products of the Company are Defence and space technology products for use in security applications. Once the products are sold, they will not be returned to the Company.

## PRINCIPLE 3

Businesses should respect and promote the well-being of all employees, including those in their value chains.

### Essential Indicators:

1. a. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
<b>Permanent employees</b>											
Male	351	351	100%	351	100%	-	-	-	-	-	-
Female	70	70	100%	70	100%	70	100%	-	-	-	-
<b>Total</b>	<b>421</b>	<b>421</b>	<b>100%</b>	<b>421</b>	<b>100%</b>	<b>70</b>	<b>100%</b>	-	-	-	-
<b>Other than Permanent employees*</b>											
Male	150	150	100%	150	100%	-	-	-	-	-	-
Female	5	5	100%	5	100%	5	100%	-	-	-	-
<b>Total</b>	<b>155</b>	<b>155</b>	<b>100%</b>	<b>155</b>	<b>100%</b>	<b>5</b>	<b>100%</b>	-	-	-	-

b. Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
<b>Permanent workers</b>											
Male	32	32	100%	32	100%	-	-	-	-	-	-
Female	0	0	-	0	0	0	0	-	-	-	-
<b>Total</b>	<b>32</b>	<b>32</b>	<b>100%</b>	<b>32</b>	<b>100%</b>	<b>0</b>	<b>0</b>	-	-	-	-
<b>Other than Permanent workers*</b>											
Male	205	205	100%	205	100%	-	-	-	-	-	-
Female	19	19	100%	19	100%	19	100%	-	-	-	-
<b>Total</b>	<b>224</b>	<b>224</b>	<b>100%</b>	<b>224</b>	<b>100%</b>	<b>19</b>	<b>100%</b>	-	-	-	-

- c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format

	<b>FY 2025-26 (Current Financial Year)</b>	<b>FY 2024-25 (Previous Financial Year)</b>
Cost incurred on wellbeing measures as a % of total revenue of the company	1.02%	0.63%

2. Details of retirement benefits, for Current FY and Previous Financial Year

<b>Benefits</b>	<b>FY 2025-26 (Current Financial Year)</b>			<b>FY 2024-25 (Previous Financial Year)</b>		
	<b>No. of employees covered as a % of total employees</b>	<b>No. of workers covered as a % of total workers</b>	<b>Deducted and deposited with the authority (Y/N/N.A.)</b>	<b>No. of employees covered as a % of total employees</b>	<b>No. of workers covered as a % of total workers</b>	<b>Deducted and deposited with the authority (Y/N/N.A.)</b>
PF	75.54%	100%	Y	79.28%	100%	Y
Gratuity	100%	100%	Y	100%	100%	Y
ESI	1.31%	33.67%	Y	3.90%	43.50%	Y
Others (please Specify)	-	-	-	-	-	-

### 3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

The Company strives to provide equal opportunities for its especially abled employees and provides them with the necessary infrastructure to work and access to the facilities for the same.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web link to the policy.

Yes. The same is hosted on the intranet of the Company.

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

<b>Gender</b>	<b>Permanent Employees</b>		<b>Permanent Workers</b>	
	<b>Return to work Rate</b>	<b>Retention Rate</b>	<b>Return to work Rate</b>	<b>Retention Rate</b>
Male	100%	100%	100%	100%
Female	100%	100%	100%	100%
<b>Total</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief.

	<b>Yes/No (If Yes, then give details of the mechanism in brief)</b>
Permanent Workers	Employees / workers are encouraged to share their concerns with their reporting managers, the HR department and members of the Senior Leadership Team. Apart from this, an Ethics and POSH escalation mechanism is also available including a third-party helpline. The Company, on a regular basis, sensitizes its employees /workers on the same. It is mandatory for new employees / workers to read, understand and affirm the Company's Code of Conduct as part of the induction programme. Employees / workers can raise their concerns to POSH Committee Members, the Whistleblower channel, and Grievance Redressal channel. The concerns received are investigated by authorized people by gathering, validating and analyzing the data. The observations and findings / recommendations are shared with the committee members. The documentation of the action taken is maintained for record purposes. Periodically, these concerns are reviewed by the Audit Committee. The lessons learned are also shared during the quarterly Employee Communication meetings. The same grievance redressal mechanisms, including reporting managers, HR, POSH Committee, whistleblower channel, and grievance redressal system, are applicable to Other than Permanent Workers, Permanent Employees and Other than Permanent Employees.
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or Unions recognized by the listed entity: Nil  
No employees/workers are part of any association or union recognized by the Company.

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / Workers in respective category (C)	No. of Employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
<b>Total Permanent Employees</b>	-	-	-	-	-	-
- Male	-	-	-	-	-	-
- Female	-	-	-	-	-	-
<b>Total Permanent Workers</b>	-	-	-	-	-	-
Male	-	-	-	-	-	-
Female	-	-	-	-	-	-

## 8. Details of training given to employees and workers:

Category	FY 2025-26 (Current Financial Year)					FY 2024-25 (Previous Financial Year)				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No (B)	% (B / A)	No (C)	% (C / A)		No (E)	% (E / D)	No (F)	% (F / D)
<b>Employees</b>										
Male	351	92	26.21%	128	36.47%	271	87	32.10%	147	54.30%
Female	70	18	25.71%	33	47.14%	61	29	47.54%	43	70.49%
<b>Total</b>	<b>421</b>	<b>110</b>	<b>26.13%</b>	<b>161</b>	<b>38.24%</b>	<b>332</b>	<b>116</b>	<b>34.93%</b>	<b>190</b>	<b>57.23%</b>
<b>Workers</b>										
Male	32	30	93.75%	20	62.50%	241	121	50.21%	200	83.26%
Female	0	0	0.00%	0	0.00%	5	3	60.00%	3	60.00%
<b>Total</b>	<b>32</b>	<b>30</b>	<b>93.75%</b>	<b>20</b>	<b>62.50%</b>	<b>246</b>	<b>124</b>	<b>55.11%</b>	<b>203</b>	<b>71.63%</b>

## 9. Details of performance and career development reviews of employees and worker:

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
<b>Employees</b>						
Male	351	351	100%	271	271	100%
Female	70	70	100%	61	61	100%
<b>Total</b>	<b>421</b>	<b>421</b>	<b>100%</b>	<b>332</b>	<b>332</b>	<b>100%</b>
<b>Workers</b>						
Male	32	32	100%	241	241	100%
Female	0	0	100%	5	5	100%
<b>Total</b>	<b>32</b>	<b>32</b>	<b>100%</b>	<b>246</b>	<b>246</b>	<b>100%</b>

## 10. Health and safety management system:

- a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage of such system?

Yes, occupational health and safety management system has been implemented as an integrated management system combining both ISO 14001:2015 & 45001:2018 (EHS). It covers the entire operations covering the manufacturing facilities and offices. The management systems have been implemented in accordance with these Standards. The EHS Management System defines the mandatory requirements for systematic management and execution within the organisation. The Company's Integrated EHS Management System is accredited by international certification bodies.

- b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The Company has a procedure in place to establish, implement & maintain a documented procedure for ongoing identification of the hazards, assessment of risks, and the implementation of necessary control measures.

The procedure is based on six step risk assessment:

- Classify Work Activities
- Identify Hazards
- Determine Risks
- Decide if Risk is Tolerable
- Prepare Risk Control Action Plan
- Review adequacy of action plan and the same is the key driver for controlling the hazardous risk.

All relevant stakeholders and EHS team members are involved in risk assessments and the risk management process, Risk Assessments & Safe Work Method Statement, is developed and approved prior to starting any work activity. All identified risks and risk mitigation plans are documented, approved and communicated to all relevant parties involved in the activity. This is periodically audited by trained internal auditors and by accreditation bodies.

- c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N): **Yes**
- d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/No): **Yes**

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2025-26 (Current FY)	FY 2024-25 (Previous FY)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers	Nil	Nil
Total recordable work-related injuries	Employees	Nil	Nil
	Workers	Nil	Nil
No. of fatalities	Employees	Nil	Nil
	Workers	Nil	Nil
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	Nil	Nil

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

As a part of the EHS Integrated Management system, the safe and healthy workplace is ensured through periodic reviews through:

- a) Internal Audit
- b) External audit by accreditation bodies
- c) Review of risks and objectives in the management reviews
- d) Incident Management Process
- e) Near miss management process
- f) Health Awareness Program
- g) Periodical Occupational Health Checkup
- h) Safety Review Meetings

13. Number of Complaints on the following made by employees and workers:

Benefits	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	-	0	0	-
Health & Safety	0	0	-	0	0	-

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working Conditions	100%

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions. - NA

## PRINCIPLE 4

**Businesses should respect the interests of and be responsive to all their stakeholders.**

### Essential Indicators:

- Describe the processes for identifying key stakeholder groups of the entity  
 We consider individuals, groups, institutions or entities that contribute to shaping our business that add value or constitute a core part of the business value chain as key stakeholders. Our stakeholders are both internal and external and direct as well as indirect. Our key stakeholders include employees, investors, suppliers and partners, customers, government authorities, Management, Bank / financial institutions and the community.
- List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether Identified as Vulnerable & Marginalized Group (Yes/No)	Channels of Communication	Frequency of Engagement	Purpose and Scope of Engagement (including key topics and concerns)
Employees	No	The Company uses both digital and physical channels, including emails, leadership interactions, appraisal discussions, and training programmes.	Regular	The Company aims to provide an empowering and inclusive workplace that fosters transparent communication, innovation, and professional growth. Continuous two-way engagement is maintained across corporate offices, manufacturing locations, and field operations globally.
Investors	No	Engagement channels include investor meetings and calls, conferences, earnings calls, investor events, emails, press releases, stock exchange intimations, investor presentations, and annual reports.	Quarterly and need based	The Company engages with investors to enable informed decision-making. Key discussions include business and financial performance, strategic initiatives, growth drivers, opportunities, and risks.
Customers	No	Physical and virtual meetings, customer events, calls, emails, and the Company's website.	Daily	Engagement focuses on ensuring uninterrupted product supply, sharing updates on new offerings, participating in bids/tenders, and enhancing market reach.

<b>Stakeholder Group</b>	<b>Whether identified as Vulnerable &amp; Marginalized Group (Yes/No)No</b>	<b>Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other</b>	<b>Frequency of engagement (Annually/ Half yearly/ Quarterly / others - please specify)</b>	<b>Purpose and scope of engagement including key topics and concerns raised during such engagement</b>
Suppliers & Partners	No	Physical and virtual meetings, supplier forums, partner events, calls, emails, and website communications.	Frequent and need-based	The Company engages suppliers to communicate quality requirements, technical specifications, and adherence to ethical standards and Company policies.
Government authorities	No	Emails, meetings, statutory filings, and official submissions, as required.	Need-based	Engagement is aimed at regulatory compliance and fulfilling statutory obligations. The Company also interacts with policymakers to understand and contribute to industry-related developments.
Community	No	Physical visits and digital communication channels.	Frequent and need-based	As part of its commitment to social responsibility, the Company undertakes CSR initiatives and employee volunteering programmes focused on education, healthcare, and rural development.
Management	No	Emails, intranet, meetings, website, and telephonic communication.	As and when required	Engagement is focused on driving growth in sales and profitability and improving operational efficiency and effectiveness.
Bank / Financial Institutions	No	Emails, meetings, letters, website, and telephonic communication.	As and when required	Engagement is aimed at maintaining strong financial performance, ensuring access to financial resources, and strengthening institutional relationships.

## PRINCIPLE 5

Businesses should respect and promote human rights.

Essential Indicators:

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format: (Employees ever trained / Headcount March 31, 2026)

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
<b>Employees</b>						
Permanent	421	410	97.38%	332	332	100%
Other than Permanent*	155	130	83.87%	246	246	100%
<b>Total Employees</b>	<b>576</b>	<b>540</b>	<b>93.75%</b>	<b>578</b>	<b>578</b>	<b>100%</b>
<b>Employees</b>						
Permanent	32	28	87.50%	0	0	0%
Other than Permanent*	224	202	90.17%	69	69	100%
<b>Total Employees</b>	<b>256</b>	<b>230</b>	<b>89.84%</b>	<b>69</b>	<b>69</b>	<b>100%</b>

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2025-26 (Current Financial Year)					FY 2024-25 (Previous Financial Year)				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
<b>Employees</b>										
<b>Permanent</b>										
Male	351	-	-	351	100%	271	-	-	271	100%
Female	70	-	-	70	100%	61	-	-	61	100%
<b>Other than Permanent*</b>										
Male	150	-	-	150	100%	241	-	-	241	100%
Female	5	-	-	5	100%	5	-	-	5	100%

Category	FY 2025-26 (Current Financial Year)					FY 2024-25 (Previous Financial Year)				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
<b>Workers</b>										
<b>Permanent</b>										
Male	32	-	-	32	-	-	-	-	-	-
Female	0	-	-	0	-	-	-	-	-	-
<b>Other than Permanent*</b>										
Male	205	-	-	205	100%	69	-	-	69	100%
Female	19	-	-	19	100%	4	-	-	4	100%

### 3. Details of remuneration/salary/wages

#### a. Median remuneration / wages:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)*	2	115.81 Lakhs	1	115.56 Lakhs
Key Managerial Personnel	3	94.51 Lakhs	1	115.56 Lakhs
Employees other than Board of Directors and KMP	501	5.24 Lakhs	75	5.00 Lakhs
Workers	241	3.20 Lakhs	19	3.20 Lakhs

Note: \* Only Executive Directors are considered. The Independent Directors are eligible for sitting fees.

#### b. Gross wages paid to females as % of total wages paid by the entity, in the following format

Particulars	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Gross wages paid to females as % of total wages	11.73%	12.73%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Company does not have a separate dedicated mechanism; however, existing grievance redressal and whistleblower mechanisms also cover human rights-related concerns.

6. Number of Complaints on the following made by employees and workers:

	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	Nil	Nil	Nil	Nil	Nil	Nil
Discrimination at workplace	Nil	Nil	Nil	Nil	Nil	Nil
Child Labor	Nil	Nil	Nil	Nil	Nil	Nil
Forced Labor / Involuntary Labour	Nil	Nil	Nil	Nil	Nil	Nil
Wages	Nil	Nil	Nil	Nil	Nil	Nil
Other human rights related issues	Nil	Nil	Nil	Nil	Nil	Nil

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	Nil
Complaints on POSH as a % of female employees / workers	Nil	Nil
Complaints on POSH upheld	Nil	Nil

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

It is ensured that no work-related adverse consequences are imposed out to the Complainant by implementing appropriate interim measures to ensure a safe and neutral work environment to ensure a safe and neutral work environment, in case both were in the same workplace. Moreover, the Complainant can report any such incident to the higher authorities for appropriate action.

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes

10. Assessments for the year:

	<b>% of your plants and offices that were assessed (by entity or statutory authorities or third parties)</b>
<b>Child labour</b>	100%
<b>Forced/involuntary labour</b>	100%
<b>Sexual harassment</b>	100%
<b>Discrimination at workplace</b>	100%
<b>Wages</b>	100%
<b>Others - please specify</b>	NA

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above:

N.A.

## PRINCIPLE 6

**Businesses should respect and make efforts to protect and restore the environment.**

### Essential Indicators:

1. Details of total energy consumption (in kWh) and energy intensity, in the following format:

<b>Parameter</b>	<b>FY 2025-26 (Current Financial Year)</b>	<b>FY 2024-25 (Previous Financial Year)</b>
<b>From renewable sources</b>		
Total electricity consumption (A)	26,29,857	19,25,355
Total fuel consumption (B)	2,10,350	1,43,620
Energy consumption through other sources (C)	52,918	26,565
<b>Total energy consumed from renewable and non-renewable sources (A+B+C)</b>	<b>28,93,125</b>	<b>20,95,540</b>
<b>Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)</b>	<b>130.70 Kwh per Lakh turnover</b>	<b>84.33 Kwh per Lakh turnover</b>

The increase in energy consumption during FY 2025–26 is attributable to expansion of operations at Unit 2 (E-City, Hyderabad), commissioning of new facilities, and consolidation of data across all locations.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

2. Does the entity have any sites / facilities identified as Designated Consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) - No

If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

The Company does not have any sites/facilities identified as Designated Consumers (DCs) under the Perform, Achieve and Trade (PAT) Scheme of the Government of India.

3. Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
<b>Water withdrawal by source (in kilolitres) *</b>		
(i) Surface water	Not Applicable	Not Applicable
(ii) Groundwater	20,900	7,500
(iii) Third party water	672	Not Applicable
(iv) Seawater / desalinated water	Not Applicable	Not Applicable
(v) Others	Not Applicable	Not Applicable
<b>Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)</b>	<b>21,572</b>	<b>7,500</b>
<b>Total volume of water consumption (in kilolitres)</b>	<b>21,572</b>	<b>7,500</b>
<b>Water intensity per rupee of turnover (Total water consumption / Revenue from operations)</b>	<b>0.97 kilolitres per Lakh turnover</b>	<b>0.34 kilolitres per Lakh turnover</b>

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

The increase in water consumption is primarily due to construction activities for new facilities.

4. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

The Company has implemented a Zero Liquid Discharge (ZLD) mechanism at its manufacturing facility. A Sewage Treatment Plant (STP) is in place to treat wastewater, which is reused for gardening purposes. Treated water is periodically tested through authorized laboratories to ensure compliance with applicable standards, ensuring no untreated discharge into the environment.

5. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Nox	Metric tons	Not Applicable	Not Applicable
Sox	Metric tons	Not Applicable	Not Applicable
Particulate matter (PM)	Metric tons	Not Applicable	Not Applicable
Persistent organic pollutants (POP)	Metric tons	Not Applicable	Not Applicable
Volatile organic compounds (VOC)	Metric tons	Not Applicable	Not Applicable
Hazardous air pollutants (HAP)	Metric tons	Not Applicable	Not Applicable
Others – please specify	Nil	Not Applicable	Not Applicable

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency - No

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

<i>Parameter</i>	<i>Unit</i>	<b>FY 2025-26 (Current Financial Year)</b>	<b>FY 2024-25 (Previous Financial Year)</b>
<b>Total Scope 1 emissions*</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	<i>Metric tonnes of CO<sub>2</sub> equivalent</i>	Nil	Nil
<b>Total Scope 2 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	<i>Metric tonnes of CO<sub>2</sub> equivalent</i>	Nil	Nil
<b>Total Scope 1 and Scope 2 emission intensity per rupee of turnover</b> (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	<i>Metric tonnes of CO<sub>2</sub> equivalent /rupee of turnover</i>	Nil	Nil
<b>Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	<i>Metric tonnes of CO<sub>2</sub> equivalent /rupee of turnover adjusted for PPP</i>	Nil	Nil
<b>Total Scope 1 and Scope 2 emission intensity in terms of physical output</b>	<i>Metric tons CO<sub>2</sub> / metric ton produced</i>	Nil	Nil
<b>Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity</b>		Nil	Nil

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency - No

7. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.
- Yes. The Company has commissioned a 224 kVA solar power system at its E-City facility located at Raviryala Village, Maheshwaram Mandal, Ranga Reddy District, Telangana State, India.
- In addition, a 25 kVA solar power plant has been installed at its facility situated at Gambheeram (V), Anandapuram (M), Visakhapatnam, Andhra Pradesh.

These initiatives contribute to the reduction of greenhouse gas emissions and support the Company's transition towards increased reliance on renewable energy sources.

8. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
<b>Total Waste generated (in metric tonnes)</b>		
Plastic waste (A)	1.26	0.20
E-waste (B)	0.118	0.07
Bio-medical waste (C)	Nil	Nil
Construction and demolition waste (D)	0.57	Nil
Battery waste (E)	0.46	Nil
Radioactive waste (F)	Nil	Nil
Other Hazardous waste. Please specify, if any. (G)	Nil	Nil
Other Non-hazardous waste generated (H) Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	59.43	Nil
<b>Total (A+B + C + D + E + F + G + H)</b>	<b>61.84</b>	<b>0.27</b>
<b>For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes) *</b>		
<b>Category of waste</b>		
(i) Recycled	Nil	Nil
(ii) Re-used	Nil	Nil
(iii) Other recovery operations	Nil	Nil
<b>Total</b>	Nil	Nil
<b>For each category of waste generated, total waste disposed by nature of disposal method (in metric tons)</b>		
<b>Category of waste</b>		
(I) Incineration	Nil	Nil
(ii) Landfilling	Nil	Nil
(iii) Other disposal operations	Nil	Nil
<b>Total</b>	Nil	Nil

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

\* Note: The increase in waste generation is primarily due to construction and infrastructure expansion activities during the year, along with improved tracking and classification of waste streams. Waste generated is disposed through authorized recyclers and vendors as per applicable environmental regulations.

9. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such waste.

Material required to be scrapped is periodically identified through a list which is approved as per the policy. Such identified scraps are segregated and moved to designated storage areas earmarked for disposal. Stores records will be updated accordingly.

Interested qualified Vendors shall be allowed to visit the scrap yard for assessment before submitting the quotation / bid.

Competitive quotes are collected and upon comparison of the quotations, an internal assessment will be carried out for process compliance and issue of scrap invoices. Upon finalization, the vendor is invited to pick up the scrap.

Disposal of E wastes & Hazardous material (eco – friendly waste disposal):

The above-mentioned process is applicable for e-waste also. Additionally, the vendor who is interested in collecting the e-waste has to be approved by the pollution control board and has to hold a valid license as below.

- a. Hazardous waste authorization.
- b. Consent Order for Air and Water.

The vendor is required to provide a certificate of destruction with our documentation references for the records.

The above is in Compliance with ISO 14001:2015 Environmental Management System and ISO 45001:2018 Occupational Health and Safety Management System.

10. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

S.No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
NA			

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
NA					

12. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

The Company has complied with the applicable environmental law/ regulations/ guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder.

S.No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non - compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
NA				

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Yes. The company is compliant with all the applicable laws.

S.No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non - compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
NA				

## PRINCIPLE 7

Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.

### Essential Indicators:

1. a. Number of affiliations with trade and industry chambers/ associations.  
Three. The Company is a member of Federation of Telangana Chamber of Commerce and Industry (FTCCI), Telangana State, India; the Federation of Andhra Pradesh Chambers of Commerce and Industry (FAPCCI) Andhra Pradesh, India and Confederation of Indian Industry (CII), Andhra Pradesh, India.
- b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

S.No.	Name of the Trade and Industry Chambers/ Associations	Reach of trade and Industry Chambers/ Associations (State / National)
1.	Federation of Telangana Chamber of Commerce and Industry (FTCCI)	National
2.	Federation of Andhra Pradesh Chambers of Commerce and Industry (FAPCCI)	National
3.	Confederation of Indian Industry (CII)	National

2. Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
NA		

**PRINCIPLE 8****Businesses should promote inclusive growth and equitable development.****Essential Indicators**

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Nil					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

Sl. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
Nil						

3. Describe the mechanisms to receive and redress grievances of the community.

The Board of Directors of the Company has adopted the Whistle Blower Policy. A mechanism has been established for all stakeholders including Directors, employees, vendors and suppliers to report concerns about unethical behavior, actual or suspected fraud or violation of the Code of Conduct and Ethics. It also provides adequate safeguards against the victimization of employees who avail themselves of the mechanism and allows direct access to the Chairperson of the audit committee in exceptional cases. The Audit Committee reviews periodically the functioning of whistle blower mechanism. No personnel have been denied access to the Audit Committee. A copy of the Whistle Blower Policy is also available on the website of the Company <https://www.avantel.in/investors>. The Company has established grievance redressal mechanisms, including whistleblower channels and stakeholder engagement processes, to address community concerns.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Directly sourced from MSMEs / small producers	19.08	18.73%
Directly from within India	67.06	59.62%

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost:

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Rural	0.00%	0.00%
Semi-urban	50.75%	65.44%
Urban	0.00%	0.00%
Metropolitan	49.25%	34.56%

Note: The above figures are based on standalone entity.

Place categorized as per RBI Classification System - rural / semi-urban / urban / metropolitan.

## PRINCIPLE 9

**Businesses should engage with and provide value to their consumers in a responsible manner.**

### Essential Indicators

- Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The Company has internal ERP-based systems (FUNWORK) where all activities from “Enquiry” to “After Market Support” are captured and archived. All customer communications are handled with utmost care, and grievances are addressed promptly and effectively. The mechanisms for receiving customer communications & complaints are through email, letters, fax, website portal and verbal communications directly to project management teams. In addition, the CSD team collects feedback forms from clients/customers regularly as per the Company's Standard Practice and the complaints are addressed in right earnest for quick disposal. Being an AS9100 & ISO 9001 compliant company, these mechanisms are critically scrutinized during internal and external audits which otherwise will result in major non-compliance and bears the risk of cancellation of certification. The Company ensures timely and effective resolution of customer concerns in line with defined service standards of customers and has systems in place to ensure timely resolution of customer complaints within defined timelines.

- Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

Details	As a percentage to total turnover
Environmental and social parameters relevant to the product	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	100%

- Number of consumer complaints in respect of the following:

	FY ended March 31, 2026 (Current Financial Year)		Remarks	FY ended March 31, 2025 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	Nil	Nil	Nil	Nil	Nil	Nil
Advertising	Nil	Nil	Nil	Nil	Nil	Nil
Cyber-security	Nil	Nil	Nil	Nil	Nil	Nil
Delivery of essential services	Nil	Nil	Nil	Nil	Nil	Nil
Restrictive Trade Practices	Nil	Nil	Nil	Nil	Nil	Nil
Unfair Trade Practices	Nil	Nil	Nil	Nil	Nil	Nil
Other	Nil	Nil	Nil	Nil	Nil	Nil

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
<b>Voluntary recalls</b>	Nil	Nil
<b>Forced recalls</b>	Nil	Nil

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes. The Company has a framework on cyber security and risks related to data privacy. The same is hosted on the website of the Company. The web link is <https://www.avantel.in/investors>.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services: Nil

7. Provide the following information relating to data breaches:

- a. Number of instances of data breaches - Nil
- b. Percentage of data breaches involving personally identifiable information of customers – 0%
- c. Impact, if any, of the data breaches - Nil

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad  
Date: April 26, 2026

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

*[Pursuant to Regulation 34 (2) (e) of Securities Exchange Board of India  
(Listing Obligations and Disclosure Requirements) Regulations, 2015]*

### **Business Overview:**

#### **1) Review of Operations**

Avantel Limited recorded a turnover of Rs. 22,135.23 Lakhs for the financial year 2025–26. The Company reported a Profit Before Tax of Rs. 3,217.21 Lakhs against Rs. 8,271.56 Lakhs in the preceding financial year.

The decrease in profit is primarily due to a significant increase in Research and Development (R&D) expenditure to accelerate product development in Software Defined Radios (SDR), Wind Profiler Radar (WPR) systems as well as iDEX projects, and capital investment across various facilities resulting in a rise in depreciation. These investments are expected to enable the Company to execute a substantially larger order book, emphasising sustained revenue growth and profitability in the years ahead. Avantel is well-positioned to capture even larger opportunities in the near future as India's defence and SATCOM sectors continue to scale under the Atmanirbhar Bharat initiative. The Company presently has an order book of approximately ₹720 Crores to be executed across two financial years FY 2026-27 and FY 2027-28. This is in addition to the orders in pipeline and expected in the next two years.

The year has been remarkable in terms of R&D initiatives focused on developing state-of-the-art products and technologies as per global standards. Product design and development work carried out during the year will have significant impact in laying the foundation for the future growth of the Company. One of the areas where significant IP has been developed is Software Defined Radios in various frequency bands for land, maritime, and airborne applications. This would establish Avantel as one of the key players in the future in the domains of strategic applications for the Indian defence forces. Further, we have developed Radar Signal Processing capabilities along with end-to-end software and hardware solutions for Wind Profiler Radar systems. Avantel has initiated the development of technologies for radar systems in air defence applications.

The Company is executing five iDEX projects, of which three pertaining to MSS S-band Broadcast Receivers, Satphones, and Convoy Management Systems have been successfully developed and are awaiting final testing and trials by the Indian Army. Additionally, we are progressing on Ku-Band Systems, including Communication-On-The-Move (COTM) terminals, as well as shipborne and airborne applications as required by the Indian Navy.

During the year, the Company successfully secured several high-value projects such as Wind Profiler Radar Systems for the Indian Meteorological Department (IMD), Supply of Ka Band ready Full Motion Antenna (FMA) Systems to New Space India Limited (NSIL), Supply & Maintenance of RTIS Devices to Indian Railways. These major orders have collectively strengthened our order book.

In line with the company's vision to expand its infrastructure to meet the ever-increasing demands of indigenisation, the Company has established the new state-of-the-art facility (Unit No. 2), comprising a 4-acre land parcel with a built-up area of 86,271 square feet at E City, Raviryal Mandal, Tukkguda. The facility became operational in October 2025.



**Avantel Limited - E-City Facility, Hyderabad**

Further, a new facility (Unit No. 3) for the development and manufacturing of SATCOM Ground Station Systems for both LEO and GEO satellites is being established over an area of 9 acres, with a built-up space of approximately 1,13,660 square feet at Kondaparva Village near Vijayawada. The facility is expected to be operational by Q3 of FY 2026–27, thereby strengthening the Company's manufacturing capabilities and supporting future growth.

Imeds Global Private Limited, a subsidiary of Avantel Limited, has been established to offer indigenous and innovative products in the medical devices domain for Indian markets. This year, imeds has made significant strides in both product development and regulatory compliance, reinforcing its position as a credible player in the domestic medical devices ecosystem.

Imeds Global Private Limited has established a dedicated facility for the design, development, and manufacturing of medical products at AMTZ (Andhra Pradesh MedTech Zone), Visakhapatnam. The facility is spread across 2 acres of land with a built-up area of approximately 36,000 square feet.

The division has successfully obtained manufacturing licenses for key products including CPAP, BiPAP, Endoscope and Portable Oxygen Concentrator, marking an important milestone in its journey toward self-reliant manufacturing. Additionally, certifications for Ventilators and Patient Monitoring Systems are expected to be completed by end of July 2026.

During FY 2025-26, imeds has invested significantly in R&D activities to build a robust and diversified product portfolio across respiratory care, sterilisation, and patient monitoring segments. These investments, along with the associated increase in employee costs and operational overheads required to support product development, regulatory approvals, and manufacturing readiness, have contributed to the losses incurred during the current year. However, these are planned expenditures essential for establishing a strong foundation in a highly regulated industry.

On the business front, imeds has initiated strategic collaborations for contract manufacturing of medical devices catering to both homecare and kiosk-based healthcare delivery models. With the expanding product portfolio and deepening market engagement, the division is well-positioned to achieve profitability in the coming financial year.



## **Imeds Global Private Limited – Visakhapatnam Facility**

### **2) Outlook for the next year**

Amid high anticipation of a significant boost to defence allocation, the Union Budget 2026–27 has delivered a strategically calibrated response to India's evolving security landscape and national defence priorities. The Ministry of Defence (MoD) has received a significant allocation, accounting for approximately 14.67% of the Union Budget.

The capital outlay has surged by 21.83% to INR 2.19 lakh crore (US\$23.9 billion), with a continued emphasis on domestic procurement i.e., nearly 75% of this outlay, amounting to INR 1.64 lakh crore (US\$17.89 billion), is earmarked for the Indian defence industry. This aligns with the Government's Atmanirbhar Bharat (self-reliant India) vision and supports the growing defence industrial base.

India's ambition to achieve INR 3 lakh crore (US\$32.72 billion) in indigenous defence production and INR 50,000 crore (US\$5.45 billion) in exports by 2029 is reflected in the Budget's orientation. This is expected to be achieved through greater industry participation, capacity enhancement, and capability development. These trends are underpinned by the Technology Perspective and Capability Roadmap (TPCR) 2025, which outlines a 15-year vision across land, air, maritime, cyber and space domains. With 457 products and services identified, TPCR 2025 provides a structured framework for capability development and industry alignment.

The expansion of existing industrial capacity, entry of new players and a growing pipeline of investments signal a positive trajectory for defence manufacturing. In a shifting global security environment, the 2026–27 defence budget reflects a clear and balanced strategy, advancing modernization, sustaining operations and strengthening India's self-reliance in defence.

#### **Source:**

<https://www.ey.com/content/dam/ey-unified-site/ey-com/en-in/services/tax/union-budget-2026/ey-defence-sector-highlights.pdf>

The outlook in the Aerospace & Defence sector is promising and highly conducive to Avantel's growth in the coming fiscal years. Avantel being a prominent indigenous solutions provider in the A&D sector, expects good business prospects for its current product offerings. Further, the current push by the incumbent government for self-reliance shall provide various opportunities for Avantel to innovate and expand its portfolio in allied domains.

Avantel has recently won a few high-value contracts, and their execution is due over the next two years. In addition, the new products of Avantel viz. SDRs, WPRs, HF systems, SATCOM Ground Stations, MSS SATCOM terminals, Network Management Software Solutions and Systems have very good business potential going forward.

### 3) **Risks and Risk Mitigation**

#### **a) Risks**

Avantel has been consistently witnessing impressive growth and enhancement of its product portfolio year on year. In view of the enhanced size of operations, coupled with the addition of multiple production sites, the Company faces various challenges in terms of complexity of operations, talent acquisition and retention, supply chain vulnerabilities, financial management and customer support.

Avantel operates predominantly in the strategic sector (Defence and other Government institutions), characterized by extended procurement timelines and complex acquisition processes thereby posing risks to timely order finalisation and execution.

The competitive landscape has witnessed a notable transformation in recent years, with an increasing number of new entrants making their foray into the sector, buoyed by the Government of India's landmark 'Make in India' initiative. While this policy framework presents significant opportunities for indigenous defense manufacturing, it has simultaneously intensified market competition, necessitating that Avantel continuously strengthen its technological capabilities, deepen customer relationships, and reinforce its value proposition.

Additionally, the global realignment of semiconductor manufacturing capacity toward high-performance computing and AI-driven applications has intensified supply constraints for specialized electronic components, including processors, memory modules, and programmable logic devices critical to defense-grade systems. Extended lead times and allocation-based supply for these components present a material execution risk for programs with fixed delivery schedules.

#### **b) Risk Mitigation**

To address the multifaceted risks arising from operational complexity, extended procurement cycles, and intensifying market competition, the Company has put in place a comprehensive risk mitigation framework spanning all critical business functions. On the operational front, the Company is implementing scalable process frameworks, unified ERP systems, and integrated production planning tools across its manufacturing sites, while simultaneously building structured talent pipelines through institutional partnerships, targeted lateral hiring, and performance-linked retention mechanisms to attract and nurture domain-competent professionals.

Supply chain resilience is being strengthened through a dedicated Long Lead Item monitoring system, strategic vendor diversification, and safety stock policies to ensure uninterrupted project execution. To counter the inherent uncertainty of defense procurement timelines, the Company maintains a probability-weighted business development pipeline, engages proactively with customers at the pre-RFP stage to shape technical specifications, and actively pursues Annual Maintenance Contracts and service-based engagements to sustain

recurring revenue streams alongside project-based income. In response to the heightened competitive intensity driven by new entrants under the 'Make in India' framework, the Company continues to invest in indigenous product development and proprietary intellectual property across SATCOM, SDR, EW, and Radar segments, deepen its longstanding relationships with key defense establishments and government institutions, and expand strategic partnerships with global OEMs, thereby reinforcing its competitive position through a combination of technological differentiation, proven execution credentials, and defense-grade certifications that new entrants cannot readily replicate.

#### 4) **Opportunities and Threats**

##### **a) Opportunities**

The Company made significant strides in expanding its product portfolio, initiating Design and Development activities across a diverse range of advanced technology domains, including satellite ground antennas, Software Defined Radios (SDRs) for airborne and tactical applications, and multiple variants of HF and Wind Profiler Radar (WPR) systems. This diversified product portfolio is expected to broaden the Company's customer base and serve as a key driver of accelerated revenue growth in the years ahead.

In the medical technology segment, the Company's subsidiary, imeds, is well-positioned to capitalize on the growing national demand for indigenously developed medical devices. In the forthcoming financial year, imeds plans to introduce a range of new indigenous products in the Surgical and Respiratory domains, further strengthening its product mix and reinforcing its commitment to the 'Atmanirbhar Bharat' vision in healthcare.

##### **b) Threats**

The Company does not foresee any threats that would materially impair its current order book or near-term growth trajectory. However, evolving dynamics in the sector, including the entry of well-funded technology start-ups, potential shifts in government procurement priorities, and supply chain uncertainties in specialized electronic components, require continued strategic attention. The Company is committed to addressing this competitive dynamic through a sharp and unwavering focus on innovation, indigenous design capabilities, and the continuous development of next-generation products that reinforce its technological edge and market relevance.

#### **Internal Control Systems and their adequacy**

The Company has in place a well-defined and robust internal control framework, underpinned by a comprehensive suite of internationally recognized management system certifications that reflect its unwavering commitment to quality, safety, environmental responsibility, and information security. These include:

- AS9100: 2016 and ISO 9001:2015 certified Quality Management System.
- ISO/IEC 27001:2022 certified Information Security Management System.
- ISO/IEC 17025:2017 certified and NABL accredited in-house Environmental Test Laboratory.
- ISO 14001:2015 certified Environmental Management System.
- ISO 45001:2018 certified Occupational Health and Safety Management System.
- ISO/IEC 27001:2022 certified Information Security Management System.

The Company maintains a rigorous internal and external audit mechanism, with all audit activities systematically monitored and tracked through its integrated ERP platform, 'Funwork'. All scheduled audits, both internal and external, are completed within defined timelines, with no material non-compliances reported

against any processes or systems currently in place. The Company's internal control systems have consistently received commendation from auditors and regulatory bodies alike.

Effective governance and oversight are further reinforced through active top management engagement, with Key Performance Indicators (KPIs) across all critical business functions reviewed regularly through structured Management Review Meetings and other performance monitoring mechanisms. This proactive oversight culture enables timely interventions where required, ensuring that business objectives are not only met but consistently surpassed.

## **5) Industrial Relations and Human Resources Management**

The Company has cultivated strong and enduring relationships with its customers and suppliers, earning a reputation for reliability, integrity, and professional excellence across all segments of its business ecosystem. There are no pending disputes with any stakeholder, and the Company continues to engage with its entire business community comprising clients, vendors, partners, and regulatory bodies in a spirit of mutual trust, transparency, and collaboration.

The Company continues to maintain cordial and harmonious relations across all levels of the organization and with all stakeholders, acknowledging its workforce as the primary catalyst for its technological innovation and operational resilience. The Company believes its people are its most enduring asset and, guided by progressive, employee-centric HR practices, has cultivated an inclusive and growth-oriented work environment aligned with its strategic vision. The workforce remains motivated, skilled, and committed, consistently demonstrating the capability to achieve organizational objectives across all operating conditions.

The successful implementation of the Employee Stock Option Plan (ESOP) 2023 over the last two fiscal years has strengthened the Company's talent management framework by aligning employee interests with long-term shareholder value. The primary objective of the scheme has been to foster a sense of ownership and serve as an effective retention mechanism for key technical and leadership personnel, thereby achieving a significant reduction in attrition in a highly competitive talent market. The ESOP has also enhanced Avantel's employer brand, positioning the Company as a progressive, wealth-sharing organization capable of attracting niche talent. The resulting improvement in employee ownership and morale continues to support the Company's sustained operational and financial performance.

Building on this momentum, the Company proposes to launch "Avantel Employees Stock Option Plan – 2025" whose primary objective is to further deepen employee engagement, promote long-term retention, and align individual performance with the Company's strategic growth objectives through equity-based incentives. Accordingly, the Company proposes to launch ESOP 2025, covering employees across all levels, with grants not exceeding 45,00,000 equity shares. The scheme has been designed to incentivize high-impact teams engaged in advanced R&D initiatives and large-scale SATCOM projects, thereby directly linking long-term employee rewards to the successful execution of the Company's strategic roadmap. The Company is also evaluating the extension of the scheme to employees of Avantel Subsidiary "imeds" as well.

These initiatives reaffirm the Company's commitment to building a future-ready workforce aligned with its long-term value creation.

## **6) Variations in Net Worth**

The Standalone Net worth of the Company for the Financial Year ended March 31, 2026, is Rs. 35,650.45 Lakhs as compared to Rs. 24,801.16 Lakhs for the previous Financial Year ended March 31, 2025, and the Consolidated Net worth of the Company for the Financial Year ended March 31, 2026, is Rs. 33,823.28 Lakhs as compared to Rs. 23,724.61 Lakhs for the previous Financial Year ended March 31, 2025.

**7) Details of significant changes (i.e. change of 25% or more as compared to the previous financial year) in key financial ratios, along with detailed explanation**

During the year, the significant changes in the financial ratios of the Company are summarised in notes to financial statements on a standalone basis, Note No.51 and on a consolidated basis in Note No. 50.

**8) Statutory Compliance**

We have robust controls and internal procedures to ensure all applicable compliances across subsidiary companies. The Company Secretary ensures compliance with the provisions of the Companies Act, 2013, the Foreign Exchange and Management Act, 1999 and SEBI rules, regulations and guidelines made thereunder.

**9) Cautionary Statement**

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, and expectations are forward-looking statements within the meaning of applicable securities laws and regulations. Forward-looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised. Actual results may differ materially from those expressed in the statement. Important factors that could make a difference to the Company's operations include economic conditions, changes in the Government priorities/policies/ regulations, tax laws and other statutes and other incidental factors affecting the business environment. The Company assumes no responsibility to publicly amend, modify or revise forward-looking statements on the basis of any subsequent developments, information or events.

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad

Date: April 26, 2026

## REPORT ON CORPORATE GOVERNANCE

### Company's philosophy on Code of Governance:

Avantel Limited is committed to the highest standards of Corporate Governance, anchored in the core principles of integrity, transparency, accountability, fairness and ethical conduct. The Company views governance not merely as a regulatory requirement, but as a strategic enabler for sustainable growth, long-term value creation and stakeholder trust.

The Company's governance framework is designed to ensure responsible decision-making, robust risk management and transparent disclosures. Avantel follows a philosophy of complying with not just the letter, but also the spirit of applicable laws and regulations, thereby fostering a culture of trust and credibility among stakeholders. The Company believes that sound corporate governance is fundamental to enhancing shareholder value and safeguarding stakeholder interests.

The Company maintains a policy of continuous and timely disclosure of accurate financial and governance information, ensuring enhanced investor awareness and protection. Its governance practices are supported by a strong ethical foundation, reinforced through a well-defined Code of Conduct applicable to Directors and Senior Management, and a Whistle Blower Policy that provides a transparent and secure mechanism for reporting concerns.

Avantel's Board comprises experienced professionals and independent directors who actively contribute to strategic guidance and objective decision-making. The Company consistently strives to uphold best governance practices, maintain strong stakeholder relationships and align its operational and strategic objectives with stakeholder expectations. The Board periodically reviews compliance reports, risk updates and strategic initiatives to ensure effective oversight.

A detailed Report on Corporate Governance, as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, forms part of this Annual Report.

### Governance Structure

The Corporate Governance structure of Avantel Limited is built on a robust and transparent framework, ensuring effective oversight and accountability at all levels

#### 1) Board of Directors

The composition of the Board of Directors is in compliance with the requirements of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As on March 31, 2026, the Board comprises 7 Directors, including 4 Non-Executive Independent Directors, ensuring a strong independent presence and balanced decision-making.

All Independent Directors have confirmed that they meet the criteria of independence as prescribed under the applicable provisions of the SEBI Listing Regulations and the Companies Act, 2013. Based on such confirmations, the Board is of the opinion that the Independent Directors are independent of the Management and possess the requisite integrity, expertise and experience.

The Directors bring diverse domain knowledge, professional expertise and strategic insight, contributing effectively to the governance and growth of the Company.

The Board operates in a transparent and participative manner, with unrestricted access to all relevant information required for informed decision-making. Directors are encouraged to actively participate in deliberations, express independent views and contribute to discussions on all agenda items.

The Company ensures that its Directors do not exceed the prescribed limits on directorships in listed companies, in compliance with the SEBI Listing Regulations.

## Composition of the Board of Directors

The Board of Directors of the Company comprises a balanced mix of Executive and Non-Executive Directors, including a strong presence of Independent Directors, ensuring transparency, accountability and effective decision-making.

The composition and category of the Board are as follows:

Name of Director	Category	Designation	No. of shares held in the Company (%)	Names of the Listed and Other Companies holding Directorship & Category of such Directorship held
Dr. Abburi Vidyasagar	Promoter-Executive	Chairperson & Managing Director	4,49,92,324 (16.93%)	Chairman & Managing Director of Avantel Limited; Director of Imeds Global Private Limited and Wiki Kids Private Limited.
Mrs. Abburi Sarada	Promoter-Executive	Whole-Time Director	1,46,24,940 (5.50%)	Whole Time Director & CFO of Avantel Limited and Director of Imeds Global Private Limited.
Mr. Abburi Siddhartha Sagar	Promoter-Executive	Whole-Time Director	2,25,15,377 (8.47%)	Whole Time Director of Avantel Limited; Director of Imeds Global Private Limited and Wiki Kids Private Limited.
Mr. Myneni Narayana Rao	Non-Executive	Independent Director	NIL	Independent Director of Avantel Limited and Welspun Specialty Solutions Limited. Director of Bridge Gap Engineering India Private Limited.
Mr. Vyasabhattu Ramchander	Non-Executive	Independent Director	NIL	Independent Director of Avantel Limited and Bambino Agro Industries Limited.
Dr. Ajit Tavanappa Kalghatgi	Non-Executive	Independent Director	68,875 (0.03%)	Independent Director of Avantel Limited & IIT Tirupati Navavishkari – Hub Foundation.
Ms. Harita Vasireddi	Non-Executive	Independent Director	NIL	Independent Director of Avantel Limited and Managing Director of Vimta Labs Limited.

## 2) Selection criteria of Board Members

The Nomination and Remuneration Committee (“NRC”), in line with the Company's Policy on appointment and remuneration of Directors, evaluates and recommends candidates for Board positions based on a well-defined framework of qualifications, positive attributes, independence and overall fit with the Company's strategic needs.

The Committee identifies individuals of high integrity and proven expertise, having a distinguished track record in their respective fields, who can contribute meaningfully to the Company's growth and governance. The selection process also ensures an appropriate balance of skills, experience and diversity on the Board.

The NRC works closely with the Board to determine the optimal composition, considering the evolving business environment and future strategic direction of the Company. The Policy on determining qualifications, positive attributes and independence of Directors, along with the Guidelines on selection criteria, are available on the Company's website.

### 3) Skills of Directors

The Board is constituted with an optimal mix of skills, experience, expertise and diversity, enabling it to effectively discharge its responsibilities and provide strategic directions to the Company.

To ensure a structured approach to Board composition, the Company has adopted a Board Skills Matrix, which helps in:

- Identifying the key skills, competencies and experience required for the Board in line with the Company's strategic objectives;
- Assessing the existing capabilities of Board members; and
- Identifying gaps, if any, to be addressed through future Board appointments.

#### Board Skills and Experience

S1- Industry Expertise (Aerospace & Defense)
S2- Executive Leadership and Board Experience
S3- Financial Expertise
S4- Corporate Governance
S5- Strategy & Risk Management;
S6- Health, Safety, Environment and Sustainability
S7- Mergers & Acquisitions / Capital Markets;
S8- Sales, Marketing and Market Strategy;

Board Competency Matrix:								
Board of Directors	S1	S2	S3	S4	S5	S6	S7	S8
Dr. Abburi Vidyasagar	✓	✓	✓	✓	✓	✓	✓	✓
Mrs. Abburi Sarada	x	✓	✓	✓	✓	✓	x	✓
Mr. Abburi Siddhartha Sagar	✓	✓	✓	✓	✓	✓	x	✓
Mr. Myneni Narayana Rao	✓	✓	✓	✓	✓	✓	✓	✓
Mr. Vyasabhattu Ramchander	x	✓	✓	✓	✓	x	x	✓
Dr. Ajit Tavanappa Kalghatgi	✓	✓	✓	✓	✓	✓	x	✓
Ms. Harita Vasireddi	x	✓	✓	✓	✓	✓	✓	✓

The current composition of the Board reflects a strong alignment with the identified skill sets, ensuring that the Company benefits from a well-rounded and competent leadership team capable of driving sustainable growth and effective governance.

### 4) Relationship among Directors

Dr. Abburi Vidyasagar, Mrs. Abburi Sarada and Mr. Abburi Siddhartha Sagar are related to each other. Except for the aforesaid relationship, none of the other Directors are related to any Director on the Board.

## 5) Attendance of Directors and Other Directorships:

The details of attendance of Directors at the Board Meetings and the Annual General Meeting, along with their directorships and committee positions in other public companies, are as follows:

Name	Attendance in the Board meetings		Attendance at AGM held on June 23, 2025	No. of Directorships in other Companies	In other Public Companies #	
	Held	Present			Committee	
					Membership	Chairman
Dr. Abburi Vidyasagar	5	5	Y	2	0	0
Mrs. Abburi Sarada	5	5	Y	1	0	0
Mr. Abburi Siddhartha Sagar	5	5	Y	2	0	0
Mr. Myneni Narayana Rao	5	5	Y	2	3	1
Mr. V Ramchander	5	5	Y	1	2	2
Dr. Ajit T Kalghatgi	5	5	Y	1	2	0
Ms. Harita Vasireddi	5	5	Y	1	0	0
Mrs. Mini Ipe *	5	5	N	4	4	1

**Note:** \*Mrs. Mini Ipe resigned from the Board with effect from February 21, 2026.

# Includes only Audit Committee and Stakeholders Relationship Committee (Excluding Private Limited Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013 / Section 25 of the Companies Act, 1956).

The Company is in full compliance with the limits prescribed under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- None of the Directors hold directorships in more than ten public companies;
- None of the Independent Directors serve as Independent Directors in more than seven listed entities;
- None of the Directors are members of more than ten committees or chairpersons of more than five committees across all companies in which they hold directorships.

All Independent Directors have confirmed that they meet the criteria of independence as prescribed under the Companies Act, 2013 and the SEBI Listing Regulations. In the opinion of the Board, the Independent Directors are independent of the management and possess the requisite integrity, expertise and experience.

None of the Independent Directors are promoters or related to promoters, nor do they have any material pecuniary relationship with the Company. Further, none of them hold two percent or more of the total voting power of the Company, and there are no interlocking directorships that could impair independence.

Pursuant to Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, all Independent Directors of the Company have registered themselves with the databank maintained by the Indian Institute of Corporate Affairs within the prescribed timelines.

## 6) Declaration by Independent Directors

All Independent Directors of the Company have submitted declarations confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors has taken note of such declarations and, based on the same, is of the opinion that the Independent Directors fulfill the conditions of independence and are independent of the management.

## 7) Profile of Board of Directors

The Board of Directors comprises individuals with diverse experience, expertise and skills across various domains, enabling effective governance and strategic oversight.

A brief profile of each Director, including their qualifications, experience, areas of expertise, directorships in other companies and membership of Board Committees, is provided below:

### **Dr. Abburi Vidyasagar, Founder & Chairman–Managing Director**

Dr. Abburi Vidyasagar (65 Years) is a first-generation technologist-entrepreneur with over four decades of experience in building institutions that advance India's strategic self-reliance. With a strong foundation in electronics engineering and advanced academic training, he has consistently worked at the intersection of defence technology, satellite communications, and national capability development. He founded Avantel Limited with the conviction that India must design and develop its own communication systems for critical applications, and under his leadership, the Company has emerged as a trusted partner to the Indian defence and space ecosystem.

Dr. Vidyasagar holds a Bachelor's degree in Electronics and Communication Engineering from Jawaharlal Nehru Technological University Kakinada, a Master of Technology from Indian Institute of Technology, Kharagpur, Master of Business Administration from Osmania University, and a Ph.D. from Jawaharlal Nehru Technological University Hyderabad for his research in E-Learning Methodologies, reflecting a blend of technical expertise and managerial insight.

Dr. Vidyasagar's leadership philosophy is centred on the idea of “fulfilment over success,” reflecting his belief in building institutions that endure beyond individuals and contribute meaningfully to society and national development.

Founded in the early 1990s, Avantel Limited has grown into a BSE and NSE listed company with deep capabilities in satellite communication systems, software-defined radios, high-frequency communication systems, and defence and space communication technologies. Under Dr. Vidyasagar's leadership, the Company has developed indigenous solutions deployed across ships, submarines, aircraft, and helicopters, supporting mission-critical communication requirements of India's defence forces and contributing to the nation's self-reliance in strategic technologies.

Dr. Vidyasagar began his career in avionics and defence electronics, contributing to communication and electronic warfare systems, and later gained experience in techno-economic project appraisal across multiple technology sectors. He also played a key role in establishing early technology and software delivery infrastructure, before embarking on his entrepreneurial journey. Over the past three decades, he has led Avantel with a focus on innovation, indigenous development, and long-term capability building.

Beyond his corporate role, Dr. Vidyasagar is actively engaged in building institutions with a long-term societal impact. He is the Founder of Lakshmee Foundation Trust, which focuses on healthcare, education, and community development, and has also supported technology-driven education initiatives aimed at making quality science education accessible. His approach reflects a commitment to creating sustainable and enduring social infrastructure.

Dr. Vidyasagar serves as Chairman and Managing Director of Avantel Limited and member of stakeholders Relationship Committee. He is also on the Board of Imeds Global Private Limited and Wiki Kids Private Limited, contributing his experience across defence technology, healthcare technology, and education sectors.

Dr. Vidyasagar holds 4,49,92,324 (16.93%) equity shares in the Company.

Dr. Abburi Vidyasagar is the spouse of Mrs. Abburi Sarada, Whole-Time Director and Chief Financial Officer, and the father of Mr. Abburi Siddhartha Sagar, Whole-Time Director. Except for these relationships, he is not related to any other Director or Key Managerial Personnel of the Company.

**Mrs. Abburi Sarada, Whole Time Director & Chief Financial Officer (CFO)**

Mrs. Abburi Sarada (61 Years), Whole-Time Director and Chief Financial Officer of the Company. She holds master's degrees in Business Administration from Madurai Kamaraj University. She did her Bachelor of Commerce from Osmania University and has also completed her bachelor's in communication and journalism from Padmavathi University.

Mrs. Sarada is associated with Avantel Limited since 1992. She has over 30 Years of experience in Finance and Banking. She has made a significant contribution to the growth of Avantel Limited during her tenure as Director of the Company.

Mrs. Sarada is presently Whole Time Director & Chief Financial Officer (CFO) in Avantel Limited and Director in Imeds Global Private Limited. She is a member of the Corporate Social Responsibility Committee of Avantel Limited.

Mrs. Sarada holds 1,46,24,940 (5.50%) equity shares in the Company.

Mrs. Abburi Sarada is the spouse of Dr. Abburi Vidyasagar, Chairman & Managing Director, and the mother of Mr. Abburi Siddhartha Sagar, Whole-Time Director. Except for the aforesaid relationships, she is not related to any other Director, Manager or Key Managerial Personnel of the Company.

**Mr. Abburi Siddhartha Sagar, Whole-Time Director (Strategy & Business Development)**

Mr. Abburi Siddhartha Sagar (38 Years) with an impressive academic portfolio including a Master's degree in Computer Science and an MBA, Siddhartha Abburi brings to the table over ten years of refined expertise as a solution architect for some of the S&P 500's most esteemed corporations.

In his current professional endeavors, Siddhartha plays a pivotal role as the Director of Business Development and Strategy at Avantel, a front-running establishment in the field of defense electronics. Parallel to this, he also holds the position of Director at iMeds Global Private Limited, a company that contributes significantly to the medical equipment industry.

Expanding his sphere of influence in the educational sector, Siddhartha co-founded Simply Science, an initiative that strongly advocates for the democratization of education, striving to make it more accessible and financially feasible for all.

Beyond his professional commitments, Siddhartha has a fervent passion for sports and technology. His pursuits in these arenas not only enrich his personal life, but they also contribute to his persona as a multifaceted and dynamic professional. His comprehensive interests foster a holistic perspective, an attribute that sets him apart in his professional career.

Mr. Siddhartha Sagar is a Whole-Time Director (Strategy & Business Development) in Avantel Limited, Director in Imeds Global Private Limited and Wiki Kids Private Limited. He is a member of Risk Management Committee of Avantel Limited

Mr. Siddhartha Sagar holds 2,25,15,377 (8.47%) equity shares in the Company.

Mr. Siddhartha Sagar is the son of Dr. Abburi Vidyasagar, Chairman & Managing Director, and Mrs. Abburi Sarada, Whole-Time Director & Chief Financial Officer of the Company. Except for the aforesaid relationship, he is not related to any other Director, Manager or Key Managerial Personnel of the Company.

**Mr. M. Narayana Rao, Independent Director**

Mr. Myneni Narayana Rao (70 Years) is a distinguished engineer and technocrat with over four decades of extensive experience in the development, processing and application of advanced ferrous and non-ferrous materials, including special steels and superalloys. His contributions have significantly supported strategic sectors such as atomic energy, space, aerospace, defence and energy.

He served as Chairman & Managing Director of Mishra Dhatu Nigam Limited (MIDHANI), a Government of India enterprise under the Ministry of Defence, for a period of nine years, where he played a pivotal role in advancing indigenous capabilities in strategic materials. Following this, he served as Chief Executive Officer of MTAR Technologies Limited, Hyderabad, contributing to high-precision manufacturing for critical sectors.

He subsequently took on the role of President at KCP Industries (Heavy Engineering Division), where he oversaw operations involving manufacturing of large-scale components for cement, mineral processing, oil & gas and strategic space and defence applications.

Mr. Narayana Rao is the recipient of several prestigious recognitions, including the JRD Tata Award (2015), Young Scientist Award (1989), Engineer of the Year Award (1991) and Metallurgist of the Year Award (2006). He is also a Fellow of the Indian National Academy of Engineering (INAE) and the Andhra Pradesh Academy of Sciences (APAS).

He currently serves as a Director on the Boards of Avantel Limited, Welspun Specialty Solutions Limited and Bridge Gap Engineering India Private Limited.

He is a Chairperson of the Nomination and Remuneration Committee and as a Member of the Audit Committee and Stakeholders' Relationship Committee of Avantel Limited and he is also a Member of the Audit Committee, Nomination and Remuneration Committee, Risk Management Committee and Corporate Social Responsibility Committee of Welspun Specialty Solutions Limited.

He does not hold any equity shares in the Company and is not related to any Director, Manager or Key Managerial Personnel of the Company.

**Mr. Ramchander Vyasabhattu, Independent Director**

Mr. Ramchander Vyasabhattu (72 Years) is a Postgraduate in Management from Institute of Public Enterprise and a Graduate in Mechanical Engineering from Osmania University Hyderabad with Specialization in Foundry Engineering from National Institute of Foundry and Forge Technology, Ranchi.

He has over four decades of rich and varied experience in Project Finance, implementing and monitoring, support, promotion and development of small and medium scale industries and service sector units by extending need-based credit, nurturing entrepreneurship and generating employment, having been a General Manager in APSFC.

He also has significant experience in Technical as being a shop floor engineer in Singareni Collieries Ltd & in the General Administration. He retired as a Managing Director of APITCO Limited.

He is presently the Commission Secretary of Telangana State Electricity Regulatory Authority.

He is a Director on the Board of M/s. Avantel Limited and M/s. Bambino Agro Industries Limited.

He is a Chairman of Audit Committee, Corporate Social Responsibility Committee and member of Nomination & Remuneration Committee and Risk management Committee of Avantel Limited and Chairman of Audit Committee, member of Nomination & Remuneration Committee, Corporate Social Responsibility Committee and Shareholders' Grievance Committee of M/s. Bambino Agro Industries Limited.

He was the President of Hyderabad Management Association for the year 2022-23.

He is not holding any equity shares of the Company and is not related to any Director or Manager or the Key Managerial Personnel of the Company.

**Dr. Ajit Tavanappa Kalghatgi, Independent Director**

Dr. Ajit Tavanappa Kalghatgi (68 Years) is a distinguished technologist with over four decades of experience in the fields of RF, microwave and communication engineering, particularly within the aerospace and defence sector.

He holds a bachelor's degree in Electronics & Communication Engineering from Mysore University, an M.Tech in Microwave & Radar Engineering from IIT Kharagpur, and a Ph.D. from the University of Leeds, UK, where he was a Commonwealth Research Scholar and later a Post-Doctoral Fellow.

Dr. Kalghatgi retired as Director (R&D) of Bharat Electronics Limited (BEL), where he played a pivotal role in driving advanced research and product development. He also served as Chairman & Managing Director of the BEL–Thales joint venture. Prior to this, he held key positions at BEL's Central Research Laboratory (CRL), including Chief Scientist, and began his career at Hindustan Aeronautics Limited (HAL), Hyderabad, in avionics design.

Post-retirement, he has been associated with premier academic and research institutions including IIT Dharwad (as Visiting Professor), Defence Institute of Advanced Technology (DIAT), Pune, and SIT Tumkur (as Research Advisor). He currently serves as Director at the IIT Tirupati Technology Innovation Hub and is on the Board of Antrix Corporation Limited.

His areas of expertise include RF and microwave systems, smart antennas, RF MEMS and secure communication technologies. He has authored over 90 research papers and holds multiple patents. He is a recipient of several prestigious awards, including the Raksha Mantri Award for Excellence in Innovation and the SODET Gold Award for Technology Development. He has also been recognized by the AOC India Chapter for his contributions to electronic warfare systems.

Dr. Kalghatgi is a Member of the Editorial Board of the Institution of Engineering & Technology (IET), UK, and is a Fellow of the Institution of Electronics and Telecommunication Engineers (IETE).

At Avantel Limited, he serves as a Member of the Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Risk Management Committee. He is also a Member of the Audit Committee of IIT Tirupati Navavishkari – Hub Foundation.

He holds 68,875 (0.03%) equity shares in the Company and is not related to any Director, Manager or Key Managerial Personnel of the Company.

**Ms. Harita Vasireddi, Independent Director**

Ms. Harita Vasireddi (51 Years) is the Managing Director of Vimta Labs Limited, a leading contract research and testing organization in India, providing services across food testing, pharmaceutical development and research, environmental testing, and electronics & electrical testing.

She brings over 25 years of extensive experience in the contract research and testing industry, with deep expertise in business strategy, operational leadership, quality management systems and laboratory operations.

She holds a Master of Business Administration (MBA) in Operations Management from Boston College, USA, and a bachelor's degree in Pharmaceutical Sciences from Mysore University, India.

She serves as the Chairperson of the Corporate Social Responsibility Committee of Vimta Labs Limited. At Avantel Limited, she is a Member of the Nomination and Remuneration Committee, Stakeholders' Relationship Committee and Risk Management Committee.

She does not hold any equity shares in the Company and is not related to any Director, Manager or Key Managerial Personnel of the Company.

She does not hold any equity shares in the Company and is not related to any Director or Manager or the Key Managerial Personnel of the Company.

#### 8) Number of Meetings of the Board of Directors

During the financial year ended March 31, 2026, five (5) meetings of the Board of Directors were held on April 26, 2025, May 1, 2025, July 25, 2025, October 18, 2025, and January 25, 2026.

Name of the Director	Number of Board Meetings	
	Held	Attended
Dr. Abburi Vidyasagar	5	5
Mrs. Abburi Sarada	5	5
Mr. Abburi Siddhartha Sagar	5	5
Mr. Myneni Narayana Rao	5	5
Mr. Ramchander Vyasabhattu	5	5
Dr. Ajit Tavanappa Kalghatgi	5	5
Ms. Harita Vasireddi	5	5
Mrs. Mini Ipe*	5	5

**Note:** \* Mrs. Mini Ipe (DIN: 07791184), Independent Director, resigned from the Board with effect from February 21, 2026.

#### 9) Shareholding of Non-Executive Directors

Particulars	No of Shares Held
Mr. Myneni Narayana Rao	Nil
Mr. V. Ramchander	Nil
Dr. Ajit Tavanappa Kalghatgi	68,875
Ms. Harita Vasireddi	Nil
<b>Total</b>	<b>68,875</b>

#### 10) Committees of the Board

Currently, there are 5 Board Committees – The Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee. The ESOP Allotment Committee was constituted for grant of ESOPs and allotment of Shares. The terms of reference of the Board Committees are determined by the Board from time to time. Meetings of each Board, Committee are convened by the Chairman of the respective Committees.

The role and composition of these Committees, including the number of meetings held during the financial year and the related attendance are provided below:

#### 11) Audit Committee

Your Company has in place, an Audit Committee, constituted in accordance with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013,

comprising of members in compliance with the said regulations. The Committee is entrusted with the powers / role as prescribed under Section 177 of the Companies Act, 2013 and regulation 18 read with Part C of Schedule II to SEBI (LODR) Regulations, 2015, The Committee performs its duties and discharges its responsibilities as per its terms of reference and directions if any, given by the Board from time to time.

### **Terms of reference of Audit Committee**

The terms of reference of the Audit Committee are as per Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013 and includes such other functions as may be assigned to it by the Board from time to time.

### **Powers of the Audit Committee includes:**

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it is considered necessary.

### **Role of the Audit Committee includes:**

1. Oversight of Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and if required, the replacement or removal of auditors and fixation of audit fee.
3. Approval of payment to statutory auditors for any other services rendered by them.
4. Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
  - i) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
  - ii) Changes, if any, in accounting policies and practices and reasons for the same.
  - iii) Major accounting entries involving estimates based on the exercise of judgment by management.
  - iv) Significant adjustments made to the financial statements arising out of audit findings.
  - v) Compliance with listing and other legal requirements relating to financial statements.
  - vi) Disclosure of any related party transactions.
  - vii) Review of draft Auditors Report, in particular qualifications / remarks / observations made by the Auditors on the financial statements.
  - viii) Management Discussion and Analysis of financial conditions and result of operations.
5. Review of Statement of significant related party transactions submitted by the management.
6. Review of management letters/letters of internal control weaknesses issued by the statutory auditors.
7. Review of internal audit reports relating to internal control weaknesses.
8. Review of appointment, removal and terms of remuneration of the Chief Internal Auditor.
9. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.

10. Review of the financial statements of subsidiary Companies.
11. Review and monitor the auditor's independence and performance and effectiveness of audit process.
12. Approval or any subsequent modification of transactions of the company with related parties.
13. Scrutiny of inter-corporate loans and investments.
14. Valuation of undertakings or assets of the Company, wherever it is necessary.
15. Evaluation of internal financial controls and risk management systems.
16. To look into the reasons for substantial defaults in the payment to the shareholders (in the case of non-payment of declared dividends) and creditors.
17. 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.
18. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
19. 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.
20. Discussion with internal auditors of any significant findings and follow up there on.
21. Reviewing the risk management policies, practices and 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.
22. 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.
23. To review the functioning of the Whistle Blower Mechanism.
24. Approval of appointment / reappointment / remuneration of CFO (or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background etc. of the candidate.
25. Carrying out any other function as may be mentioned in the terms of reference of the Audit Committee.
26. Quarterly statements of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
27. Annual statements of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

The Audit Committee discharges its functions and obligations on a regular basis and on the occurrence of the events.

**The composition of the Audit Committee and attendance by each Member of the Audit Committee:**

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Mr. Vyasabhattu Ramchander	Chairperson	4	4
Mr. Myneni Narayana Rao	Member	4	4
Dr. Ajit Tavanappa Kalghatgi	Member	4	4

All the members of the Audit Committee are financially literate and have expertise in accounting/ financial management. The Company Secretary of the Company acts as the Secretary of the said Committee. The Chief Financial Officer of the Company, Internal Auditors and Statutory Auditors are invitees to the meetings of the Audit Committee.

**Meetings during the year**

The Audit Committee met 4 times during the previous year, with a gap not exceeding one hundred and twenty days between any two meetings. The said committee met on the following dates:

The Audit Committee meetings were held on April 26, 2025, July 25, 2025, October 18, 2025, and January 25, 2026.

**12) Nomination and Remuneration Committee**

Your Company has in place a Nomination and Remuneration Committee, constituted in accordance with Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of the Companies Act, 2013, comprising of members in compliance with said regulations. The Committee is entrusted with the powers as prescribed under Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II to SEBI (LODR) Regulations, 2015. The Committee performs its duties and discharges its responsibilities as per its terms of reference and directions, if any, given by the Board from time to time.

**Terms of reference:**

The terms of reference of the Nomination and Remuneration Committee are as under:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of the directors, key Managerial Personnel and other employees.
2. Formulation of criteria for evaluation of Independent Directors and the Board.
3. Devising a policy on Board diversity.
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
5. To recommend/review remuneration of Key Managerial Personnel based on their performance and defined assessment criteria.
6. To decide on the elements of the remuneration package of all the Key Managerial Personnel, i.e., salary, benefits, bonus, stock options, pensions etc.
7. Recommendation of fee / compensation if any, to be paid to Non-Executive Directors, including Independent Directors of the Board.
8. Payment / revision of remuneration payable to Managerial Personnel.

9. While approving the remuneration, the committee shall take into account the financial position of the Company, trends in the industry, qualifications, experience and past performance of the appointee.
10. The Committee shall be in a position to bring about objectivity in determining the remuneration package while striking the balance between the interest of the Company and shareholders.
11. Any other functions / powers / duties may be entrusted by the Board from time to time.

The Company has adopted a policy relating to the remuneration for Directors, Key Managerial Personnel and other employees of the Company which is disclosed on the website of the Company [www.avantel.in](http://www.avantel.in)

The Company has paid Remuneration, profit related Commission and Sitting Fee during the Financial Year 2025-26. The Non-Executive Directors are paid Sitting Fees for attending meetings of the Board/Committee meetings.

**The composition of the Nomination and Remuneration Committee and the attendance by each member of the Committee:**

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Mr. Myneni Narayana Rao	Chairman	2	2
Mr. Vyasabhattu Ramchander	Member	2	2
Dr. Ajit Tavanappa Kalghatgi	Member	2	2
Ms. Harita Vasireddi	Member	2	2

**Meetings during the year**

During the Financial Year, Nomination and Remuneration Committee Meetings were held on April 26, 2025, and January 25, 2026.

The main object of this Committee is to identify persons who are qualified to become directors and who may be appointed in senior management of the Company, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance, recommend the remuneration of both the Executive and the Non-Executive Directors to the Board and also the remuneration of Senior Management, one level below the Board. The Committee reviews the remuneration payable to Executive Director(s) and recommends to the Board the same and acts in terms of reference of the Board from time to time.

**13) Mechanism for Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of its own performance and that of its committees as well as performance of the Directors individually. Feedback was sought by way of a structured questionnaire covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance and the evaluation was carried out based on responses received from the Directors.

The evaluation is performed by the Board, Nomination and Remuneration Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

In line with SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004, dated January 5, 2017, the Company has adopted the criteria recommended by the SEBI.

The Directors were given Five Forms for evaluation of the following:

- (i) Evaluation of Board;
- (ii) Evaluation of Committees of the Board;
- (iii) Evaluation of Independent Directors;
- (iv) Evaluation of Managing Director and Executive Directors; and
- (v) Evaluation of Chairman.

The Directors were requested to give following ratings for each criteria:

1. Could do more to meet expectations;
2. Meets expectations; and
3. Exceeds expectations.

The Chairperson, based on the Evaluation done by the Directors, informed that the performance is effective and aligned with the Company's strategic objectives, and they are recommended for continuation as Directors of the Company.

#### **14) Stakeholders Relationship Committee**

The Company has in place a Stakeholders Relationship Committee, constituted in accordance with Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of the Companies Act, 2013, comprising of members in compliance of said regulations. The Committee performs its duties and discharges its responsibilities as per its terms of reference and directions, if any, given by the Board from time to time.

#### **Terms of reference**

The terms of reference of the Stakeholders Relationship Committee are as under:

- a. Redressal of grievances of shareholders, debenture holders and other security holders.
- b. Transfer and transmission of securities.
- c. Dealing with complaints related to transfer of shares, non-receipt of declared dividend, non-receipt of Balance Sheet etc.
- d. Issuance of duplicate shares certificates.
- e. Review of dematerialization of shares and related matters.
- f. Performing various functions relating to the interests of shareholders/investors of the Company as may be required under the provisions of the Companies Act, 2013, SEBI (LODR) Regulations, 2015 with the Stock Exchanges and regulations/guidelines issued by the SEBI or any other regulatory authority. In order to expedite the process and for effective resolution of grievances/complaints, the Committee has delegated powers to the Registrar and Share Transfer Agents i.e., M/s. KFIN Technologies Limited, to redress all complaints/grievances/enquiries of the shareholders/investors. It redresses the grievances/ complaints of shareholders/investors under the supervision of Company Secretary & Compliance Officer of the Company.

The Committee, along with the Registrars and Share Transfer Agents of the Company, follows the policy of attending to the complaints, if any, within seven days from the date of its receipt.

As mandated by SEBI, the Quarterly Reconciliation of Share Capital Audit, highlighting the reconciliation of total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) vis-à-vis the total issued and listed capital is being carried out by a Practicing Company Secretary. This Audit confirms that the total issued, and paid-up capital is in agreement with the total number of shares held in physical and dematerialized form with NSDL and CDSL.

As on March 31, 2026, 26,57,10,850 Equity Shares of Rs.2/- each representing 99.91% of the total number of Shares are in dematerialized form.

As per Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules') read with Section 124 of the Companies Act, 2013, intimations have been sent to shareholders concerned, requesting them to encash their unclaimed dividends failing which the unclaimed dividend and corresponding shares held by them shall be transferred to IEPF Authority.

As required under Section 124 of the Companies Act, 2013 read with the IEPF Rules as amended, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs.

**The composition of the Stakeholders Relationship Committee and the attendance of each Member of the said Committee**

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Mr. Myneni Narayana Rao	Chairman	1	1
Dr. Abburi Vidyasagar	Member	1	1
Ms. Harita Vasireddi	Member	1	1
Mrs. Mini Ipe*	Member	1	1

**Note:** \*Mrs. Mini Ipe (DIN: 07791184), Independent Director, resigned from the Board with effect from February 21, 2026.

During the Financial Year, the Stakeholders Relationship Committee Meeting was held on January 25, 2026.

The Stakeholders Relationship Committee specifically look into various aspects of interest of shareholders, debenture holders (if any) and other security holders.

Mr. D. Rajasekhara Reddy, Company Secretary is appointed as the Compliance Officer of the Company. The Board has authorized the Company Secretary, who is also the Compliance Officer, to approve share transfers/transmission and comply with other formalities in relation thereto. All investor complaints, which cannot be settled at the level of the Compliance Officer, will be placed before the Committee for final settlement.

A total of 244 queries/complaints were received during the year and were totally resolved to the satisfaction of the shareholders. There were no complaints pending for redressal during the year. There were no pending transfers as on March 31, 2026.

**15) Corporate Social Responsibility Committee**

The Company has in place a Corporate Social Responsibility Committee, constituted in accordance with Section 135 of the Companies Act, 2013, comprising of members in compliance of the said Act. The Committee performs its duties and discharges its responsibilities as per its terms of reference and directions, if any, given by the Board from time to time.

## Composition of the Corporate Social Responsibility Committee and attendance by each Member of the Committee

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Mr. Ramchander Vyasabhattu	Chairperson	1	1
Mrs. Abburi Sarada	Member	1	1
Dr. Ajit Tavanappa Kalghatgi	Member	1	1
Mrs. Mini Ipe*	Member	1	1

**Note:** \* Mrs. Mini Ipe (DIN: 07791184), Independent Director, resigned from the Board with effect from February 21, 2026.

The Corporate Social Responsibility Committee meeting was held on April 26, 2025.

The terms of reference of the Corporate Social Responsibility Committee are as under:

- i) formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII to the Companies Act, 2013;
- ii) recommend the amount of expenditure to be incurred on the activities referred to in clause (i) above; and
- iii) monitor the Corporate Social Responsibility Policy of the company from time to time.

### Corporate Social Responsibility Policy

The Company has adopted the Corporate Social Responsibility Policy containing the activities to be undertaken by the Company as part of its CSR programs. The CSR policy is disclosed on the website of the Company [www.avantel.in](http://www.avantel.in)

### 16) ESOP Allotment Committee

During the year, Five Meetings of the ESOP Allotment Committee were held on July 1, 2025, August 19, 2025, December 22, 2025, January 28, 2026, and February 27, 2026.

### Composition, Names of members & Chairperson and Attendance at Meeting

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Smt. Abburi Sarada	Chairperson	5	5
Mr. Abburi Siddhartha Sagar	Member	5	5
Mr. P Srinivasa Rao	Member	5	5

### 17) Risk Management Committee

The Company has in place a Risk Management Committee constituted in accordance with Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 comprising of members in compliance with the said regulations. The Committee performs its duties and discharges its responsibilities as per its terms of reference and directions, if any, given by the Board from time to time.

#### a) Terms of reference:

1. To formulate a detailed Risk Management Policy which shall include:

- a. A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, Environment, Social and Governance related risks), information, cyber security risks or any other risk as may be determined by the Committee.
  - b. Measures for risk mitigation including systems and processes for internal control of identified risks.
  - c. Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
  3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
  4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
  5. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
  6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;
  7. The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with the activities of such committees, as per the framework laid down by the board of directors.

The Company recognises that enterprise risk management is an integral part of good management practice. The purpose of this policy is to articulate our approach and expectations in relation to the management of risk across the organisation. Risk Management is an essential element in achieving business goals and deriving benefits from market opportunities. All employees are responsible for managing risk in so far as it is reasonably practicable within their area of activity.

**b) Composition, name of members & Chairperson, meetings held during the year and attendance at meetings.**

During the year, two (2) meetings of the Risk Management Committee were held on October 18, 2025, and January 25, 2026.

**Composition, Names of members & Chairperson and Attendance at Meetings**

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Mr. Abburi Siddhartha Sagar	Chairman	2	2
Dr. Ajit T. Kalghatgi	Member	2	2
Ms. Harita Vasireddi	Member	2	2
Mr. Vyasabhattu Ramchander	Member	2	2
Mr. P Bala Bhaskar Rao	Member	2	2
Mr. N Srinivas Rao	Member	2	2
Mr. P Srinivasa Rao	Member	2	2

Mr. P Bala Bhaskar Rao is the Chief Risk Officer and Mr. D. Rajasekhara Reddy acts as Secretary to the Committee.

## c) Risk Management Policy

The Company has developed and implementing a risk management policy which includes the identification therein of elements of risk which in the opinion of the board may threaten the existence of the Company. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls.

The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. Furthermore, your Company has set up a robust internal audit function which reviews and ensures the sustained effectiveness of internal financial controls by adopting a systematic approach to its work. The Risk Management Policy of your Company is posted on the website of your Company, and the web link is [www.avantel.in/investors](http://www.avantel.in/investors).

## 18) Remuneration of Directors

The details of remuneration to the Directors for the financial year ended March 31, 2026:

- a. There were no pecuniary relationships or transactions with any Non-Executive Director of the Company.
- b. The criteria for making payment to Non-Executive Directors is available on the website of the Company i.e., [www.avantel.in](http://www.avantel.in)

Name of the Director	Salary	Perquisites and other benefits <sup>1</sup>	Commission <sup>2</sup>	Sitting fee	Total
Dr. Vidyasagar Abburi #	36.00	14.33	86.78	-	137.11
Mrs. Abburi Sarada #	28.77	-	86.78	-	115.55
Mr. A Siddhartha Sagar #	48.00	-	46.51	-	94.51
Mr. Myneni Narayana Rao	-	-	-	3.00	3.00
Mr. V. Ramachander	-	-	-	3.50	3.50
Dr. Ajit T. Kalghatgi	-	-	-	3.50	3.50
Ms. Harita Vasireddi @	-	-	-	-	-
Mrs. Mini Ipe *	-	-	-	1.75	1.75

1. *Perquisites and other benefits include Provident Fund*
2. *Represents commission for the year ended March 31, 2026, which will be paid, subject to deduction of tax after adoption of the accounts and necessary approvals at the AGM.*

Note: # There were no severance fees or stock option plan. The appointments of the Managing Director and Whole-Time Directors are for a period of three years on the basis of terms and conditions laid down in the respective resolutions passed by the Members in the General Meetings. The service contract of Managing Director and Whole-Time Directors are 3 years each with 3 months' notice period.

@ Ms. Harita Vasireddi, an Independent Director, has chosen to forego her sitting fee voluntarily.

\* \* Mrs. Mini Ipe (DIN: 07791184), Independent Director, resigned from the Board with effect from February 21, 2026.

**19) All pecuniary relationship or transactions of the Non-Executive Directors**

The Company has not entered into any pecuniary transactions with the Non-Executive Directors. During the year, the Company has paid a sitting fee to the Non-Executive Directors.

**20) Non-Executive Directors' compensation and disclosures**

All fees/compensation paid to the Non-Executive Directors (including Independent Directors) are recommended by the Nomination and Remuneration Committee and fixed by the Board and approved by the shareholders in the General Meeting, if required and the remuneration paid/payable are within the limits prescribed under the Act.

**21) General Body Meetings****a) The details of date, location and time of the last three Annual General Meetings held are as under:**

Annual General Meetings (AGMs) for the financial year ended March 31, 2025, March 31, 2024, and March 31, 2023, were held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) mode and details regarding time, date, location and special resolutions passed in the respective AGMs are as tabled below:

<b>Financial Year ended</b>	<b>Date, Day and Time of AGM</b>	<b>Venue</b>	<b>Special Resolutions passed at the AGM by the Shareholders</b>
March 31, 2025	Monday, June 23, 2025 at 11:00 A.M	Through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") without the physical presence of the Members at a common venue, in compliance with General Circulars issued by Ministry of Corporate Affairs (MCA Circulars).	<ol style="list-style-type: none"> <li>1. To consider and approve the re-appointment of Dr. Abburi Vidyasagar (DIN: 00026524) as the Managing Director of the Company.</li> <li>2. To consider and approve the re-appointment of Mrs. Abburi Sarada (DIN: 00026543) as the Whole-Time Director of the Company.</li> <li>3. To consider and approve the appointment of Mrs. Mini Ipe (DIN: 07791184) as an Independent Director of the Company.</li> <li>4. To approve the 'Avantel Employees Stock Option Plan 2025'.</li> <li>5. To consider and approve to extend 'Avantel Employees Stock Option Plan 2025' to the employees of its Subsidiary Company(ies).</li> <li>6. To approve grant of Employee Stock Options (ESOPs) equivalent exceeding 1% of the issued share capital of the Company.</li> <li>7. To increase the borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013.</li> <li>8. To create charges on the movable and immovable properties of the Company, both present and future, in respect to borrowings under Section 180 (1)(a) of the Companies Act, 2013.</li> </ol>
March 31, 2024	Thursday, May 30, 2024 at 11:00 A.M	Through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") without the physical presence of the Members at a common	<ol style="list-style-type: none"> <li>1. To consider and approve the re-appointment of Mr. Abburi Siddhartha Sagar (DIN: 02312563) as Whole Time Director of the Company.</li> <li>2. To consider and approve the appointment of</li> </ol>

Financial Year ended	Date, Day and Time of AGM	Venue	Special Resolutions passed at the AGM by the Shareholders
		venue, in compliance with General Circulars issued by Ministry of Corporate Affairs (MCA Circulars).	<p>Dr. Ajit Tavanappa Kalghatgi (DIN: 05300252) as an Independent Director of the Company.</p> <p>3. To consider the appointment of Ms. Harita Vasireddi (DIN: 00242512) as an Independent Director of the Company.</p> <p>4. To consider and approve to amend 'Avantel Employee Stock Option Plan 2023' (the "Plan" or "ESOP 2023").</p> <p>5. To consider and approve to extend 'Avantel Employee Stock Option Plan 2023' (the "Plan" or "ESOP 2023") to the employees of its Subsidiary Company(ies).</p>
March 31, 2023	Friday, June 23, 2023 at 11:00 A.M	Through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") without the physical presence of the Members at a common venue, in compliance with General Circulars issued by Ministry of Corporate Affairs (MCA Circulars).	<b>No Special Resolutions were passed</b>

Mr. M B Suneel, Company Secretary in Practice (M/s. P. S. Rao & Associates), conducted the e-voting process and the Poll during the previous Annual General Meeting in accordance with the law and in a fair and transparent manner.

**b) Extraordinary General Meeting**

Apart from the Annual General Meeting, no other General Meeting was held during the Financial Year.

**c) Postal Ballot**

No resolutions were passed through the postal ballot during the Financial Year.

**22) Means of Communication**

**(a) Quarterly results:**

The quarterly, half-yearly and annual results of the Company were published by your Company in the newspapers within 48 hours of the conclusion of the Board meeting. Annual reports with audited financial statements are sent to the shareholders through permitted mode.

**(b) Newspapers wherein results normally published:**

The results are normally published by your Company in the newspapers (Business Standard / Financial Express) in English version, circulating in the whole of India and in regional newspaper (Prajasakti) in the vernacular language in all editions.

**(c) Any website, where displayed:**

The results are also displayed on your Company's website: [www.avantel.in](http://www.avantel.in)

**(d) Whether it also displays official news releases:**

Official press releases/ news is sent to the Stock Exchanges i.e., BSE Limited, and National Stock Exchange of India Limited, where the shares of your Company were listed and the same are hosted on the website of your Company.

No presentations were made to the Institutional Investors or to Analysts.

**23) General Shareholder Information**

The 36th Annual General Meeting of the Company will be held on Wednesday, June 24, 2026, at 11.00 A.M through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), for details, please refer to the Notice of the AGM.

Financial Calendar : The Financial Year of the Company starts from April 1 and ends on March 31 every year.

**24) Financial Calendar 2026-27**

June 30, 2026 : On or before August 14, 2026

September 30, 2026 : On or before November 14, 2026

December 31, 2026 : On or before February 14, 2027

March 31, 2027 : On or before May 30, 2027

Dividend Payment Date : On or before July 22, 2026

Record Date : June 12, 2026

Listing on Stock Exchange : BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400001, Maharashtra, India.

National Stock Exchange of India Limited, Exchange Plaza,  
Floor 5, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East),  
Mumbai – 400051, Maharashtra, India.

Stock Code (BSE Ltd) : 532406

Stock Code - NSE : AVANTEL

ISIN : INE005B01027

Listing of Debt Instruments on Stock Exchanges and Codes: N.A.

The Annual Listing fees for the year 2025-26 have been paid to the Stock Exchange.

**25) Dematerialization of shares and liquidity**

The shares of the Company are under compulsory demat trading. The Company has made necessary arrangements with NSDL and CDSL for demat facility. As on March 31, 2026, 99.91% of the Company's Shares are dematerialized.

**26) Dematerialization is mandatory for effecting share transfers**

SEBI has vide proviso to Regulation 40(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, mandated that requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. In view of the same, the Company shall not process any requests for transfer of shares in physical mode. Shareholders who desire to demat their shares can get in touch with any Depository Participant having registration with SEBI to open a demat account and follow the procedure for share transfers.

## **27) Share Transfer System**

The requests received for Deletion of Name, Transmission of Shares, Split and issue of duplicate share certificates are processed and dispatched to the shareholders within a maximum period of 30 days from the date of receipt, subject to the documents being valid and complete in all respects. All the valid Deletion of Name, Transmission of Shares, Split and issue of duplicate share certificates are noted at Board Meetings.

The shares of the Company can be transferred / traded only in dematerialised form. Shareholders holding shares in physical form are advised to avail the facility of dematerialisation. During the year, the Company obtained a certificate from a Company Secretary in Practice, certifying that all certificates for transfer, transmission, sub-division, consolidation, renewal, exchange and deletion of names, were issued as required under Regulation 40(9) of the SEBI(LODR) Regulations, 2015. These certificates were duly filed with the Stock Exchanges.

## **28) Remittance of Dividend through Electronic Mode**

The Company provides the facility for remittance of dividends, if any, to Shareholders through NECS (National Electronic Clearing Service) / RTGS (Real Time Gross Settlement) / NEFT (National Electronic Funds Transfer). Shareholders, who have not yet opted for remittance of dividend through electronic mode and wish to avail the same, are required to provide their bank details, including MICR (Magnetic Ink Character Recognition) and IFSC (Indian Financial System Code) to their respective Depository Participants where shares are held in the dematerialized form and the Registrar Transfer Agent in the physical form respectively.

## **29) Bank Details**

Shareholders holding shares in the physical form are requested to advise the Registrar Transfer Agent of change in their address / mandate / bank details to facilitate better service. SEBI has mandated that the physical security holders, whose folio(s) are not updated with the KYC details (any of the details viz., PAN; Choice of Nomination; Contact Details; Mobile Number, Bank Account Details and signature, if any) shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode with effect from April 1, 2024.

## **30) Permanent Account Number (PAN)**

Shareholders holding shares in the physical form are mandatorily required to furnish copy of PAN Card in the following transactions:

- i) Transfer of shares – Transferee and Transferor
- ii) Transmission of shares - Legal heirs' or Nominees'
- iii) Transposition of shares - Joint holders' and
- iv) In case of decease of shareholder - Surviving joint holders'

There are no outstanding Global Depository Receipts / American Depository Receipts or Warrants or any convertible instruments as on March 31, 2026.

**31) Distribution of Shareholding**

Sl. No.	Category	No. of Cases	% of Cases	Total Shares	Amount	% of Amount
1	1 - 5000	1,93,775	97.98	5,24,04,052	10,48,08,104	19.72
2	5001 - 10000	2,206	1.12	1,53,97,951	3,07,95,902	5.80
3	10001 - 20000	943	0.48	1,32,08,161	2,64,16,322	4.97
4	20001 - 30000	322	0.16	79,67,452	1,59,34,904	3.00
5	30001 - 40000	137	0.07	47,78,499	95,56,998	1.80
6	40001 - 50000	80	0.04	36,51,133	73,02,266	1.37
7	50001 - 100000	174	0.09	1,18,85,940	2,37,71,880	4.47
8	100001 & Above	137	0.07	15,64,17,662	31,28,35,324	58.87
	<b>Total</b>	<b>1,97,774</b>	<b>100.00</b>	<b>26,57,10,850</b>	<b>53,14,21,700</b>	<b>100.00</b>

**32) Categories of Shareholders as on March 31, 2026**

Sl.No.	Category of Shareholders	No. of Cases	No. of Shares	Percentage %
1	Promoters	4	9,84,32,202	37.04
2	Alternative Investment Fund	3	24,55,501	0.92
3	Foreign Portfolio - Corp	34	14,68,743	0.55
4	IEPF Authority	1	38,73,000	1.46
5	Resident Individuals	1,92,111	13,42,88,204	50.54
6	Employees	258	16,04,582	0.60
7	Non-Resident Indian Non Repatriable	1,243	36,58,613	1.38
8	Non-Resident Indian Repatriable	1,549	29,64,621	1.12
9	Bodies Corporates	474	87,01,069	3.27
10	HUF	2,095	82,56,314	3.11
11	Trusts	2	8,001	0.00
	<b>Total</b>	<b>1,97,774</b>	<b>26,57,10,850</b>	<b>100.00</b>

**33) Plant Locations:**

- Unit 1: Sy. No.141, Plot No. 47/P, APIIC Industrial Park, Gambheeram (V), Anandapuram (M), Visakhapatnam – 531163, Andhra Pradesh, India.
- Unit 2: E-City, Raviryala Village, Maheshwaram Mandal, Ranga Reddy District, Telangana State, India.
- Unit 3: Survey No. 243 in Kondaparva Village, Visannapeta Mandal, NTR District - 521213, Andhra Pradesh, India.

- Address for Correspondence : The Company Secretary  
Avantel Limited  
Corporate Office: Sy No. 17, Unit No.201 & 202, 2nd Floor, Block - 1,  
Vasavi's Shalom Sky City, Gachibowli, Serilingampally (M), Ranga Reddy  
(D), Hyderabad - 500032, Telangana, India.  
E-mail: [cs@avantel.in](mailto:cs@avantel.in)  
Phone: +91 – 40 6630 5000  
Website: [www.avantel.in](http://www.avantel.in)
- Registrar and Transfer Agents : KFIN Technologies Limited  
Reg. Office: 301, The Centrium, 3rd Floor, 57, Lal Bahadur  
Shastri Road, Nav Pada, Kurla (West), Mumbai, 400 070,  
Maharashtra, India.  
Correspondence Address:  
Selenium Building, Tower-B,  
Plot No 31 & 32, Financial District,  
Nanakramguda, Serilingampally,  
Hyderabad - 500 032, Rangareddy, Telangana State, India.  
Email ID: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)  
Toll Free / Phone Number: 1800 309 4001  
WhatsApp Number: (91) 910 009 4099  
Investor Support Centre: <https://kprism.kfintech.com/>  
KFINTECH Corporate Website: <https://www.kfintech.com>  
RTA Website: <https://ris.kfintech.com>  
KPRISM (Mobile Application): <https://kprism.kfintech.com/signup>  
RTA Search: <https://www.registrarsassociation.com/search>
- Contact Person : KFIN Technologies Limited  
E-mail: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)  
[shyam.kumar@kfintech.com](mailto:shyam.kumar@kfintech.com)  
Phone: 040 – 6716 2222
- Share Transfer System : The Share transfers are affected within one month from the date of lodgment for  
transfer, transmission, Sub-division, consolidation, renewal etc. Such modified  
share certificates are delivered to the shareholders immediately.
- Compliance Certificate : Certificate from M/s. P S Rao & Associates, Company Secretaries, confirming  
compliance with the Conditions of Corporate Governance as stipulated Under  
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is  
attached to the Directors' Report and forms part of this 36th Annual Report.

### 34) Secretarial Audit

1. M/s. P. S Rao & Associates, Practicing Company Secretaries have conducted Secretarial Audit of the Company for the year 2025-26. Their Audit Report confirms that the Company has complied with the applicable provisions of the Companies Act and the Rules made there under SEBI Listing Regulations and other laws applicable to the Company. The Secretarial Audit Report forms part of the Director's Report.
2. M/s. P S Rao & Associates, Practicing Company Secretaries carry out a quarterly Reconciliation of Share Capital Audit, to reconcile the total admitted capital with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) and the total issued and listed capital. The audit confirms that

the total issued/paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with NSDL and CDSL).

3. Compliance under SEBI Listing Regulations pertaining to mandatory requirements and Practicing Company Secretaries Certificate on Corporate Governance is attached herewith.

### **35) Compliance Officer**

Mr. D. Rajasekhara Reddy, Company Secretary, is the Compliance Officer for complying with the requirements of the Securities Laws, Listing Agreements with the Stock Exchanges, SEBI Listing Regulations, 2015 and the Foreign Exchange and Management Act, 1999. He acts as the Secretary to all the mandatory sub-committees of the Board.

### **36) Commodity Price Risk or Foreign Exchange risk and hedging activities**

The Company does not carry on any Commodity Business and has also not undertaken any hedging activities, hence same are not applicable to the Company.

### **37) Code of Conduct**

All the Directors and senior management confirmed the compliance of the code of conduct. The Company has posted the Code of Conduct for Directors and Senior Management on the website <http://www.avantel.in>.

### **38) Meeting of Independent Directors**

During the year, the Independent Directors met on January 25, 2026, inter alia, to discuss:

- Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole.
- Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All of the Independent Directors were present at the Meeting.

### **39) Familiarization Programme for Board Members**

A formal familiarization programme was conducted about the amendments in the Companies Act, 2013, Rules prescribed thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable laws of the Company.

It is the general practice of the Company to notify the changes in all the applicable laws from time to time in every Board Meeting conducted.

The details of such familiarization programs for Independent Directors are posted on the website of the Company [www.avantel.in](http://www.avantel.in)

### **40) Prohibition of Insider trading**

In compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time) and to preserve the confidentiality and prevent misuse of unpublished price sensitive information, the Company has adopted a Code of Conduct for regulating, monitoring and reporting of trading by insiders.

This Code also provides for periodical disclosures from the designated Persons and their immediate Relatives as well as pre-clearance of transactions by such persons as per the thresholds mentioned in the code. The code is

applicable to designated persons and their immediate relatives who are likely or may reasonably be expected to have access to unpublished price sensitive information relating to the Company and the same is being implemented as a robust internal compliance framework.

#### **41) Credit Rating**

Acuité Ratings & Research Limited (“Acuité”) has reaffirmed the Company's long-term rating at 'ACUITE A-' (A minus) and short-term rating at 'ACUITE A2+' (A two plus), with a 'Stable' outlook.

CARE Ratings Limited (“CARE Ratings”) has assigned/reaffirmed the Company's credit ratings, with long-term bank facilities rated **CARE A-** (A minus); Stable and short-term bank facilities reaffirmed at **CARE A2+** (A two plus), with a 'Stable' outlook.

The details of the Credit Rating are available on the website of the Company at [www.avantel.in/investors](http://www.avantel.in/investors).

#### **42) Risk Management**

The Company's risk management approach comprises of the following:

- Governance of Risk
- Identification of Risk
- Assessment and control of Risk

The risks have been prioritized through company-wide exercise. Members of senior management have undertaken ownership and are working on mitigating the same through co-ordination among the various departments, insurance coverage, security policy and personal accident coverage for the lives of all employees. The risks are identified and are discussed by the representatives from various functions.

#### **43) Subsidiary Companies**

M/s. Imeds Global Private Limited, a wholly owned subsidiary of M/s. Avantel Limited. The subsidiaries of the Company function independently, with an adequately empowered Board of Directors and adequate resources. For more effective governance, the minutes of Board Meetings and Financial Statements of subsidiaries of the Company are placed before the Audit Committee and Board of Directors of the Company for their review.

#### **44) CEO and CFO Certification**

The Managing Director and the CFO have given a Certificate to the Board as contemplated in Schedule - V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is separately annexed.

#### **45) Transfer of Shares to Investor Education and Protection Fund**

As per the provisions of Section 124 of the Companies Act, 2013, shares of the shareholders, who have not claimed dividends for a continuous period of 7 years, shall be transferred to Investor Education and Protection Fund Authority account. Accordingly, the Company has transferred 4,58,400 equity shares to Investor Education and Protection Fund during the Financial Year ended March 31, 2026.

**46) The Disclosures of the compliance with Corporate Governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 are as follows:**

Regulation	Particulars of Regulations	Compliance Status (Yes/No)
17	Board of Directors	Yes
17A	Maximum number of Directorships	Yes
18	Audit Committee	Yes
19	Nomination and Remuneration Committee	Yes
20	Stakeholders Relationship Committee	Yes
21	Risk Management Committee	Yes
22	Vigil mechanism	Yes
23	Related Party Transactions	Yes
24	Corporate Governance requirements with respect to Subsidiary of listed entity	Yes
24A	Secretarial Audit and Secretarial Compliance Report	Yes
25	Obligations with respect to Independent Directors	Yes
26	Obligation with respect to Directors and senior management	Yes
27	Other Corporate Governance requirements	Yes
46(2)(b) to (i)	Website	Yes

**47) Information of Senior Management**

Details of Senior Management Personnel as on March 31, 2026, as defined under Regulation 16(1)(d) of SEBI (LODR) Regulations are as follows:

Sl.No.	Employee Name	Designation
1	Mr. Nimmagadda Sreenivasa Rao	Vice President (Technical)
2	Mr. Tatikonda Nageswara Rao	Vice President (Quality Assurance)
3	Gp Capt P Srinivas (Retd)	Vice President (Projects)
4	Mr. P Bala Bhaskar Rao	Vice President (Marketing & Customer Support)
5	Mr. P Srinivasa Rao	General Manager (Finance & Accounts)
6	Mr. D Rajasekhara Reddy	Company Secretary and Compliance Officer

#### 48) Equity Shares in the Unclaimed Suspense Escrow Demat Account:

In terms of Regulation 39 of the SEBI Listing Regulations, the Company does not have any share in the demat Suspense Account.

In terms of SEBI Circular dated January 25, 2022, the details of equity shares lying in the Unclaimed Suspense Escrow Demat Account are as follows:

Sl. No.	Particulars	No. of Shareholders	No. of Shares
1	Opening Balance: Aggregate number of shareholders and the outstanding shares in the suspense escrow account lying at the beginning of the year (i.e. April 1, 2025).	186	7,90,680
2	Less: Number of shareholders who approached listed entity and their shares were transferred from suspense escrow account during the Financial Year 2025-26.	29	1,19,540
3	Less: Number of shareholders whose shares were transferred from suspense escrow account to IEPF during the Financial Year 2025-26.	-	-
4	Aggregate number of shareholders and the outstanding shares in the suspense escrow account lying at the end of the year (i.e. March 31, 2026).	157	6,71,140

Your Company confirms that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

#### 49) Rights Issue and Utilisation of Proceeds

During the financial year under review, the Company successfully completed a Rights Issue in accordance with the provisions of the Companies Act, 2013 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. The Company issued 2,02,26,100 equity shares of face value of ₹2/- each at an issue price of ₹40/- per share (including a premium of ₹38/- per share), aggregating to ₹80.91 Crores, to eligible shareholders in the ratio of 10 equity shares for every 121 equity shares held as on the record date i.e., May 7, 2025. The Rights Issue opened on May 15, 2025, closed on May 28, 2025, and the shares were allotted on May 29, 2025.

The proceeds of the Rights Issue are being utilised towards establishment of new manufacturing facilities, GSaaS infrastructure development and general corporate purposes, in line with the objects stated in the Letter of Offer.

As on March 31, 2026, the Company had utilised ₹76.48 Crores out of the total proceeds of ₹80.91 Crores, while the balance amount of ₹4.43 Crores remained unutilised and is being held in designated bank account(s) for utilisation towards the stated objects of the issue. There has been no deviation or variation in the utilisation of proceeds from the objects stated in the Letter of Offer. The utilisation of proceeds is periodically reviewed by the Audit Committee and monitored by CARE Ratings Limited in compliance with applicable regulatory requirements.

**Other Disclosures**

- a. Transactions with related parties are disclosed in Notes to Accounts in the Financial Statements. All transactions with related parties are at arms' length and in compliance with transfer pricing regulations. Consideration is paid/received through cheque/online payment.

All Related Party Transactions are entered into by the Company only after obtaining the prior approval of the Audit Committee and Board of Directors and are entered into on an Arms' length basis.

In terms of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted a policy to determine Related Party Transactions.

The Policy on Related Party Transactions as approved by the Board is uploaded on the website of the Company [www.avantel.in](http://www.avantel.in)

Material Related Party Transactions:

During the year ended March 31, 2026, there were no materially significant related party transactions, which had potential conflict with the interests of the Company at large. The transactions with related parties are disclosed in Note No.38 to the Annual Accounts.

- b. The Whistle Blower (Vigil) mechanism provides a channel to the employees to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the Codes of Conduct or policy and also provides for adequate safeguards against victimization of employees by giving them direct access to the Chairman of the Audit Committee in exceptional cases. No person has been denied access to the Chairman of the Audit Committee.

The Policy covers malpractices and events which have taken place / suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of Company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers concerning its employees. The Whistle Blower Policy of the Company is also posted on the website of the Company [www.avantel.in](http://www.avantel.in)

- c. The Company does not have any Material Subsidiary.
- d. The Managing Director and the Chief Financial Officer have certified to the Board in accordance with Regulation 33(2)(a) of SEBI Listing Regulations pertaining to CEO/CFO certification for the Financial Year ended March 31, 2026.
- e. A certificate from a Company Secretary in Practice states that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Company by SEBI or Ministry of Corporate Affairs or any such statutory authority is enclosed with this report.
- f. During the year, there has been no such incident where the Board has not accepted the recommendation of the Committees of the Company.
- g. The Company and its subsidiaries have not granted loans and advances in the nature of loans to firms / companies in which directors of the Company are interested.
- h. The Company has complied with the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has complied with the Discretionary Requirements as specified by Regulation 27(1) of SEBI Listing Regulations which are as under:

Reporting of the Internal Auditor: The Internal Auditor of the Company reports directly to the Audit Committee.

- i. There are no Shares lying in Demat Suspense Account.
- j. The Company is not carrying on any commodity price risks and commodity hedging activities.
- k. The Company has complied with the requirement of Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets and there was no instance of non-compliance during the year and is compliant of all the applicable provisions of SEBI (LODR) Regulations except as disclosed under Secretarial Auditors i.e. part of Boards' Report.
- l. There are no agreements entered into by the shareholders or promoters or promoter group entities or related parties or directors or key managerial personnel or employees of the Company or its subsidiaries which either directly or indirectly or has a potential to impact the management or control of the Company by imposing any restrictions or creating any liability upon the Company as specified in Clause 5 A of Paragraph A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- m. Company's practices and procedures meet the applicable Secretarial Standards issued by the Institute of Company Secretaries of India. The Company has complied with all applicable Secretarial Standards issued by the Institute of Company Secretaries of India.
- n. The Company has not raised any funds through preferential allotment or qualified institutions placement during the Financial Year ended March 31, 2026.
- o. During the year ended March 31, 2026, there were no proceeds from public issues, preferential issues, etc.,
- p. Total fees for all services paid by the Company to the statutory auditor FY 2025-26 is set out in Note No.35 of the Standalone Financial Statements, forming part of the Annual Report.
- q. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Your Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The policy aims to provide protection to Employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where Employees feel secure. The Company has also constituted an Internal Committee, known as Anti Sexual Harassment Committee, to address the concerns and complaints of sexual harassment and to recommend appropriate action. Your Company has not received any complaint on sexual harassment during the year.

- r. During the financial year under review, the following instances of non-compliance were observed:
  - Delay in filing of Corporate Governance Report: Delay of one day in filing for the quarter ended June 30, 2015, under Regulation 27. A penalty of ₹1,000/- was levied by BSE Limited and has been duly paid.
  - Delay in prior intimation of Board Meeting: Non-compliance with Regulation 29(2) for the Board Meeting held on May 1, 2025. Penalties of ₹10,000/- each were levied by BSE Limited and National Stock Exchange of India Limited and have been duly paid.

These instances were inadvertent and due to administrative oversight. The Company has strengthened its internal controls to ensure strict compliance going forward.

- s. The Company also complies with the following non-mandatory requirements Regulation 27 of the SEBI Listing Regulations, 2015.
- There are no audit qualifications during the year under review.
  - The Internal auditors report to the Audit Committee every quarter.
- t. Succession Planning: The Nomination and Remuneration Committee works with the Board on succession plan to ensure orderly succession in appointments to the Board and in the senior management. The Company strives to maintain an appropriate balance of skills and experience within Board of Directors and the organisation to introduce new perspectives while maintaining experience and continuity.

The Company has adopted the policy on dissemination of information on the material events to stock exchanges in accordance with the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said policy is available on the website of the Company [www.avantel.in](http://www.avantel.in)

The Company has adopted the policy on preservation of documents in accordance with Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Documents Preservation Policy is available on the website of the Company:

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad  
Date: April 26, 2026

## CODE OF CONDUCT

### **DECLARATION**

As provided under Schedule - V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors and the Senior Management Personnel have confirmed compliance with the Code of Conduct and Ethics for the financial year ended March 31, 2026.

By order of the Board of Directors  
For **Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Place: Hyderabad  
Date: April 26, 2026

**CEO/CFO CERTIFICATION**

We hereby certify that:

- a. We have reviewed the Audited Financial Statements for the Financial Year ended March 31, 2026, and that to the best of our knowledge and belief:
  - i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. The company's accounting software has audit trail functionality (edit log). This feature remained operational throughout the year, capturing a chronological record of all relevant transactions processed within the software.
- e. We have indicated to the Auditors and the Audit Committee that there are no:
  - i. significant changes in internal control over financial reporting during the year;
  - ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**For Avantel Limited**

Sd/-

**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Sd/-

**Abburi Sarada**  
Whole-Time Director / CFO  
DIN: 00026543

Place: Hyderabad  
Date: April 26, 2026

## CERTIFICATE

*[Pursuant to Clause 13 of the Securities Exchange Board of India (Share Based Benefits Employee and Sweat Equity) Regulations, 2021]*

To  
The Members of  
**Avantel Limited**  
Sy. No. 141, Plot No. 47/P,  
APIIC Industrial Park, Gambheeram (V),  
Anandapuram (M), Visakhapatnam - 531163,  
Andhra Pradesh, India.

**Certificate in accordance with Clause 13 of Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“hereinafter referred as “SEBI (SBEBASE) Regulations 2021”)**

We, P S Rao & Associates, Practicing Company Secretaries, Hyderabad, the Secretarial Auditors of Avantel Limited (“the Company”) appointed by Company in terms of Section 204 of the Companies Act, 2013 read with the Rule 8 of the Companies (Meeting of the Board and its Powers) Rules, 2014, hereby state that we have examined the **AVANTEL LIMITED EMPLOYEE STOCK OPTION PLAN – 2023**, hereinafter referred as “**the Scheme**”, other relevant records and documents and based on the information and explanations provided to us and to be of our knowledge and belief, we confirm that the Scheme is in compliance with and being implemented in accordance with the provisions SEBI (SBEBASE) Regulations 2021.

This Certificate is issued on the request of the management of the Company and is solely for the purposes as stated in SEBI (SBEBASE) Regulations 2021. This Certificate should not be used for any other purposes.

For **P S Rao & Associates**,  
Company Secretaries  
ICSI Unique Code: P2001TL078000  
PR No.6678/2025

Place: Hyderabad  
Date: April 26, 2026

Sd/-  
**M B Suneel**  
ACS No.: 31197  
C.P. No.: 14449  
UDIN: A031197H000203193

**CERTIFICATE**

*(Pursuant to Schedule V(C)(10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)*

To  
The Members of  
**Avantel Limited**  
Sy. No. 141, Plot No. 47/P,  
APIIC Industrial Park, Gambheeram (V),  
Anandapuram (M), Visakhapatnam - 531163,  
Andhra Pradesh, India.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s. Avantel Limited having CIN: L72200AP1990PLC011334 and having a registered office situated at Sy. No. 141, Plot No. 47/P, APIIC Industrial Park, Gambheeram (V), Anandapuram (M), Visakhapatnam – 531163, Andhra Pradesh, India (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with the Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

S.No.	Name of the Director	Designation	DIN
1.	Dr. Abburi Vidyasagar	Chairman & Managing Director	00026524
2.	Mrs. Abburi Sarada	Whole-Time Director & Chief Financial Officer	00026543
3.	Mr. Abburi Siddhartha Sagar	Whole-Time Director	02312563
4.	Mr. Myneni Narayana Rao	Non-Executive Director (Independent Director)	00577494
5.	Mr. Vyasabhattu Ramchander	Non-Executive Director (Independent Director)	03400005
6.	Ms. Harita Vasireddi	Non-Executive Director (Independent Director)	00242512
7.	Dr. Ajit Tavanappa Kalghatgi	Non-Executive Director (Independent Director)	05300252

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

For **P S Rao & Associates,**  
Company Secretaries  
ICSI Unique Code: P2001TL078000  
PR No.6678/2025

Sd/-  
**M B Suneel**  
ACS No.: 31197  
C.P. No.: 14449  
UDIN: A031197H000203226

Place: Hyderabad  
Date: April 26, 2026

**CERTIFICATE ON CORPORATE GOVERNANCE**

*(Pursuant to Schedule V(E) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)*

To  
The Members of  
**Avantel Limited**  
Sy. No. 141, Plot No. 47/P,  
APIIC Industrial Park, Gambheeram (V),  
Anandapuram (M), Visakhapatnam - 531163  
Andhra Pradesh, India.

We have examined the compliance of conditions of Corporate Governance by M/s. Avantel Limited ('the Company') for the year ended 31st March, 2026 as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as referred to in Regulation 15(2) of the Listing Regulations.

The compliance of conditions of Corporate Governance is the responsibility of management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.

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

For **P S Rao & Associates,**  
Company Secretaries  
ICSI Unique Code: P2001TL078000  
PR No.6678/2025

Sd/-

**M B Suneel**

ACS No.: 31197

C.P. No.: 14449

UDIN: A031197H000203215

Place: Hyderabad  
Date: April 26, 2026

## Independent Auditor's Report

**To the Members of Avantel Limited**

**Report on the Audit of the Standalone Financial Statements**

### Opinion

We have audited the accompanying standalone financial statements of **Avantel Limited** (“the Company”), which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the “Standalone Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, (“Ind AS”) and other 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, changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor's Response
<p><b>Fair value assessment of trade receivables</b></p> <p>Trade receivables comprise a significant portion of the liquid assets of the Company.</p> <p>The trade receivables are mostly dues receivable from Government and allied Government agencies hence not impaired. There was no provision made on the trade</p>	<p><b><u>Principal Audit Procedures</u></b></p> <p>We assessed the validity of material long outstanding receivables which are Nil by reviewing the customer ledger during current year. We also considered payments received subsequent to year-end, and unusual patterns if any were reviewed to identify potentially impaired balances. The assessment of the appropriateness of the allowance for trade receivables comprised a variety of audit procedures across the Group including:</p>

Key Audit Matter	Auditor's Response
<p>receivable in the previous year. The most significant portion of the trade receivables less than one year comprises which are dues from Government and Government agencies hence not impaired. Accordingly, the estimation of the allowance for trade receivables is a significant judgment area and is therefore considered a key audit matter.</p>	<ul style="list-style-type: none"> <li>• Challenging the appropriateness and reasonableness of the assumptions applied in the directors' assessment of the receivables allowance;</li> <li>• Consideration and concurrence of the agreed payment terms;</li> <li>• Verification of receipts from trade receivables subsequent to year-end; and</li> <li>• Considered the completeness and accuracy of the disclosures.</li> </ul> <p>To address the risk of management bias, we evaluated the results of our procedures against audit procedures on other key balances to assess whether or not there was an indication of bias.</p> <p>We were satisfied that the Company's trade receivables are fairly valued and no provision is deemed to be required against these receivables.</p>
<p><b>Revenue recognition</b></p> <p>The Company applies judgment to determine whether each goods, software product or services promised to a customer are capable of being distinct, and are distinct in the context of the contract, if not, the promised goods, software product or services are combined and accounted as a single performance obligation. The Company allocates the arrangement consideration to separately identifiable performance obligation deliverables based on their selling price determined in contract.</p> <p>The accuracy and of revenue amounts recorded is an inherent industry risk</p> <p>Disclosures relating revenue recognition are in Note 25.</p>	<p><b><u>Principal Audit Procedures</u></b></p> <p>Our audit procedures in respect of this area included:</p> <p>We evaluated the effectiveness of key controls over the capture and measurement of revenue transactions across all material revenue streams</p> <p>Testing controls over software product sales including:</p> <ul style="list-style-type: none"> <li>- documentation evidencing internal and third party physical inspection and confirmation of complete status;</li> </ul> <p>We evaluated the adequacy of the disclosures included in Note 25.</p>

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

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

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

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone

Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

## **Responsibility 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 Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## **Auditor's Responsibilities for the Audit of the standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Standalone 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 Standalone Financial Statements.

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

- Identify and assess the risks of material misstatement of the Standalone 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 financial 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 with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone 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 Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act based on our audit, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of 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 Indian Accounting Standards prescribed under Section 133 of the Act.
  - (e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

- (f) With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure-A”. Our report express an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid or provided by the company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position in its standalone financial statements;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there are any material foreseeable losses;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
  - iv.
    - (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
    - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
    - (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
  - v. As stated in Note 44 to the standalone financial statements:
    - (a) the dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.
    - (b) The Board of Directors of the Company have proposed dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

- vi. Based on our examination, which included test checks, the company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software system. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.
2. As required by the Companies (Auditor's Report) Order, 2020, ("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.

For **Grandhy & Co**  
Chartered Accountants  
Firm Registration No.001007S

Sd/-  
**Naresh Chandra Gelli**  
Partner  
Membership No. 201754

UDIN: 26201754INDNIJ3850

Place : Hyderabad  
Date : April 26, 2026

## **Annexure “A” to the Independent Auditor's Report**

(Referred to in paragraph 1(f) under 'Report on Other Legal Regulatory Requirements' section of our report to the Members of the Company 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 **Avantel Limited** (“the Company”) as of 31 March 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Management's and Board of Directors' Responsibility for Internal Financial Controls**

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to Standalone Financial Statements 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 (“ICAI”). 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.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements 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 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 with reference to Standalone Financial Statements. 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 with reference to Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone Financial Statements included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the 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 with reference to Standalone Financial Statements.

#### **Meaning of Internal Financial Controls with reference to Standalone Financial Statements**

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 with reference to Standalone Financial Statements**

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 with reference to Standalone Financial Statements to future periods are subject to the risk that the internal financial control with reference to Standalone Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at 31 March 2026, based on the internal control with reference to Standalone Financial Statements 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 **Grandhy & Co**  
Chartered Accountants  
Firm Registration No. 001007S

Sd/-  
**Naresh Chandra Gelli**  
Partner  
Membership No. 201754

UDIN: 26201754INDNIJ3850

Place : Hyderabad  
Date : April 26, 2026

## Annexure “B” to the Independent Auditor's Report

(Referred to in Paragraph 2 under 'Report on Other Legal Regulatory Requirements' section of our report to the Members of Avantel Limited of even date)

To the best of our information and according to the explanations provided to us by the company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of the Company's Property, Plant and Equipment, right-to-use assets and Intangible Assets:
  - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.
  - (B) The Company has maintained proper records showing full particulars of intangible assets.
  - (b) According to the information and explanations given to us and the records of the company examined by us, the property, plant and equipment have been physically verified by the management in a periodical manner, which in our opinion is reasonable, having regard to the size of the Company and the nature of its business. No material discrepancies were noticed on such physical verification.
  - (c) Based on our examination of registered sale deeds and other documents, the title deeds of all the immovable properties disclosed in the financial statements are held in the name of the Company.
  - (d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
  - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- ii.
  - (a) The inventory has been physically verified by the management during the year. In our opinion, the coverage, frequency and procedure of such verification is reasonable and adequate in relation to the size of the Company and the nature of its business. The discrepancies noticed on verification between the physical stocks and the book records were not exceeding 10% in the aggregate for each class of inventory and have been properly dealt with in the books of account.
  - (b) The Company is sanctioned working capital limits in excess of Rs. 5 Crore from banks on the basis of security of current assets. Further, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company.
- iii. During the year, the Company has made investments in a company. The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
  - (a) During the year, the Company has not provided loans or advances in the nature of loans or stood guarantee or provided security to any other entity.
  - (b) In our opinion, the investments made during the year are, prima facie, not prejudicial to the Company's interest.
  - (c) The Company has not granted any loans and advances in the nature of loans. Hence reporting under clause 3(iii)(c),(d),(e) and (f) of the order is not applicable.

- iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
- v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- vi. We have broadly reviewed the cost records maintained by the Company as prescribed under subsection (1) of section 148 of the Act, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- vii. In respect of statutory dues:
- a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.
- There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.
- b) As per the information and explanations given to us and based on records examined by us there were no undisputed amounts outstanding amounts referred in sub-clause (a) above and hence clause 3(vii)(b) of the order is not applicable.
- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. a) The Company has not defaulted in repayment of loans taken from the banks. The Company has not taken loans from financial institutions and Government.
- b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- c) According to the information and explanations given to us, term loans availed by the company were applied for the purposes for which the loans were obtained.
- d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary.
- f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiary.
- x. a) During the year, the Company has raised funds by way of rights issue. In our opinion and according to the information and explanations given to us, the funds so raised have been applied for the purpose for which they were raised.
- b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

- xi. a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- c) As represented to us by the management, there are no whistle blower complaints received by the company during the year.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the Standalone financial statements as required by the applicable accounting standards.
- xiv. a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. a) There is no amount to be spent for other than ongoing projects towards Corporate Social Responsibility (CSR). Hence, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

- b) The Company does not have ongoing projects relating to CSR. Hence reporting under clause 3(xx)(b) of the Order is not applicable.

For **Grandhy & Co**  
Chartered Accountants  
Firm Registration No. 001007S

Sd/-  
**Naresh Chandra Gelli**  
Partner  
Membership No. 201754

UDIN: 26201754INDNIJ3850

Place : Hyderabad  
Date : April 26, 2026

## STANDALONE BALANCE SHEET AS AT MARCH 31, 2026

(In ₹ Lakhs)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, Plant and Equipment	2	16,245.96	9,067.61
(b) Capital work-in-progress	3	593.58	454.29
(c) Right-to-use Asset	4	-	431.82
(d) Financial Assets			
(i) Investments	5	4,310.00	3,000.00
(ii) Others	6	456.44	289.61
(e) Deferred tax Assets (net)	7	4.45	57.54
<b>Current Assets</b>			
(a) Inventories	8	9,147.77	6,003.10
(b) Financial Assets			
(i) Trade Receivables	9	7,101.23	7,108.88
(ii) Cash & Cash Equivalents	10	548.44	188.34
(iii) Bank Balances other than (iii) above	11	376.32	577.75
(iv) Others (Int accrued on employee loans & term deposits)	12	79.26	70.87
(c) Current Tax Assets (Net)	13	-	0.37
(d) Other Current Assets	14	3,838.09	2,525.47
<b>Total Assets</b>		<b>42,701.54</b>	<b>29,775.65</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	15	5,314.28	4,894.78
(b) Other Equity	16	30,336.17	19,906.38
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	17	1,232.84	1,200.00
(ii) Lease Liabilities	18	-	521.87
(b) Provisions	19	55.64	98.01
(c) Deferred Tax Liability (Net)			
<b>Current liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	20	2,205.11	910.93
(ii) Trade payables	21		
(a) Total outstanding dues of Micro enterprises and small enterprises		73.13	-
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		105.07	192.90
(iii) Other Financial Liabilities	22	2,520.65	1,677.09
(b) Current Tax Liabilities (Net)	23	151.14	85.74
(c) Other current liabilities	24	707.51	287.95
<b>Total Equity and Liabilities</b>		<b>42,701.54</b>	<b>29,775.65</b>
<b>Material Accounting Policies</b>	<b>1</b>		

per our report of even date  
**for GRANDHY & CO**  
Chartered Accountants  
Firm Registration No. 001007S

for and on behalf of **AVANTEL LIMITED**

Sd/-  
**CA Naresh Chandra Gelli**  
Partner  
ICAI Membership No. 201754

Sd/-  
**Dr. Abhuri Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Sd/-  
**V Ramchander**  
Director  
DIN: 03400005

Place: Hyderabad  
Date: April 26, 2026

Sd/-  
**Abhuri Sarada**  
Whole-Time Director & CFO  
DIN: 00026543

Sd/-  
**D Rajasekhara Reddy**  
Company Secretary  
M.No. F13605

## STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

(In ₹ Lakhs)

Particulars	Note No	Year Ended March 31, 2026	Year Ended March 31, 2025
<b>Income</b>			
i) Revenue From Operations	25	22,135.23	24,848.36
ii) Other Income	26	245.67	176.23
<b>Total Income</b>		<b>22,380.90</b>	<b>25,024.58</b>
<b>Expenses</b>			
i) Cost of materials consumed	27	7,678.49	8,321.82
ii) Changes in inventories of finished goods, work-in-progress and stock-in-trade	28	(1,246.02)	(1,980.62)
iii) Employee benefits expense	29	4,794.67	5,198.34
iv) Manufacturing Expenses	30	2,539.21	2,002.95
v) Research and Development Expenses	31	1,063.89	366.50
vi) Selling and Distribution Expenses	32	429.00	308.58
vii) Depreciation and amortization expense	33	1,803.49	1,139.09
viii) Finance Cost	34	563.31	303.52
ix) Administrative & Other Expenses	35	1,537.64	1,092.83
<b>Total expenses</b>		<b>19,163.68</b>	<b>16,753.02</b>
<b>Profit/(loss) before exceptional items and tax</b>		3,217.21	8,271.56
Exceptional Items			
<b>Profit Before Tax</b>		3,217.21	8,271.56
Tax Expenses		967.23	2,280.01
- Current Tax		824.89	2,179.38
- Prior Period Adjustments		98.65	142.23
- Deferred Tax		43.70	(41.60)
<b>Profit/(loss) for the period from continuing operations</b>		2,249.98	5,991.55
Profit/(loss) from discontinued operations		-	-
Tax expense of discontinued operations		-	-
<b>Profit/(loss) from discontinued operations after tax</b>		-	-
<b>I Profit/(loss) for the Period</b>		<b>2,249.98</b>	<b>5,991.55</b>
<b>II Other Comprehensive Income</b>			
i) <b>Items that will not be reclassified to profit or loss</b>			
Remeasurment of defined benefit plan		(7.52)	(44.84)
Tax on the above		(7.50)	9.86
		<b>(15.02)</b>	<b>(34.98)</b>
ii) <b>Items that will be reclassified to profit or loss</b>			
Other Comprehensive Income		<b>(15.02)</b>	<b>(34.98)</b>
<b>III Total Comprehensive Income for the period</b>		<b>2,234.96</b>	<b>5,956.56</b>
<b>IV Earnings per equity share :</b>			
<b>Equity Shares of par value ₹ 2/- each</b>			
(1) Basic (₹)		<b>0.82</b>	<b>2.58</b>
(2) Diluted (₹)		<b>0.82</b>	<b>2.36</b>

per our report of even date  
for **GRANDHY & CO**  
Chartered Accountants  
Firm Registration No. 001007S

for and on behalf of **AVANTEL LIMITED**

Sd/-  
**CA Naresh Chandra Gelli**  
Partner  
ICAI Membership No. 201754

Sd/-  
**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Sd/-  
**V Ramchander**  
Director  
DIN: 03400005

Place: Hyderabad  
Date: April 26, 2026

Sd/-  
**Abburi Sarada**  
Whole-Time Director & CFO  
DIN: 00026543

Sd/-  
**D Rajasekhara Reddy**  
Company Secretary  
M.No. F13605

## STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
<b>Cash flow from operating activities</b>		
Profit before income tax from		
Continuing operations	3,217.21	8,271.56
Discontinued operations	-	-
<b>Profit before income tax including discontinued operations</b>	<b>3,217.21</b>	<b>8,271.56</b>
Adjustments for		
Depreciation and amortization expense	1,803.49	1,139.09
Gain on disposal of property, plant and equipment	-	-
Written off assets	2.41	0.78
Dividend and interest income classified as investing cash flows	(122.43)	(95.17)
Finance costs	563.31	303.52
Employee Compensation Expenses(ESOP)	679.35	1,456.63
Other Comprehensive Income	(7.52)	(44.84)
	<b>6,135.84</b>	<b>11,031.57</b>
<b>Change in operating assets and liabilities, net of effects from purchase of controlled entities and sale of subsidiary:</b>		
(Increase)/decrease in trade receivables	7.65	(698.55)
(Increase)/decrease in inventories	(3,144.68)	(1,421.43)
(Increase)/decrease in other financial assets	(8.39)	(10.86)
(Increase)/decrease in other non-current assets	-	-
(Increase)/decrease in other current assets	(1,312.62)	(511.73)
Increase /(decrease) in trade payables	(14.70)	(390.88)
Increase/(decrease) in provisions	(42.36)	37.12
Increase/(decrease) in other current liabilities	419.56	2.94
Increase/(decrease) in financial liabilities	843.56	25.70
Increase/(decrease) in other non current liabilities	-	-
<b>Cash generated from operations</b>	<b>2,883.86</b>	<b>8,063.89</b>
Income taxes paid	(851.11)	(3,054.36)
<b>Net cash inflow from operating activities</b>	<b>2,032.75</b>	<b>5,009.53</b>
<b>Cash flows from investing activities</b>		
Payments for property, plant and equipment	(9,023.85)	(6,262.38)
Increase in Capital Work in Progress	(139.29)	1,137.38
Increase in Term deposits	34.60	625.68
Proceeds from sale of property, plant and equipment	8.00	47.09
Increase in Investments	(1,310.00)	(1,300.05)
Interest received	122.43	95.17
<b>Net cash outflow from investing activities</b>	<b>(10,308.11)</b>	<b>(5,657.12)</b>

<b>Cash flows from financing activities</b>		
Proceeds from exercise of Rights Issue		
- Share Capital	404.52	-
- Share Premium	7,685.92	-
Proceeds from exercise of Employees Stock options		
- Share Capital	14.98	29.32
- Share Premium	340.04	703.80
Increase/(decrease) in Non Current borrowings	32.84	1,200.00
Increase/(decrease) in Current borrowings	1,294.18	(239.46)
Interest paid	(537.49)	(233.19)
Payment of lease obligations	(69.60)	(148.62)
Dividends paid to Company's share holders	(529.92)	(486.54)
<b>Net cash inflow (outflow) from financing activities</b>	<b>8,635.46</b>	<b>825.31</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>360.10</b>	<b>177.72</b>
Cash and cash equivalents at the beginning of the financial year	188.34	10.62
Effects of exchange rate changes on cash and cash equivalents	-	-
<b>Cash and cash equivalents at end of the year</b>	<b>548.44</b>	<b>188.34</b>

per our report of even date  
**for GRANDHY & CO**  
Chartered Accountants  
Firm Registration No. 001007S

for and on behalf of **AVANTEL LIMITED**

Sd/-  
**CA Naresh Chandra Gelli**  
Partner  
ICAI Membership No. 201754

Sd/-  
**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Sd/-  
**V Ramchander**  
Director  
DIN: 03400005

Place: Hyderabad  
Date: April 26, 2026

Sd/-  
**Abburi Sarada**  
Whole-Time Director & CFO  
DIN: 00026543

Sd/-  
**D Rajasekhara Reddy**  
Company Secretary  
M.No. F13605

**Standalone Statement of changes in Equity for the period ended 31.03.2026**

**A. Equity Share Capital**

Particulars	As at March 31, 2026		As at March 31, 2025	
	No of Shares	Amount	No of Shares	Amount
Opening Equity Shares	24,47,35,820	4,894.72	24,32,69,580	4,865.39
Changes in Equity Share Capital during the year	2,09,75,030	419.50	14,66,240	29.32
Add: Forfeited Shares (Amount originally paid up)	-	0.06	-	0.06
<b>Closing balance</b>	<b>26,57,10,850</b>	<b>5,314.28</b>	<b>24,47,35,820</b>	<b>4,894.78</b>

**B. Other Equity as at March 31, 2026**

Particulars	Share application money pending allotment	Share Based Payment Reserve	Reserves and Surplus				Total
			General Reserve	Capital Reserve	Security Premium	Retained Earnings	
Balance at the beginning of the reporting period	-	1,330.71	-	-	1,437.16	17,138.52	19,906.38
Changes During the Year	-	(293.21)	1,107.59	-	7,910.38	-	8,724.75
Total comprehensive income for the year	-	-	-	-	-	2,234.96	2,234.96
Dividend	-	-	-	-	-	(529.92)	(529.92)
Unamortized premium on forward contract	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-
Any other changes : Capitalisation of Profits by giving Bonus Shares	-	-	-	-	-	-	-
<b>Balance at the end of the reporting period</b>	<b>-</b>	<b>1,037.50</b>	<b>1,107.59</b>	<b>-</b>	<b>9,347.54</b>	<b>18,843.55</b>	<b>30,336.17</b>

B. Other Equity as at March 31, 2025	Share application money pending allotment	Share Based Payment Reserve	Reserves and Surplus				Total
			General Reserve	Capital Reserve	Security Premium	Retained Earnings	
Balance at the beginning of the reporting period	-	607.20	-	-	0.24	11,668.49	12,275.94
Changes During the Year	-	723.51	-	-	1,436.92	-	2,160.42
Total comprehensive income for the year	-	-	-	-	-	5,956.56	5,956.56
Dividend	-	-	-	-	-	(486.54)	(486.54)
Unamortized premium on forward contract	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-
Any other changes : Capitalisation of Profits by giving Bonus Shares	-	-	-	-	-	-	-
<b>Balance at the end of the reporting period</b>	-	<b>1,330.71</b>	-	-	<b>1,437.16</b>	<b>17,138.52</b>	<b>19,906.38</b>

## Note 1: NOTES TO STANDALONE FINANCIAL STATEMENTS

### COMPANY OVERVIEW AND MATERIAL ACCOUNTING POLICIES:

#### A. Company Overview

Avantel Limited is a company engaged in manufacturing of wireless front-end, Satellite Communication, Embedded systems, Signal Processing, Network management and Software development and rendering related customer support services, and having an in-house R&D facility at Visakhapatnam, Andhra Pradesh. The Company is incorporated and domiciled in India and has its registered office at 141, Plot No.47/P, APIIC Industrial Park, Gambheeram(V), Anandapuram (M), Visakhapatnam Andhra Pradesh, India. The Company has been in Bombay Stock Exchange (BSE) and NSE Limited.

The Standalone Financial Statements are approved by the Board of Directors on April 26, 2026.

#### B. Basis of Preparation of Financial Statements:

These standalone financial statements are prepared in accordance with Indian Accounting Standard (Ind AS) under the historical cost convention on accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ("the Act") and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

The accounting policies have been consistently applied, except in cases where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard necessitates a change in the previously used accounting policy. The material accounting policy information used in preparing the audited financial statements has been disclosed below.

#### C. Basis of Measurement

These Standalone financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain assets and liabilities which have been measured at fair value as per Ind AS. All assets and liabilities are classified into current and non-current generally based on the nature of product/activities of the company and the normal time between acquisition of assets/liabilities and their realization/settlement in cash or cash equivalent. The company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

The Standalone financial statements are presented in Indian Rupees (INR) being the functional currency of the Company.

#### D. Use of Estimates

The preparation of Standalone financial statements in conformity with Ind AS requires management to make estimates, judgments' and assumptions (including revisions, if any). These estimates, judgments and assumptions affect the application of accounting policies and reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of financial statements and the reported amounts of revenue and expenses during the period.

Appropriate changes in the estimates are made as management becomes aware of changes in circumstances. Changes in the estimates are reflected in the financial statements in the period in which changes are made.

#### E. Revenue of Recognition:

The Company earns revenue primarily from manufacturing of wireless front-end, Satellite Communication, Embedded systems, Signal Processing, Network management and Software development and rendering related customer support services.

Revenue is recognized by the company when the company satisfies a performance obligation by transferring a promised good or service to its customers. Asset/goods/services are considered to be transferred when the customer obtains control of those asset/goods/services.

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the Company's activities. Revenue is shown net of GST, returns, rebates and discounts.

Sale of products - (own manufactured). Revenue is recognized when the significant risks and rewards of ownership of the products have passed to the buyer, which is considered to be upon delivery under the contractual terms, and when the amount of revenue can be measured reliably.

Contracts with customers includes subcontractor services or third-party vendor equipment or software in certain integrated services arrangements. In these types of arrangements, revenue from sales of third-party vendor products or services is recorded net of costs when the Company is acting as an agent between the customer and the vendor and gross when the Company is the principal for the transaction. In doing so, the Company first evaluates whether it obtains control of the specified goods or services before they are transferred to the customer. The Company considers whether it is primarily responsible for fulfilling the promise to provide the specified goods or services, inventory risk, pricing discretion and other factors to determine whether it controls the specified goods or services and therefore, is acting as a principal or an agent.

Provisions for estimated losses, if any, on incomplete contracts are recorded in the period in which such losses become probable based on the estimated efforts or costs to complete the contract.

Revenue from time and material and job contracts is recognized on output basis measured by units delivered, efforts expended, number of transactions processed, etc. Revenue related to fixed price maintenance and support services contracts where the Group is standing ready to provide services is recognized based on time elapsed mode and revenue is straight lined over the period of performance.

Interest income is recognized using the effective interest rate method.

#### **F. Property Plant and Equipment:**

Property, Plant and Equipment are stated at cost net of GST, if any and subsequently at cost less depreciation and impairment losses if any.

Depreciation on all assets is provided on the "Straight Line Method" over the useful lives of the assets estimated by the Management. Depreciation for assets purchased/sold during the period is proportionately charged. Individual low-cost assets (acquired for Rs. 5,000/- or less) are depreciated at 100 % in the year of acquisition/ purchase.

The Management estimates the useful lives for fixed assets as follows:

- (i) Buildings -- 20 Years
- (ii) Computers -- 3 Years
- (iii) Furniture & Fixtures -- 5 Years
- (iv) Plant & Machinery -- 4 Years
- (v) Vehicles -- 4 Years
- (vi) Leasehold improvements – amortized over the period of lease

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

## **G. Inventories**

Inventories are valued at lower of cost or net realizable value.

Basis of determination of cost remain as follows:

- (i) Raw Materials, Packing materials, Stores & Spares: - On FIFO basis.
- (ii) Work-in-process: At cost of inputs plus overheads up to the stage of completion.
- (iii) Finished goods are valued at lower of cost or net realizable value.

## **H. Impairment:**

Property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets.

As at the end of each Balance Sheet date, the carrying amount of assets is assessed as to whether there is any indication of impairment. If the estimated recoverable amount is found less than its carrying amount, the impairment loss is recognized and assets are written down to their recoverable amount.

## **I. Foreign Exchange Transactions/Translation**

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees (rounded off to lakhs)

Transactions in foreign currencies are accounted at functional currency, at the exchange rate prevailing on the date of transactions. Gains/losses arising out of the fluctuations in the exchange rate between functional currency and foreign currency are recognized in the Statement of Profit & Loss in the period in which they arise. The fluctuations between foreign currency and functional currency relating to monetary items at the year ending are accounted as gains / losses in the Statement of Profit & Loss.

## **J. Research and Development**

All expenses incurred for Research & Development are charged to revenue as incurred. Capital Expenditure incurred during the year on Research & Development is shown as additions to Fixed Assets.

## **K. Provisions, Contingent Assets/ Contingent Liabilities**

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Show cause notices issued by Government Authorities where the probability of outflow of economic resources is remote are not considered as obligations. When the demands are raised against show-cause notices and are disputed by the company, these are treated as disputed obligations along with other contingent liabilities. Such contingent liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

**Warranty Provisions:** Provisions for Warranty related costs are recognized when the product is sold or service is provided. Provision is based on historical experience. The estimate of such warranty related costs is revised annually.

## **L. Leases**

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii)

the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset (“ROU”) and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

As a lessee, the Company determines the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

Right-of-use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

If modifications or reassessments occur, the lease liability and right of use asset are re-measured. Right of use assets are depreciated over the shorter of the useful life of the asset or the lease term.

#### **M. Income Tax:**

Income tax expense represents the sum of current tax payable and deferred tax.

**Current Tax:** The tax currently payable is based on the current year taxable profit for the year. The current tax is calculated using the tax rates that have been enacted or substantively enacted at the end of the reporting period.

**Deferred tax:** Deferred tax is provided using the Balance Sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that the taxable profits will be available against which those deductible temporary differences can be

utilized. Deferred tax is calculated using the tax rates that have been enacted or substantively enacted at the end of the reporting period. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

## **N. Earnings per Share**

The Company presents basic and diluted earnings per share data for its ordinary shares. Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year, adjusted for own shares held. Diluted earnings per share is determined by adjusting the profit or loss attribute to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

## **O. Employee benefits:**

**Defined Contribution Plans:** Payments made to a defined contribution plan such as provident Fund are charged as an expense in the Profit and Loss Account as they fall due.

**Defined Benefit Plans:** Company's liability towards gratuity to past employees is determined using the projected unit credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Past services are recognized on a straight-line basis over the average period until the amended benefits become vested. Actuarial gain and losses are recognized immediately in the statement of profit and loss Account as income or expense. Obligation is measured at the present value of estimated future cash flows using a discounted rate that is determined by reference to market yields at the Balance Sheet date on Government Securities where the currency and terms of the Government Securities are consistent with the currency and estimate terms of the defined benefit obligations.

## **P. Financial Instruments:**

### Non-derivative financial instruments

Non-derivative financial instruments consist of:

- i) financial assets, which include cash and cash equivalents, trade receivables, other advances and eligible current and non-current assets;
- ii) Financial liabilities, which include long and short-term loans and borrowings, trade payables, eligible current and non-current liabilities.

Non derivative financial instruments are recognized initially at fair value including any directly attributable transaction costs. Financial assets are derecognized when substantial risks and rewards of ownership of the financial asset have been transferred. In cases where substantial risks and rewards of ownership of the financial assets are neither transferred nor retained, financial assets are derecognized only when the Company has not retained control over the financial asset.

Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

### **a) Cash and cash equivalents**

For the purposes of the cash flow statement, cash and cash equivalents include cash in hand, at banks and demand deposits with banks, net of outstanding bank overdrafts, if any, that are repayable on demand and are considered part of the Company's cash management system.

**b) Loans and receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Loans and receivables are initially recognized at fair value plus directly attributable transaction costs and subsequently measured at amortized cost, less any impairment losses. Loans and receivables comprise trade receivables and other assets.

The company estimates the un-collectability of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

**c) Trade and payable**

Liabilities are recognized for amounts to be paid in future for goods or services received, whether billed by the supplier or not.

**Q. Cash Flow Statement:**

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

Notes to accounts for the year ended March 31, 2026

Note: 2 Property, Plant and Equipment

(In ₹ Lakhs)

Particulars	Land	Buildings (Freehold)	Leasehold Buildings	Furniture & Fixtures	Plant & Machinery (Assembly & Testing)	Computers	Office Equipment & Electricals	Vehicles	R & D Equipments	Total
Gross Block as at April 1, 2025	1,568.48	4,430.64	98.72	308.35	3,251.95	591.87	930.48	274.90	1,014.78	12,470.18
Additions	-	5,294.03	-	340.09	1,757.79	295.55	509.33	151.25	675.80	9,023.85
(Deduction/ Adjustment) During the year	-	-	(98.72)	-	(72.23)	-	-	(37.38)	-	(208.33)
<b>Gross Block as at March 31, 2026</b>	<b>1,568.48</b>	<b>9,724.68</b>	<b>-</b>	<b>648.45</b>	<b>4,937.51</b>	<b>887.42</b>	<b>1,439.81</b>	<b>388.77</b>	<b>1,690.58</b>	<b>21,285.70</b>
Accumulated Depreciation as at April 1, 2025	-	399.45	59.00	134.46	1,387.95	312.26	259.30	124.77	725.38	3,402.57
Depreciation for the Year	-	256.46	3.54	83.58	780.48	150.18	227.31	63.71	198.90	1,764.15
(Deduction/ Adjustments) During the year	-	-	(62.53)	-	(27.07)	-	-	(37.38)	-	(126.98)
<b>Accumulated Depreciation as at March 31, 2026</b>	<b>-</b>	<b>655.91</b>	<b>-</b>	<b>218.04</b>	<b>2,141.36</b>	<b>462.44</b>	<b>486.61</b>	<b>151.10</b>	<b>924.28</b>	<b>5,039.74</b>
<b>Net Block as at March 31, 2026</b>	<b>1,568.48</b>	<b>9,068.77</b>	<b>-</b>	<b>430.41</b>	<b>2,796.15</b>	<b>424.98</b>	<b>953.19</b>	<b>237.67</b>	<b>766.30</b>	<b>16,245.96</b>

## Notes to accounts for the year ended March 31, 2025

## Note: 2 Property, Plant and Equipment

(In ₹ Lakhs)

Particulars	Land	Buildings (Freehold)	Leasehold Buildings	Furniture & Fixtures	Plant & Machinery (Assembly & Testing)	Computers	Office Equipment & Electricals	Vehicles	R & D Equipments	Total
Gross Block as at April 1, 2024	573.53	1,048.50	98.72	231.63	2,626.27	362.67	400.54	223.59	727.65	6,293.11
Additions	994.95	3,382.14	-	76.72	684.11	229.20	529.94	78.19	287.13	6,262.38
(Deduction/Adjustment) During the year	-	-	-	-	(58.43)	-	-	(26.87)	-	(85.31)
<b>Gross Block as at March 31, 2025</b>	<b>1,568.48</b>	<b>4,430.64</b>	<b>98.72</b>	<b>308.35</b>	<b>3,251.95</b>	<b>591.87</b>	<b>930.48</b>	<b>274.90</b>	<b>1,014.78</b>	<b>12,470.18</b>
Accumulated Depreciation as at April 1, 2024	-	341.80	48.41	99.50	826.45	225.03	177.61	97.88	584.81	2,401.50
Depreciation for the Year	-	57.66	10.58	34.95	584.51	87.22	81.69	48.72	140.57	1,045.91
(Deduction/Adjustment) During the year	-	-	-	-	(23.01)	-	-	(21.84)	-	(44.84)
<b>Accumulated Depreciation as at March 31, 2025</b>	<b>-</b>	<b>399.45</b>	<b>59.00</b>	<b>134.46</b>	<b>1,387.95</b>	<b>312.26</b>	<b>259.30</b>	<b>124.77</b>	<b>725.38</b>	<b>3,402.57</b>
<b>Net Block as at March 31, 2025</b>	<b>1,568.48</b>	<b>4,031.19</b>	<b>39.73</b>	<b>173.90</b>	<b>1,864.00</b>	<b>279.62</b>	<b>671.17</b>	<b>150.13</b>	<b>289.40</b>	<b>9,067.61</b>

## Note: 3. Capital Work-in-Progress

(In ₹ Lakhs)

Particulars	As at March 31, 2026				As at March 31, 2025		
<b>Capital Work-in-Progress (Construction of Buildings)</b>							
	Project 3	Project 4	Project 5	Project 6	Project 2	Project 3	Project 4
Capital Work-in-Progress at the beginning of the reporting period	55.20	399.08	-	-	700.82	685.91	204.93
Add: Additions During the year	1,157.30	86.29	81.44	4,108.30	712.39	1,338.22	194.15
Less: Capitalised During the year	1,212.50	-	81.44	4,000.09	1,413.21	1,968.92	-
<b>Capital Work-in-Progress (Construction of Buildings)</b>	<b>-</b>	<b>485.37</b>	<b>-</b>	<b>108.21</b>	<b>-</b>	<b>55.20</b>	<b>399.08</b>

## Capital Work-in-progress ageing Schedule for the year ending March 31, 2026 & March 31, 2025 (In ₹ Lakhs)

CWIP	Amount in CWIP for a period of				
	Less than 1 Yr.	1-2 Years	2-3 Years	More than 3 Yr.	Total
<b>March 31, 2026</b>					
Projects in Process	194.49	-	194.15	204.93	593.58
Projects Temporarily Suspended	-	-	-	-	-
<b>March 31, 2025</b>					
Projects in Process	55.20	194.15	204.93	-	454.29
Projects Temporarily Suspended	-	-	-	-	-

## Note: 4. Right-to-use Asset

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Right to Use Lease	-	525.00
Less: Depreciation	-	93.18
<b>Total</b>	<b>-</b>	<b>431.82</b>

## Note: 5. Investments in Equity Instruments

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Investments in Subsidiaries at cost		
IMEDS Global Private Limited 4,00,99,999 (P.Y: 2,99,99,999) Equity Shares face value of Rs. 10/- each	4,010.00	3,000.00
1.5% Convertible Debentures with Subsidiaries IMEDS Global Private Limited 3000 (P.Y: Nil) Compulsorily Convertible Debentures of Rs. 10,000 each)	300.00	-
<b>Total</b>	<b>4,310.00</b>	<b>3,000.00</b>
Aggregate amount of un-quoted Equity Investments	4,010.00	3,000.00
Aggregate amount of un-quoted Convertible Debentures	300.00	-
Aggregate amount of impairment in value of investment	-	-

**Note: 6. Other Financial Assets Non Current**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured (considered good)		
In Margin Money/ Deposit A/c with original maturity of more than one year	456.44	289.61
Deposits	-	-
<b>Total</b>	<b>456.44</b>	<b>289.61</b>

**Note:7. Deferred Tax Assets/(Liabilities)**

Deferred tax assets and liabilities are attributable to the following

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
<b>Deferred Tax Liability</b>		
Property, plant and equipment	(16.22)	10.35
Lease Asset	-	(108.68)
<b>Sub Total</b>	<b>(16.22)</b>	<b>(98.33)</b>
<b>Deferred tax Assets</b>		
Lease Liability	-	131.34
Employee benefits	18.79	13.25
Remeasurment of defined benefit plan	1.89	11.28
<b>Sub Total</b>	<b>20.68</b>	<b>155.87</b>
<b>Net Deferred Tax Assets/(Liabilities)</b>	<b>4.45</b>	<b>57.54</b>

**Movement in deferred tax balances during the year**

(In ₹ Lakhs)

Particulars	Balance As at April 01, 2025	Recognised in profit & loss	Recognised in OCI	Balance As at March 31, 2026
Property, plant and equipment	10.35	(26.58)	-	(16.22)
Employee benefits	13.25	5.54	-	18.79
Lease Liability	131.34	(131.34)	-	-
Lease Asset	(108.68)	108.68	-	-
Remeasurment of defined benefit plan	11.28	-	(9.39)	1.89
<b>Total</b>	<b>57.54</b>	<b>(43.70)</b>	<b>(9.39)</b>	<b>4.45</b>

**Movement in deferred tax balances during the year**

(In ₹ Lakhs)

Particulars	Balance As at April 01, 2024	Recognised in profit & loss	Recognised in OCI	Balance As at March 31, 2025
Property, plant and equipment	(24.85)	35.20	-	10.35
Employee benefits	10.60	2.65	-	13.25
Lease Liability	151.05	(19.70)	-	131.34
Lease Asset	(132.13)	23.45	-	(108.68)
Remeasurment of defined benefit plan	12.71	-	(1.43)	11.28
<b>Total</b>	<b>17.37</b>	<b>41.60</b>	<b>(1.43)</b>	<b>57.54</b>

## Unrecognised Deferred tax assets

Deferred tax assets have not been recognised in respect of the following items

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Deductible temporary differences	-	-
Tax losses	-	-
<b>Total</b>	-	-

## Note: 8. Inventories

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Raw Materials		
- Indigenious	1,996.37	1,000.72
- Imported	2,012.66	1,109.66
Work in Progress	2,138.74	3,892.72
<b>Total</b>	<b>9,147.77</b>	<b>6,003.10</b>

## Note: 9. Trade Receivables Current

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
a) Trade Receivables Considered Good - Good	7,101.23	7,108.88
b) Trade Receivables which have significant increase in credit risk	-	-
c) Trade Receivables - Credit Impaired	-	-
d) Trade Receivables from related parties	-	-
Less: Allowance for expected credit losses	-	-
<b>Total</b>	<b>7,101.23</b>	<b>7,108.88</b>

## Trade Receivable ageing Schedule for the year ending March 31, 2026 & March 31, 2025

(In ₹ Lakhs)

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 Months	6 Months to 1 Year	1-2 Years	2-3 Years	More than 3 Yr.	Total
<b>March 31, 2026</b>							
(i) Undisputed Trade Receivable - Considered Good	6,152.02	936.55	12.66	-	-	-	7,101.23
(ii) Undisputed Trade Receivable - Which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivable - Credit Impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivable - Considered Good	-	-	-	-	-	-	-
(v) Disputed Trade Receivable - Which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivable - Credit Impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>6,152.02</b>	<b>936.55</b>	<b>12.66</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,101.23</b>

<b>March 31, 2025</b>							
(i) Undisputed Trade Receivable - Considered Good	7,018.23	82.89	7.77	-	-	-	7,108.88
(ii) Undisputed Trade Receivable - Which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivable - Credit Impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivable - Considered Good	-	-	-	-	-	-	-
(v) Disputed Trade Receivable - Which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivable - Credit Impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>7,018.23</b>	<b>82.89</b>	<b>7.77</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,108.88</b>

**Note: 10. Cash & Cash Equivalents** (In ₹ Lakhs)

<b>Particulars</b>	<b>As at March 31, 2026</b>	<b>As at March 31, 2025</b>
Cash on hand	0.52	0.85
Cheques, Drafts on hand	-	-
Balances with Banks		
(a) in Current Account	547.92	187.49
(b) in Cash Credit Account	-	-
<b>Total</b>	<b>548.44</b>	<b>188.34</b>

**Note: 11. Bank Balances other than above** (In ₹ Lakhs)

<b>Particulars</b>	<b>As at March 31, 2026</b>	<b>As at March 31, 2025</b>
For Unpaid Dividend	18.51	19.44
As Margin money/under lien	357.81	438.31
In term deposit with original maturity more than 3 months but less than 12 months	-	120.00
<b>Total</b>	<b>376.32</b>	<b>577.75</b>

**Note: 12. Other Financial Assets Current** (In ₹ Lakhs)

<b>Particulars</b>	<b>As at March 31, 2026</b>	<b>As at March 31, 2025</b>
Unsecured (considered good)	-	-
Accrued Interest	79.26	70.87
<b>Total</b>	<b>79.26</b>	<b>70.87</b>

**Note: 13. Current tax Assets** (In ₹ Lakhs)

<b>Particulars</b>	<b>As at March 31, 2026</b>	<b>As at March 31, 2025</b>
Advance tax (Net)	-	-
TDS and TCS (Net)	-	0.37
<b>Total</b>	<b>-</b>	<b>0.37</b>

**Note: 14. Other Current Assets**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured (considered good)	-	-
Prepaid Expenses	160.10	223.71
Advance to Suppliers	1,684.01	1,070.84
Other Advances	198.38	62.69
Balances with GST Department	66.48	364.60
Balance with GST credit ledger	1,729.11	803.62
<b>Total</b>	<b>3,838.09</b>	<b>2,525.47</b>

**Note: 15. Equity Shares**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
<b>Authorized</b>		
Ordinary shares of par value of Rs. 2/- each Number	30,00,00,000	30,00,00,000
<b>Amount ₹ in Lakhs</b>	<b>6,000.00</b>	<b>6,000.00</b>
<b>Issued, subscribed and fully paid</b>		
Ordinary shares of par value of Rs.2/- each Number	26,57,10,850	24,47,35,820
<b>Amount ₹ in Lakhs</b>	5,314.22	4,894.72
Add: Forfeited Shares (Amount originally paid up)	0.06	0.06
<b>Total ₹ in Lakhs</b>	<b>5,314.28</b>	<b>4,894.78</b>

**Reconciliation of number of shares:**

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Equity Shares of par value of Rs.2/- each	24,47,35,820	24,32,69,580
Add: -No. of Shares, Share Capital issued/ subscribed during the year	2,09,75,030	14,66,240
Less: Deduction	-	-
<b>Closing balance</b>	<b>26,57,10,850</b>	<b>24,47,35,820</b>

**No. of Shares in the company held by shareholder holding more than 5 percent**

Name of the Shareholder	As at March 31, 2026		As at March 31, 2025	
	No of Shares @ Rs. 2/-	% of Total Shares	No of Shares @ Rs. 2/-	% of Total Shares
Sri Vidyasagar Abburi	4,49,92,324	16.93%	3,89,92,324	15.93%
Sri Siddhartha Sagar Abburi	2,25,15,377	8.47%	1,90,16,460	7.77%
Ms. Sailaja Abburi	1,62,99,561	6.13%	1,55,05,320	6.34%
Smt. Sarada Abburi	1,46,24,940	5.50%	1,50,74,940	6.16%

**No. of Shares in the company held by Promoters**

Name of the Shareholder	As at March 31, 2026		As at March 31, 2025	
	No of Shares @ Rs. 2/-	% of Total Shares	No of Shares @ Rs. 2/-	% of Total Shares
Sri Vidyasagar Abburi	4,49,92,324	16.93%	3,89,92,324	15.93%
Sri Siddhartha Sagar Abburi	2,25,15,377	8.47%	1,90,16,460	7.77%
Ms. Sailaja Abburi	1,62,99,561	6.13%	1,55,05,320	6.34%
Smt. Sarada Abburi	1,46,24,940	5.50%	1,50,74,940	6.16%
M/s Lakshmee Foundation	-	-	36,00,000	1.47%
Sri Venkateswara Rao Abburi(*)	-	-	21,97,200	0.90%

(\*) Cessation of Mr. Venkateswara Rao Abburi as promoter on account of death and transmission of shares, in accordance with Regulation 31A(6)(c) of SEBI (LODR) Regulations, 2015.

During the year, the company has issued 7,48,930 Equity Shares of ₹ 2/- each, at an issue price of Rs. 50/- per Equity Share including a premium of Rs. 48/- per Equity Share to the employees in terms of Avantel Employee Stock Option Plan, 2023.

During the year, the company issued 2,02,26,100 Equity Shares of ₹2 each, at an issue price of Rs. 40/- per Equity Share including a premium of Rs.38/- per Equity Share, to its existing shareholders by way of rights issue vide Board resolution dated April 26, 2025.

The Company has one class of share capital, comprising ordinary shares of ₹ 2/- each. Subject to the Company's Articles of Association and applicable law, the Company's ordinary shares confer on the holder the right to receive notice of and vote at general meetings of the Company, the right to receive any surplus assets on a winding-up of the Company, and an entitlement to receive any dividend declared on ordinary shares.

The Company does not have any holding Company.

**Note: 16. Other Equity**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
<b>Securities Premium Reserve</b>		
Opening balance	1,437.16	0.24
Add: Current Year Transfer	7,910.38	1,436.92
<b>Total</b>	<b>9,347.54</b>	<b>1,437.16</b>
<b>Share Based Payment Reserve</b>		
Opening balance	1,330.71	607.20
Add: Current Year Transfer	(293.21)	723.51
<b>Total</b>	<b>1,037.50</b>	<b>1,330.71</b>
<b>General Reserve</b>		
Opening balance	-	-
Add: Current Year Transfer	1,107.59	-
<b>Total</b>	<b>1,107.59</b>	<b>-</b>
<b>Surplus in Profit and Loss account</b>		
Opening balance	17,138.52	11,668.49
Add: Current Year Transfer		
Profit and loss account	2,234.96	5,956.56
Less: Dividend Paid	(529.92)	(486.54)
Less: Capitalisation of Profits	-	-
<b>Total</b>	<b>18,843.55</b>	<b>17,138.52</b>
<b>Total Other Equity</b>	<b>30,336.17</b>	<b>19,906.38</b>

## Note: 16(a) Nature and purpose of Reserves

### Security Premium:

Securities Premium has been created consequent to issue of shares at premium. These reserves can be utilised in accordance with Section 52 of the Companies Act, 2013.

### Note: 17. Borrowings - Non - Current

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
<b>(i) Term Loans</b>		
(a) From Banks		
-Secured*	1,232.84	-
-Unsecured Loans from Related Parties	-	1,200.00
<b>Total</b>	<b>1,232.84</b>	<b>1,200.00</b>

### Note: 18. Lease Liabilities

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Lease Liability	-	521.87
<b>Total</b>	<b>-</b>	<b>521.87</b>

### Note: 19. Provisions Non Current

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits	55.64	98.01
<b>Total</b>	<b>55.64</b>	<b>98.01</b>

### Note: 20. Borrowings Current

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Term Loans	-	-
(a) From Banks - Repayable within one year	833.32	-
(ii) Cash Credits		
(a) From Banks		
-Secured*	1,146.42	910.93
-Un-Secured (E-Vfs)	225.37	-
(b) From Other parties	-	-
(iii) Deposits	-	-
<b>Total</b>	<b>2,205.11</b>	<b>910.93</b>

\* a) Corporate Loan (Term Loan) from State Bank of India is secured by way of Primary security of hypothecation of on entire assets created from Corporate Loan. and Collateral Security of Exclusive charge on company's industrial Land & Building on Plot No. S-119(M), in Sy No. 49, with an extent of 4.00 Acres, situated at e-City, Raviryala Village, Maheswaram Mandal, R R Distict, Telangana by way of equitable mortgage and personal guarantee of the Managing Director of the Company and the rate of interest @8.40% p.a.

b) Cash Credit from State Bank of India is secured by way of first pari-passu charge (Hypothecation) on entire current assets (including stocks, receivables & other chargeable current assets) of the company alongwith other WC lender i.e., Canara Bank in Multiple Banking Arrangement and Collateral Security of First charge by way

of equitable mortgage of the commercial Unit No.201 & 202 on 2nd Floor, with salable area of 5395 SFT and 6889 SFT respectively in Vasavi's Shalom Sky City in commercial Block-1 with un-divided share of land admeasuring 150.09 Sq. Yds in SY No. 17, Municipal No. 1-72/A Situated at Gachibowli, Serilingampally (M), RangaReddy (D), Hyderabad - 500032 and First Charge of Company's industrial Land & Building on Plot No. S-119(M) in SY No. 49 with an extent of 4.00 Acres, situated at e-City, Raviryala Village, Maheswaram (M), Rangareddy (Dt), Hyderabad- 501510, Telangana, India , by way of equitable mortgage and personal guarantee of the Managaing Director of the Company and the rate of interest @8.85% p.a.

- c) Open Cash Credit from Canara Bank is secured by way of Primary security of hypothecation of Stocks, Book debts and Collateral Security of Plant & Machinery, other fixed assets of the company and Land & Buildings admeasuring AC. 0.93 Cents (450.20 Sq. Yards) situated at Plot No. 47, Survey No. 141, APIIC Industrial Park, Gambheeram (V), Visakhapatnam and personal guarantee of the Managaing Director of the Company and the rate of interest @10.00% p.a.
- d) The Carrying amount of Current and Non-current assets pledged as primary and collateral security for non-current and current borrowings are disclosed in Note No. 50.

**Note: 21. Trade Payable Current**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Payables Due to Micro and Small Enterprises (MSME)	73.13	-
Trade Payables Due to Others	105.07	192.90
<b>Total</b>	<b>178.20</b>	<b>192.90</b>

(In ₹ Lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1-2 Years	2-3 Years	More than 3 Yr.	Total
<b>March 31, 2026</b>						
( i) MSME	73.13	-	-	-	-	73.13
(ii) Others	105.07	-	-	-	-	105.07
(iii)Disputed Dues - MSME	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>178.20</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>178.20</b>
<b>March 31, 2025</b>						
( i) MSME	-	-	-	-	-	-
(ii) Others	192.90	-	-	-	-	192.90
(iii)Disputed Dues - MSME	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>192.90</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>192.90</b>

**Note: 22. Other Financial Liabilities Current**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Liability for Expenses	237.97	121.46
Employees salaries and other payables	253.88	743.44
Unpaid Dividend	18.51	19.44
Advance from Customers	2,010.29	792.74
<b>Total</b>	<b>2,520.65</b>	<b>1,677.09</b>

**Note: 23. Provisions Current**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for Taxation (Net)	151.14	85.74
<b>Total</b>	<b>151.14</b>	<b>85.74</b>

**Note: 24. Other Liabilities Current**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
<b>Current</b>		
Statutory dues Payable	707.51	287.95
<b>Total</b>	<b>707.51</b>	<b>287.95</b>

**Note: 25. Revenue From Operations**

Disclosure in respect of Indian Accounting Standard (Ind AS)-115: "Revenue from Contract with Customers"

**A. (i) Contract with Customers**

(a) Company has recognized the following revenue during the year from contracts with its customers

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
<b>Sale of Products</b>		
Domestic	20,100.10	25,900.68
Export	1,428.37	484.62
<b>Sale of Services</b>		
Domestic	3,964.84	1,105.16
Export	6.62	-
Scrap Sales	50.29	40.81
Less: GST	3,414.98	2,682.91
<b>Total</b>	<b>22,135.23</b>	<b>24,848.36</b>

- (b) Company has recognized the ₹ Nil as impairment loss against the amount receivables from its customers or contract assets arising due to contract with its customers.

**(ii) Contract Balances**

**(a) Receivables**

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Balance	7,108.87	6,410.32
Addition/deduction during the year	(7.65)	698.54
Closing Balance	7,101.22	7,108.87

**(b) Contract Assets**

Company recognized contract assets when it satisfies its obligation by transferring the goods or services to the customer and right to receive the consideration is established which is subject to some conditions to be fulfilled by the company in future before receipt of consideration amount. Such assets are ₹ Nil.

During the year company has recognized revenue of ₹ Nil (P.Y. ₹ Nil) from the performance obligations satisfied in earlier periods.

The company has made the adjustment of ₹ Nil (P.Y. ₹ Nil) in the revenue of ₹ 22,135.23 Lakhs (P.Y. ₹ 24,848.36 Lakhs) recognized during the year on account of discounts, rebates, refunds, credits, price concessions, incentives performance bonuses etc as against the contracted revenue of ₹ 22,135.23 Lakhs (P.Y. ₹ 24,848.36 Lakhs).

**(c) Contract Liabilities**

Upon execution of contract with the customers, certain amount in the form of EMD, Security Deposit, Margin Money, advance for payment of custom duty etc. received from the customers which is shown as advance received from customers under the heading “Other Financial Liabilities” and “Other Liabilities”. The balances are ₹ 2,010.29 Lakhs

**(d) Practical expedients**

During the year company has entered into sales contracts with its customers where contracts are not executed, same has not been disclosed as practical expedient as the duration of the contract is less than one year or right to receive the consideration established on completion of the performance by the company.

**B. Significant judgements in the application of this standard**

- (i) Revenue is recognized by the company when the company satisfies a performance obligation by transferring a promised good or service to its customers. Asset/goods/services are considered to be transferred when the customer obtains control of those asset/goods/services.
- (ii) The company considers the terms of the contract and its customary business practices to determine the transaction price. The transaction price is the amount of consideration to which an entity expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties (for example, GST etc.).
- (iii) The consideration promised in a contract with a customer may include fixed amounts, variable amounts, or both. Any further adjustment will be made by raising debit/credit notes on the customer. While determining the transaction price effects of variable consideration, constraining estimates of variable consideration, the existence of a significant financing component in the contract, non-cash consideration and consideration payable to a customer is also considered.

**C. Assets Recognised from costs to obtain or fulfill a contract with a customer**

The costs incurred by the company are fixed in nature with no significant incremental cost to obtain or fulfill a contract with a customer and same is charged to profit and loss as a practical expedient.

**Note: 26. Other Income**

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income	122.43	95.17
Miscellaneous Receipts	96.02	24.30
Fluctuation In Foreign Currency	27.22	56.77
<b>Total</b>	<b>245.67</b>	<b>176.23</b>

**Note: 27. Cost of Materials Consumed**

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
<b>Cost of materials consumed</b>		
<b>Indigenous</b>		
Indigenous(Opening Stock)	977.35	1,041.58
Purchase	5,563.06	3,914.45
<b>Sub Total</b>	<b>6,540.41</b>	<b>4,956.03</b>
Indigenous(Closing Stock)	(1,738.23)	(977.35)
<b>Cost of Raw Materials Consumed</b>	<b>4,802.18</b>	<b>3,978.68</b>
<b>Imported</b>		
Imported(Opening Stock)	1,101.06	1,615.14
Purchase	3,460.69	3,829.06
<b>Sub Total</b>	<b>4,561.75</b>	<b>5,444.20</b>
Imported(Closing Stock)	(1,685.43)	(1,101.06)
<b>Cost of Raw Materials Consumed</b>	<b>2,876.32</b>	<b>4,343.14</b>
<b>TOTAL</b>	<b>7,678.49</b>	<b>8,321.82</b>

**Note: 28. Changes in Inventory**

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
<b>Changes in inventories of finished goods and work-in-progress</b>		
Opening Balance	3,892.72	1,912.10
Closing Balance	(5,138.74)	(3,892.72)
<b>Net (Increase) /Decrease</b>	<b>(1,246.02)</b>	<b>(1,980.62)</b>

**Note: 29. Employees Benefit Expenses**

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries and wages	3,311.78	2,561.23
Directors Remuneration	347.18	840.39
Bonus	16.85	7.10
Leave Encashment, Exgratia & Gratuity	93.58	78.20
Training & Recruitment	56.35	45.85
Contribution to P.F. and other Funds	64.21	51.44
Staff welfare Expenses	225.38	157.50
Employee Compensation Expenses (ESOP)	679.35	1,456.63
<b>TOTAL</b>	<b>4,794.67</b>	<b>5,198.34</b>

**Note: 30. Manufacturing Expenses**

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Job work Charges	206.71	276.17
Power and fuel	297.71	226.17
Consumption of stores and spare parts	122.45	124.41
Freight Inwards	88.69	48.93
Repairs & Maintenance - Plant & Machinery	185.55	176.48
Testing Charges	83.29	71.61
Installation & Commissioning Charges	216.36	127.00
Man power hire charges	923.10	735.78
Travelling	115.08	56.00
Technology Transfer fee	106.93	-
Consultancy Charges	48.60	59.40
Other Manufacturing Expenses	144.75	100.99
<b>TOTAL</b>	<b>2,539.21</b>	<b>2,002.95</b>

**Note: 31. Research and Development Expenses**

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Cost of materials consumed	218.89	22.36
Salaries	759.82	311.92
Repairs & Maintenance	1.14	3.62
Professional & Consultancy Charges	6.10	28.50
Job Work & Other Expenses	77.94	0.10
<b>TOTAL</b>	<b>1,063.89</b>	<b>366.50</b>

**Note: 32. Selling and Distribution Expenses**

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Freight Outwards	83.69	48.50
Packing Materials	31.08	44.80
Business Promotion	15.21	15.00
Travelling Expenses	32.05	41.13
Warranty Expenses	59.52	12.08
Customer Support Expenses	191.00	131.02
Insurance	2.48	4.79
Marketing Support Expenses	13.98	11.26
<b>TOTAL</b>	<b>429.00</b>	<b>308.58</b>

## Note: 33. Depreciation And Amortization Expenses

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
<b>Depreciation / Amortization for the year</b>		
Depreciation on PPE	1,764.15	1,045.91
Depreciation on Right-to-use Assets	39.34	93.18
<b>TOTAL</b>	<b>1,803.49</b>	<b>1,139.09</b>

## Note: 34. Finance Cost

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Expenses	379.30	93.72
Bank Charges	158.19	139.47
Interest on Lease Liability	25.82	70.33
<b>TOTAL</b>	<b>563.31</b>	<b>303.52</b>

## Note: 35. Administrative & Other Expenses

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
<b>Repairs &amp; Maintenance</b>		
Plant & Machinery and Others	18.11	6.68
Vehicles	50.44	36.88
Computers	14.97	16.47
Buildings	290.74	201.51
Rent, Fees, Taxes & Licenses	246.29	217.06
Insurance	13.80	10.84
Couriers, Telephones and others	23.82	26.11
Printing & Stationery	16.11	7.75
Payment to Auditors	7.65	6.74
Professional & Consultancy Charges	176.94	93.97
Travelling & Conveyance	44.90	29.06
Secretarial Expenses	183.86	62.99
Watch & Ward	85.72	67.95
Sitting Fee	11.75	14.00
Bad Debts written off	2.41	0.78
Loss on Sale of Assets	36.19	-
Office Maintenance	90.36	50.99
Donations	78.10	142.14
CSR Expenses	130.50	92.00
Miscellaneous Expenses	14.99	8.89
<b>TOTAL</b>	<b>1,537.64</b>	<b>1,092.83</b>

## (i) Amount paid to auditors'

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
As Auditor	4.00	4.00
For Taxation Matters/Tax Audit	-	-
For Other Services	3.65	2.74
For Reimbursement of Expenses	-	-
<b>TOTAL</b>	<b>7.65</b>	<b>6.74</b>

**Note: 36. Income Tax**

A reconciliation of the Income Tax provision to the amount computed by applying the statutory income tax rate to the net profit before tax is summarized as follows:

	(In ₹ Lakhs)	
Particulars	As at March 31, 2026	As at March 31, 2025
Profit before tax	3,217.21	8,271.56
Enacted Tax rates for the financial year	25.17%	25.17%
Expected tax expense (A)	824.89	2,179.38
Tax effect on allowable items (B)	(1.89)	(11.28)
Tax effect on disallowable items (C)	-	-
Tax on incomes chargeable under other heads (D)	-	-
Provision for income tax for the current year (A+B+C+D)	823.00	2,168.10
Interest on income tax for the year	-	-
Current tax for the year	823.00	2,168.10
Tax credits allowable	-	-
Deferred tax for the year	53.09	(40.17)
Tax expense of earlier years adjusted	98.65	142.23
<b>Net tax expense for the year</b>	<b>974.74</b>	<b>2,270.16</b>

**Note: 37. Employee Benefits**

(In ₹ Lakhs)

- a) **Provident Fund:** Company pays fixed contribution to provident fund at predetermined rates to the government authorities. The contribution of ₹ 72.10 Lakhs (Previous year ₹ 55.81 Lakhs) including administrative charges is recognized as expense and is charged in the Statement of Profit and Loss. The obligation of the Company is to make such fixed contribution and to ensure a minimum rate of return as specified by GOI to the members. The overall interest earnings and cumulative surplus is more than the statutory interest payment requirement during the year.
- b) **Leave Encashment:** The company accumulates of compensated absences by certain categories of its employees for one year. These employees receive cash in lieu thereof as per the Company's policy. The company recognises expenditure on payment basis.
- c) **Gratuity:** Gratuity is a funded Defined Benefit Plan payable to the qualifying employees on superannuation. It is managed by a 'Life Assurance Scheme' of the Life Insurance Corporation of India and the company makes contributions to the Life Insurance Corporation of India (LIC).

Company makes annual contribution to the Fund based on the present value of the Defined Benefit obligation and the related current service costs which are measured on actuarial valuation carried out as on Balance Sheet date. The liability has been assessed using Projected Unit Credit (PUC) Actuarial Cost Method.

Reconciliation of opening and closing balances of the present value of the defined benefit obligation as at the year ended March 31, 2026 are as follows:

	(In ₹ Lakhs)	
I. Change in Defined Benefit obligation :	As at March 31, 2026	As at March 31, 2025
Defined Benefit obligation as at the beginning	431.09	352.28
Interest Cost	29.47	24.43
Current Service Cost	50.28	41.60
Benefits paid from planned assets	(22.47)	(28.89)
Remeasurements - due to Demographic Assumptions	-	(21.26)
Remeasurements - due to Financial Assumptions	(49.62)	52.00
Remeasurements - due to Experience Assumptions	53.65	10.95
<b>Defined Benefit obligation as at the end</b>	<b>492.40</b>	<b>431.09</b>

(In ₹ Lakhs)

	As at March 31, 2026	As at March 31, 2025
<b>II. Change in Fair value of plan assets</b>		
Fair value of Plan Assets at the beginning	320.42	281.36
Interest Income	25.22	21.11
Employer Contributions	100.24	50.00
Benefits paid from planned assets	(22.47)	(28.89)
Remeasurements - Return on Assets (Excluding Interest)	(3.49)	(3.16)
<b>Fair value of planned assets at the end</b>	<b>419.92</b>	<b>320.42</b>
<b>III. Components of Defined Benefit Cost:</b>		
	As at March 31, 2026	As at March 31, 2025
Current Service Cost	50.28	41.60
Total Net Interest cost	4.25	3.32
<b>Defined Benefit Cost Included in Profit &amp; Loss</b>	<b>54.53</b>	<b>44.92</b>
Remeasurements - due to Demographic Assumptions	-	(21.26)
Remeasurements - due to Financial Assumptions	(49.62)	52.00
Remeasurements - due to Experience Assumptions	53.65	10.95
Remeasurements - Return on Assets (Excluding Interest)	3.49	3.16
<b>Total Remeasurements in OCI</b>	<b>7.52</b>	<b>44.84</b>
<b>Total Defined Benefit Cost recognized in Profit &amp; Loss and OCI</b>	<b>62.05</b>	<b>89.76</b>
<b>IV. Amounts recognized in the Statement of Financial Position</b>		
	As at March 31, 2026	As at March 31, 2025
Defined benefit Obligation	492.40	431.09
Fair value of Plan Assets	419.92	320.42
Funded Status	72.49	110.68
Net Defined Benefit Liability/(Asset)	72.49	110.68
Of which Short Term Liability	53.42	42.50
<b>V. Net Defined Benefit Liability /(Asset) Reconciliation</b>		
	As at March 31, 2026	As at March 31, 2025
Net Defined Benefit Liability/(Asset) at the beginning	110.68	70.92
Defined Benefit Cost Included in Profit & Loss	54.53	44.92
Total Remeasurement included in OCI	7.52	44.84
Employer Contributions	(100.24)	(50.00)
Credit to Reimbursements/Expenses Adjustment	-	-
Net Defined Benefit Liability/(Asset) at the end	72.49	110.68
<b>VI. Principal Assumptions</b>		
	As at March 31, 2026	As at March 31, 2025
Discounting Rate	7.80%	7.02%
Salary Escalation Rate	4.00%	4.00%

The estimates of future salary increase considered in actuarial valuation, have been factored in inflation, seniority, promotion and other relevant factors.

**Note: 38. Related Party Disclosures:**

(In ₹ Lakhs)

**List of Related Parties** In accordance with the provisions of Ind AS 24 "Related Party Disclosures" and the Companies Act, 2013, Subsidiary company, Company's Directors, Members of the Company's Management Council and company secretary are considered as Key Management Personnel. List of Key Management personnel of the company is as follows:

**A. List of Subsidiaries:**

Imeds Global Private Limited Wholly owned Subsidiary

**B. Key Management Personnel**

i) Dr. Abburi Vidyasagar Chairman & Managing Director  
 ii) Mrs. Abburi Sarada Wholetime Director & CFO  
 iii) Mr. Abburi Siddhartha Sagar Wholetime Director  
 iv) Mr. D Rajasekhara Reddy Company Secretary

**C. Relative of Key Management Personnel**

NIL

**D. Entities under same Management:**

Wiki Kids Private Limited Same Directors  
 Lakshmee Foundation Controlled Trust  
 Vimta Labs Limited Same Director

**E. Transaction with Related Parties**

Particulars	Nature of Transaction	2025-2026	2024-2025
<b>a) Key Managerial Personnel:</b>			
Dr. Abburi Vidyasagar	Remuneration	36.00	36.00
Dr. Abburi Vidyasagar	Commisson on Profits	86.78	272.01
Dr. Abburi Vidyasagar	Unsecured Loan received	-	1,200.00
Dr. Abburi Vidyasagar	Unsecured Loan repaid	1,200.00	-
Dr. Abburi Vidyasagar	Interest on Unsecured Loan	48.62	-
Mrs. Abburi Sarada	Remuneration	28.77	18.00
Mrs. Abburi Sarada	Commisson on Profits	86.78	272.01
Mrs. Abburi Sarada	Rent	14.33	13.03
Mr. Abburi Siddhartha Sagar	Remuneration	48.00	48.00
Mr. Abburi Siddhartha Sagar	Commisson on Profits	46.51	181.34
Mr. D Rajasekhara Reddy	Salary	21.08	15.78
<b>b) Non-Whole time Directors:</b>			
Mr. Yalamanchili Kishore	Sitting Fee	-	1.00
Mr. Naveen Nandigam	Sitting Fee	-	1.00
Mrs. Mini Ipe	Sitting Fee	1.75	-
Mr. Myneni Narayana Rao	Sitting Fee	3.00	3.75
Mr. V Ramachander	Sitting Fee	3.50	4.00
Mr. Dr. Ajit T Kalghatgi	Sitting Fee	3.50	4.25
<b>c) Transactions with Subsidiaries:</b>			
Imeds Global Private Limited	Equity Investment	1,010.00	1,300.05
Imeds Global Private Limited	Convertible Debentures	300.00	-
Imeds Global Private Limited	Interest on Debentures	0.44	-
Imeds Global Private Limited	Rent Received	1.86	7.76
Imeds Global Private Limited	Sale of Capital Equipment	-	45.98
Imeds Global Private Limited	Sale of Product	8.31	-

Particulars	Nature of Transaction	2025-2026	2024-2025
<b>d) Transactions with other Entities:</b>			
Wiki Kids Private Limited	Rent Received	1.77	7.08
Wiki Kids Private Limited	Marketing Services	6.00	4.90
Wiki Kids Private Limited	Purchase of Capital Equipment	5.55	6.40
Lakshmee Foundation	CSR Funds	121.00	92.00
Lakshmee Foundation	Donation	61.00	130.00
Vimta Labs Limited	Testing Charges	29.40	39.80

**Note: 39. Earnings per Share:**

(In ₹ Lakhs)

Particulars		2025-2026	2024-2025
Profit/ (Loss) after Tax		2,249.98	5,991.55
The weighted average number of ordinary shares for			
Basic EPS	Nos	27,44,61,295	24,36,45,685
Diluted EPS	Nos	27,55,76,915	24,50,46,221
The nominal value per Ordinary Share	In ₹	2.00	2.00
<b>Earnings per Share</b>			
<b>Basic</b>	<b>In ₹</b>	<b>0.82</b>	<b>2.58</b>
<b>Diluted</b>	<b>In ₹</b>	<b>0.82</b>	<b>2.36</b>

Note: (1) The company has allotted 7,600 equity shares on 02nd July 2025, 4,97,410 equity shares on 27th December, 2025, 1,91,140 equity shares on 29th January, 2026 and 52,780 equity shares on 26th February, 2026 under Avantel Employee Stock Option Plan 2023 (ESOP-2023).

(2) During the year, the company issued 2,02,26,100 equity shares of ₹2 each, fully paid-up, to its shareholders pursuant to a rights issue.

**Note: 40. Employee stock option plans (ESOP)**

The Company instituted Avantel Employees Stock Option Plan-2023 (hereinafter referred to as "Avantel 2023 Plan") for all eligible employees pursuant to a resolution approved by the shareholders in the Extra-ordinary General Meeting held on November 11, 2023. The Nomination, Governance and Compensation Committee of the Board of the parent company (the "Committee") administers the Avantel 2023 Plan and grants stock options to eligible employees. The Committee determines which eligible employees will receive options, the number of options to be granted, the exercise price, the vesting period and the exercise period. The vesting period is determined for all options issued on the date of grant. Participation in the plan is at the board's discretion and no individual has a contractual right to participate in the plan or to receive any guaranteed benefits.

The company has established Avantel 2023 Plan with 45,00,000 equity shares.

The exercise price of the options is INR 50 per share. The fair value of the share options is estimated at the grant date using a Black-Scholes Method, taking into account the terms and conditions upon which the share options were granted. However, the above performance condition is only considered in determining the number of instruments that will ultimately vest.

The carrying amount of the liability at 31 March 2026 was ₹ 1,037.50 Lakhs (31 March 2025: ₹ 1,330.71 Lakhs).

The expense recognised for employee services received during the year is shown in the following table:

(In ₹ Lakhs)

Particulars	31-Mar-26	31-Mar-25
Expense arising from equity-settled share-based payment transactions	(293.21)	723.51
<b>Total expense arising from share-based payment transactions</b>	<b>(293.21)</b>	<b>723.51</b>

There were no cancellations or modifications to the awards in year ending 31 March 2026 or 31 March 2025.

### Movements during the year

The following table illustrates the number and weighted average exercise prices (WAEP) of, and movements in, share options during the year

Particulars	31-Mar-26 (Number)	31-Mar-25 (Number)
Options outstanding at the beginning of the year	25,05,060	38,95,300
Granted during the year	5,88,442	76,000
Forfeited during the year	-	-
Exercised during the year	7,48,930	14,66,240
Expired during the year	-	-
Options outstanding at the end of the year	23,44,572	25,05,060
<b>Exercisable at 31 March</b>	<b>23,44,572</b>	<b>25,05,060</b>

During the year a reserve was made towards outstanding of ESOPs and Share based payment expenses for the year ended 31 March 2026 of ₹ 679 lakhs (31 March 2025 - ₹ 1456.63 Lakhs).

The Weighted average grant date fair value of the options granted during the years ended 31 March 2026 was ₹ 127.00 per option.

The weighted average share price at the date of exercise of options exercised during the year ended 31 March 2026 was ₹ 150.96 (31 March 2025 – ₹ 155.76) per share.

The aggregate intrinsic value of options exercised during the years ended 31 March 2026 and 31 March 2025 was ₹ NIL and ₹ NIL, respectively.

The following tables list the inputs to the models used for the three plans for the years ended 31 March 2026 and 31 March 2025, respectively:

(In ₹ Lakhs)

Particulars	31-Mar-26	31-Mar-25
Weighted average fair values at the measurement date	₹ 127.00	₹ 127.00
Dividend yield (%)	-	-
Expected Annualized Volatility (%)	59.80	56.87
Risk-free interest rate (%)	7.10	7.10
Expected life of share options(years)	6.00	6.00
Weighted average share price (₹)	50.00	50.00
Model used	Black-Scholes Method	Black-Scholes Method

**Note: 41. Contingent liabilities and commitments (to the extent not provided for)**

(In ₹ Lakhs)

Particulars	2025-2026	2024-2025
<b>Contingent liabilities</b>		
Claims against the company not acknowledged as debt		
a) Claims against the company/disputed liabilities		
Income Tax	-	219.05
b) Guarantees		
Bank Guarantee	6,080.52	3,942.08
<b>Total</b>	<b>6,080.52</b>	<b>4,161.13</b>

**Note: 42. Segmental Reporting :**

The entire operations of the company relate to only one segment viz., Electronics & Communication and hence segmental reporting is not given.

**Note: 43. Financial Instruments- Fair Values and Risk Management**

**a) Financial Instruments by Categories**

The following tables show the carrying amounts and fair values of financial assets and financial liabilities by categories. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

Amount in ₹ Lakhs as of March 31, 2026

Particulars	Cost	Financial assets/ liabilities at FVTPL	Financial assets/ liabilities at fair value through OCI	Total carrying value	Total fair value
<b>Assets:</b>					
Cash & Cash Equivalents	548.44	-	-	548.44	548.44
Trade Receivable	7,101.23	-	-	7,101.23	7,101.23
Deposits	814.26	-	-	814.26	814.26
Other Financial Assets	97.76	-	-	97.76	97.76
<b>Liabilities:</b>					
Trade Payable	178.20	-	-	178.20	178.20
Borrowings	3,437.95	-	-	3,437.95	3,437.95
Other Financial Liabilities	2,520.65	-	-	2,520.65	2,520.65

Amount in ₹ Lakhs as of March 31, 2025

Particulars	Cost	Financial assets/ liabilities at FVTPL	Financial assets/ liabilities at fair value through OCI	Total carrying value	Total fair value
<b>Assets:</b>					
Cash & Cash Equivalents	188.34	-	-	188.34	188.34
Trade Receivable	7,108.88	-	-	7,108.88	7,108.88
Deposits	847.92	-	-	847.92	847.92
Other Financial Assets	90.32	-	-	90.32	90.32
<b>Liabilities:</b>					
Trade Payable	192.90	-	-	192.90	192.90
Borrowings	910.93	-	-	910.93	910.93
Other Financial Liabilities	1,677.09	-	-	1,677.09	1,677.09

Fair Value Hierarchy Management considers that, the carrying amount of those financial assets and financial liabilities that are not subsequently measured at fair value in the Financial Statements approximate their transaction value. No financial instruments are recognized and measured at fair value for which fair values are determined using the judgements and estimates. The fair value of Financial Instruments referred below has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active market for identical assets or liabilities. (Level-1 measurements) and lowest priority to unobservable (Level-3 measurements).

The Company does not hold any equity investment and no financial instruments hence the disclosure are nil

#### **Financial Risk Management:**

The Company's activities expose to a variety of financial risks viz., market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the Company is credit risk and liquidity risk. The Company's exposure to credit risk is influenced mainly by Government Orders.

#### **Management of Market Risk:**

Market risks comprises of Price risk and Interest rate risk. The Company does not designate any fixed rate financial assets as fair value through Profit and Loss nor at fair value through OCI. Therefore, the Company is not exposed to any interest rate risk. Similarly, the Company does not have any Financial Instrument which is exposed to change in price.

#### **Foreign Currency Risks:**

The Company is exposed to foreign exchange risk arising from various Currency exposures primarily with respect to the US Dollars (USD), for the imports being made by the Company.

The Company exposure to foreign currency risk as at the end of the reporting period expressed in INR as on March 31, 2026 & March 31, 2025 is as follows:

Particulars	USD	EURO	USD	EURO
<b>Financial Assets:</b>	<b>As at March 31, 2026</b>		<b>As at March 31, 2025</b>	
Cash & Cash Equivalents	-	-	-	-
Trade Receivable	-	90,006	-	69,095
Deposits	-	-	-	-
Other Financial Assets	-	-	-	-
<b>Financial Liabilities:</b>	-	-	-	-
Trade Payable	93,396	-	2,00,011	-
Borrowings	-	-	-	-
Other Financial Liabilities	-	-	-	-

### Credit Risk:

Credit risk is the risk of financial loss to the Company if a customer fails to meet its contractual obligations. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables. The company operations are with Government and allied companies and hence no issues credit worthiness. The company considers that, all the financial assets that are not impaired and past due as on each reporting dates under review are considered credit worthy.

### Credit risk exposure

An analysis of age-wise trade receivables at each reporting date is summarized as follows:

#### For the year ended March 31, 2026

(In ₹ Lakhs)

Particulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	7,101.23	7,101.23	-	-	-
Expected Credit loss	-	-	-	-	-
Carrying amount (net of impairment)	7,101.23	7,101.23	-	-	-

#### For the year ended March 31, 2025

(In ₹ Lakhs)

Particulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	7,108.88	7,108.88	-	-	-
Expected Credit loss	-	-	-	-	-
Carrying amount (net of impairment)	7,108.88	7,108.88	-	-	-

### Liquidity Risk:

The company's liquidity needs are monitored on the basis of monthly projections. The principal sources of liquidity are cash and cash equivalents, cash generated from operations and availability of cash credit and overdraft facilities to meet the obligations as and when due. Short term liquidity requirements consist mainly of sundry creditors, expenses payable and employee dues during the normal course of business. The company maintains sufficient balance in cash and cash equivalents and working capital facilities to meet the short term liquidity requirements.

The company assesses long term liquidity requirements on a periodical basis and manages them through internal accruals and committed credit lines.

The following table shows the maturity analysis of the Companies Financial Liabilities based on contractually agreed, undiscounted cash flows as at the balance sheet date.

(In ₹ Lakhs)

Particulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
<b>As on March 31 2026</b>					
Trade Payables	178.20	178.20	-	-	-
Other Financial liabilities	2,520.65	2,520.65	-	-	-
<b>As on March 31 2025</b>					
Trade Payables	192.90	192.90	-	-	-
Other Financial liabilities	1,677.09	1,677.09	-	-	-

**Note: 44. Capital Management**

The objective of the company when managing capital are to

- to safeguard the company's ability to continue as going concern, So that they can continue to provide returns for the Share holder and benefits for other stake holders.
- maintain optimal capital structure to reduce cost of capital

**Dividends**

(In ₹ Lakhs)

Particulars	2025-2026	2024-2025
<b>(i) Dividends on Equity Shares recognised at the end of the reporting period</b>		
Final Dividend for the year March 31 2025 ₹ 0.20 per share (March 31 2024 ₹ 0.20 Per Share/- )	529.92	486.54
<b>(ii) Dividends on Equity shares not recognised at the end of the reporting period</b>		
The directors recommend for the payment of ₹ 0.20 per equity share of ₹ 2/- each for the year March 31, 2026 (March 31 2025 ₹ 0.20 per share of ₹ 2/- each), The proposed dividend is subject to the approval of Share holders in the general meeting.	531.42	529.92

**Note: 45. Consumption Of Raw Materials:**

(In ₹ Lakhs)

Raw Material	2025-2026		2024-2025	
	%	(₹ in Lakhs)	%	(₹ in Lakhs)
Indigenous	62.54	4,802.18	47.81	3,978.68
Imported	37.46	2,876.32	52.19	4,343.14
<b>TOTAL</b>	<b>100.00</b>	<b>7,678.49</b>	<b>100.00</b>	<b>8,321.82</b>

**Note: 46. Value of Imports (Calculated in CIF Value):**

(In ₹ Lakhs)

Particulars	2025-2026	2024-2025
Materials	4,992.25	3,964.27
Capital Equipment	451.91	15.89
<b>Total</b>	<b>5,444.16</b>	<b>3,980.16</b>

**Note: 47. Expenditure in Foreign Currency:**

(In ₹ Lakhs)

Particulars	2025-2026	2024-2025
Purchases (Imports)	3,944.96	3,984.99
Foreign Travel	24.36	18.38
<b>Total</b>	<b>3,969.32</b>	<b>4,003.37</b>

**Note: 48. The disclosure relating to transactions with Micro, Small and Medium Enterprises**

Sundry Creditors includes ₹ 73.13 Lakhs (previous year ₹ Nil) due to Small Scale & Ancillary undertakings. There are no Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days at the Balance Sheet date. The above information has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

**Note: 49. Corporate Social Responsibility (CSR)**

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, healthcare and women empowerment has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilised throughout the year on these activities which are specified in schedule VII of the Companies Act, 2013.

The amount of expenditure to be spent on CSR activities and financial details as per the Companies Act, 2013 for the F.Y 2025-26 & 2024-25 are as under:

Particulars	(In ₹ Lakhs)	
	2025-2026	2024-2025
Aggregate net profits of last three financial years as per Section 198 of the Companies Act, 2013	19,531.56	13,699.58
Average of net profits	6,510.52	4,566.53
(i) Amount required to be spent by the Company during the year	130.21	91.33
(ii) Amount spent towards CSR Activities	130.50	92.00
(iii) Shortfall at the end of the year	-	-
(iv) Reasons for Short fall	Not Applicable	
(v) Nature of CSR Activities Eradication of hunger and malnutrition, Promoting Education, Healthcare, Women empowerment.		
(vi) Details of related party transactions	121.00	92.00

As per Paragraph 17(b) of the Guidance Note on CSR issued by ICAI, the details of expenditure incurred by the Company on CSR activities are as follows:

Particulars	In Cash	Yet to be paid in Cash	Total
Construction/Acquisition of asset	-	-	-
Other than (i) above:	-	-	-

**Note 50. Assets Pledged as Security:**

The Carrying amount of assets pledged as security for current borrowings:

(In ₹ Lakhs)

Particulars	2025-2026	2024-2025
<b>Current:</b>		
<b>Financial Assets:</b>		
<b>First Charge (Primary Security)</b>		
Trade Receivable	7,101.23	7,108.88
<b>Non-Financial Assets:</b>		
Inventories	9,147.77	6,003.10
<b>Total Current Assets Pledged as Primary Security</b>	<b>16,249.00</b>	<b>13,111.97</b>
<b>Non-Current Assets (Collateral Security)</b>		
Land & Buildings	6,346.77	982.73
Plant & Machinery	5,990.68	1,347.66
Other Fixed Assets	3,160.99	1,114.74
<b>Total Non-Current Assets Pledged as Collateral Security</b>	<b>15,498.44</b>	<b>3,445.13</b>
<b>Total Assets Pledged as Primary &amp; Collateral Security</b>	<b>31,747.44</b>	<b>16,557.10</b>

## Note No. 51. Analytical Ratios

Ratio	Numerator	Denominator	Current Year March 31, 2026	Previous Year March 31, 2025	Variance	Reasons
Current ratio (in times)	Total current Assets	Total current liabilities	3.66	5.22	-29.92%	Current ratio decreased due to decrease in borrowings
Debt-equity ratio (in times)	Long term liabilities +short term borrowings	Total equity	0.10	0.09	13.30%	
Debt service coverage ratio (in times)	Earnings before debt service = Net profit after taxes + non cash operating expenses + Interest + Other non cash adjustments	Debt service = Interest + principle repayments	11.40	45.32	-74.85%	Due to increase in Debt.
Return on equity ratio (in %)	Profit for the year	Average total equity	7.44%	28.57%	-77.64%	Due to decrease in turnover, increase in expenses, increase in depreciation, increase in interest paid on borrowings and net profit was low
Inventory turnover ratio (in times)	Revenue from operations	Average total inventory	2.92	4.70	(0.39)	-
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	3.12	3.68	(0.31)	-
Trade payables turnover ratio (in times)	Raw material purchases + Fuel purchase+Other expenses	Average trade payables	48.63	19.94	0.54	-
Net capital turnover ratio ( in times)	Revenue from operations	Average working capital (ie., Total current assets less Total current liabilities)	1.44	1.87	(0.23)	-
Net profit ratio (in %)	Profit for the year	Revenue from operations	10.16%	24.11%	-57.84%	Due to decrease in turnover, increase in expenses, increase in depreciation, increase in interest paid on borrowings and net profit was low
Return on capital employed (in %)	Earning before tax and finance cost	Capital employed = Net worth + Deferred tax liabilities	11.81%	27.62%	-57.24%	Due to decrease in turnover, increase in expenses, increase in depreciation, increase in interest paid on borrowings and net profit was low
Return on Investment	Income generated from invested funds	Average invested funds in treasury investmens	-	-	-	NIL returns as the subsidiary did not commence commercial Operations at its full capacity

**Note: 52.**

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

**Note: 53.**

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

**Note: 54.**

The Company has not given any Loans or Advances in the nature of Loans to specified persons that are Repayable on Demand or without specifying any terms or period of repayment.

**Note: 55.**

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

**Note: 56.**

During the year there are no events occurring after the balance sheet date.

**Note: 57.**

During the year there are no prior period items.

**Note: 58.**

The company's accounting software has audit trail functionality (edit log). This feature remained operational throughout the year, capturing a chronological record of all relevant transactions processed within the software.

per our report of even date  
**for GRANDHY & CO**  
Chartered Accountants  
Firm Registration No. 001007S

for and on behalf of **AVANTEL LIMITED**

Sd/-  
**CA Naresh Chandra Gelli**  
Partner  
ICAI Membership No. 201754

Sd/-  
**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Sd/-  
**V Ramchander**  
Director  
DIN: 03400005

Place: Hyderabad  
Date: April 26, 2026

Sd/-  
**Abburi Sarada**  
Whole-Time Director & CFO  
DIN: 00026543

Sd/-  
**D Rajasekhara Reddy**  
Company Secretary  
M.No. F13605

## Independent Auditor's Report

To the Members of Avantel Limited

Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the accompanying Consolidated Financial Statements of **M/s. Avantel Limited** (hereinafter referred to as “the Holding Company”) and its subsidiary IMEDS Global Private Limited (the Holding Company and its subsidiary together referred to as “the Group”), which comprise the Consolidated Balance Sheet as at 31st March, 2026, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year then ended, and notes to the Consolidated Financial Statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the Consolidated Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 (“the Act”), in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2026, of its consolidated profit (including other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significant in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor's Response
<p><b>Fair value assessment of trade receivables</b></p> <p>Trade receivables comprise a significant portion of the liquid assets of the Company.</p> <p>The trade receivables are mostly dues receivable from Government and allied Government agencies hence not impaired.</p>	<p><b><u>Principal Audit Procedures</u></b></p> <p>We assessed the validity of material long outstanding receivables which are Nil by reviewing the customer ledger during current year. We also considered payments received subsequent to year-end, and unusual patterns if any were reviewed to identify potentially impaired balances. The assessment of the appropriateness of the allowance for trade receivables comprised a variety of audit procedures across the Group including:</p>

Key Audit Matter	Auditor's Response
<p>There was no provision made on the trade receivable in the previous year. The most significant portion of the trade receivables less than one year comprises which are dues from Government and Government agencies hence not impaired. Accordingly, the estimation of the allowance for trade receivables is a significant judgment area and is therefore considered a key audit matter.</p>	<ul style="list-style-type: none"> <li>• Challenging the appropriateness and reasonableness of the assumptions applied in the directors' assessment of the receivables allowance;</li> <li>• Consideration and concurrence of the agreed payment terms;</li> <li>• Verification of receipts from trade receivables subsequent to year-end; and</li> <li>• Considered the completeness and accuracy of the disclosures.</li> </ul> <p>To address the risk of management bias, we evaluated the results of our procedures against audit procedures on other key balances to assess whether or not there was an indication of bias.</p> <p>We were satisfied that the Company's trade receivables are fairly valued and no provision is deemed to be required against these receivables.</p>
<p><b>Revenue recognition</b></p> <p>The Company applies judgment to determine whether each goods, software product or services promised to a customer are capable of being distinct, and are distinct in the context of the contract, if not, the promised goods, software product or services are combined and accounted as a single performance obligation. The Company allocates the arrangement consideration to separately identifiable performance obligation deliverables based on their selling price determined in contract.</p> <p>The accuracy and of revenue amounts recorded is an inherent industry risk</p> <p>Disclosures relating revenue recognition are in Note 24.</p>	<p><b><u>Principal Audit Procedures</u></b></p> <p>Our audit procedures in respect of this area included:</p> <p>We evaluated the effectiveness of key controls over the capture and measurement of revenue transactions across all material revenue streams</p> <p>Testing controls over software product sales including:</p> <ul style="list-style-type: none"> <li>– documentation evidencing internal and third party physical inspection and confirmation of complete status;</li> </ul> <p>We evaluated the adequacy of the disclosures included in Note 24.</p>

### Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Company's Annual Report but does not include the Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.

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

In connection with our audit of the Consolidated 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 consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

## **Responsibilities of Management and Board of Directors for the Consolidated Financial Statements**

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 with reference to the preparation and presentation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, Consolidated Financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective management and Boards of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Boards of Directors either intend to liquidate their respective entities or to cease operations, or have no realistic alternative but to do so.

The respective Boards of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

## **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(I) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability of the group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

We communicate with those charged with governance of the Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Other matters**

#### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act based on our audit, 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 of the aforesaid Consolidated Financial Statements.
  - (b) In our opinion, proper books of account as required by law relating to the preparation of the aforesaid

Consolidated Financial Statements have been kept so far as it appears from our examination of those books.

- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss(including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of the preparation of the Consolidated Financial Statements.
- (d) In our opinion, the aforesaid Consolidated 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 of the Holding Company as on 31st March, 2026 taken on record by the Board of Directors of the Holding Company and its subsidiary, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls with reference to Consolidated Financial Statements and the operating effectiveness of such controls refer to our separate Report in “Annexure A” which is based on the auditors' reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to Consolidated Financial Statements of those companies.
- (g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company and its subsidiary, which is incorporated in India to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position in its consolidated financial statements;
  - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There is no amount required to be transferred to the Investor Education and Protection Fund by the Holding Company and subsidiary company incorporated in India.
  - iv. (a) The respective Management of the Company and its subsidiary which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such subsidiaries 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, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or any of such subsidiaries (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (b) The respective Management of the Company and its subsidiary which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material

either individually or in the aggregate) have been received by the Company or any of such subsidiaries from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Holding Company and its subsidiary which are companies incorporated in India whose financial statements have been audited under the Act, 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 misstatements
  - v. As stated in Note 43 to the consolidated financial statements:
    - (a) The dividend proposed in the previous year by the Holding Company, declared and paid by the Holding Company during the year is in accordance with Section 123 of the Act, as applicable.
    - (b) The Board of Directors of the Holding Company have proposed dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.
  - vi. Based on our examination, which included test checks, performed by us on the Company and its subsidiary incorporated in India, except for the instances mentioned below, have used accounting software for maintaining their respective books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of audit, we have not come across any instance of the audit trail feature being tampered with.
2. With respect to the matters specified in paragraphs 3(xx) and 4 of the Companies (Auditor's Report) Order, 2020 (the “Order”/ “CARO”) issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiary included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For **Grandhy & Co**  
Chartered Accountants  
Firm Registration No. 001007S

Sd/-  
**Naresh Chandra Gelli**  
Partner  
Membership No. 201754

UDIN: 26201754GFPKFF6919

Place : Hyderabad  
Date : April 26, 2026

## **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 with reference to Consolidated Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended March 31, 2026, We have audited the internal financial controls with reference to Consolidated Financial Statements of Avantel Limited (hereinafter referred to as the “Company”) and its subsidiary company, which is incorporated in India, as of that date.

#### **Management's and Board of Director’s Responsibilities for Internal Financial Controls**

The respective Company's management and Board of Directors of the Company and its Subsidiary company, which is incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies 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 ('ICAI'). 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 the 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 Act.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the internal financial controls with reference to the Consolidated Financial Statements of the Company and its subsidiary company, which are incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India ('ICAI') and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to the Consolidated Financial Statements. 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 with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to Consolidated Financial Statements of the Company and its subsidiary company, which is incorporated in India.

#### **Meaning of Internal Financial Controls with reference to Consolidated Financial Statements**

A Company's internal financial control with reference to Consolidated Financial Statements is a process designed to

provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Consolidated Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 with reference to Consolidated Financial Statements**

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

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company and its subsidiary company, incorporated in India, have, in all material respects, an adequate internal financial controls with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at 31st March, 2026, based on the internal control with reference to Consolidated Financial Statements established by the respective companies 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 **Grandhy & Co**  
Chartered Accountants  
Firm Registration No. 001007S

Sd/-  
**Naresh Chandra Gelli**  
Partner  
Membership No. 201754

UDIN: 26201754GFPKFF6919

Place : Hyderabad  
Date : April 26, 2026

## CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2026

(In ₹ Lakhs)

Particulars	Note No	As at March 31, 2026	As at March 31, 2025
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, Plant and Equipment	2	18,117.81	11,036.26
(b) Capital work-in-progress	3	593.58	454.29
(c) Right-to-use Asset	4	-	431.82
(d) Financial Assets			
(i) Investments		-	-
(ii) Others	5	464.33	293.36
(e) Deferred tax Assets (net)	6	-	45.11
<b>Current Assets</b>			
(a) Inventories	7	9,332.43	6,045.24
(b) Financial Assets			
(i) Trade Receivables	8	7,170.88	7,123.90
(ii) Cash & Cash Equivalents	9	578.62	198.89
(iii) Bank Balances other than (iii) above	10	526.32	577.75
(iv) Others (Int accrued on employee loans & term deposits)	11	78.81	70.87
(c) Current Tax Assets (Net)	12	0.03	0.40
(d) Other Current Assets	13	4,121.50	2,726.78
<b>Total Assets</b>		<b>40,984.32</b>	<b>29,004.66</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	14	5,314.28	4,894.78
(b) Other Equity	15	28,509.02	18,829.83
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	16	1,232.84	1,200.00
(ia) Lease Liabilities	17	-	521.87
(b) Provisions	18	61.33	98.01
(c) Deferred Tax Liability (Net)	6	5.15	-
<b>Current liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	19	2,205.11	910.93
(ii) Trade payables	20		
(a) Total outstanding dues of Micro enterprises and small enterprises		73.27	138.90
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		124.08	276.28
(iii) Other Financial Liabilities	21	2,593.28	1,754.20
(b) Current Tax Liabilities (Net)	22	151.14	85.74
(c) Other current liabilities	23	714.83	294.12
<b>Total Equity and Liabilities</b>		<b>40,984.32</b>	<b>29,004.66</b>
<b>Material Accounting Policies</b>	<b>1</b>		

per our report of even date  
**for GRANDHY & CO**  
Chartered Accountants  
Firm Registration No. 001007S

for and on behalf of **AVANTEL LIMITED**

Sd/-  
**CA Naresh Chandra Gelli**  
Partner  
ICAI Membership No. 201754

Sd/-  
**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Sd/-  
**V Ramchander**  
Director  
DIN: 03400005

Place: Hyderabad  
Date: April 26, 2026

Sd/-  
**Abburi Sarada**  
Whole-Time Director & CFO  
DIN: 00026543

Sd/-  
**D Rajasekhara Reddy**  
Company Secretary  
M.No. F13605

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026** (In ₹ Lakhs)

Particulars	Note No	Year Ended March 31, 2026	Year Ended March 31, 2025
<b>Income</b>			
i) Revenue From Operations	24	22,287.24	24,912.62
ii) Other Income	25	247.23	178.81
<b>Total Income</b>		<b>22,534.46</b>	<b>25,091.43</b>
<b>Expenses</b>			
i) Cost of materials consumed	26	7,873.33	8,373.64
ii) Changes in inventories of finished goods, work-in-progress and stock-in-trade	27	(1,331.97)	(1,980.62)
iii) Employee benefits expense	28	5,074.54	5,395.48
iv) Manufacturing Expenses	29	2,743.41	2,033.48
v) Research and Development Expenses	30	1,063.89	366.50
vi) Selling and Distribution Expenses	31	444.52	319.95
vii) Depreciation and amortization expense	32	2,007.53	1,180.35
viii) Finance Cost	33	563.90	304.58
ix) Administrative & Other Expenses	34	1,631.54	1,154.06
<b>Total expenses</b>		<b>20,070.69</b>	<b>17,147.42</b>
<b>Profit/(loss) before exceptional items and tax</b>		2,463.78	7,944.01
Exceptional Items			
<b>Profit Before Tax</b>		<b>2,463.78</b>	<b>7,944.01</b>
Tax Expenses		964.40	2,299.55
- Current Tax		824.89	2,179.38
- Prior Period Adjustments		98.65	142.23
- Deferred Tax		40.86	(22.06)
<b>Profit/(loss) for the period from continuing operations</b>		1,499.38	5,644.46
Profit/(loss) from discontinued operations		-	-
Tax expense of discontinued operations		-	-
<b>Profit/(loss) from discontinued operations after tax</b>		-	-
<b>I Profit/(loss) for the Period</b>		<b>1,499.38</b>	<b>5,644.46</b>
<b>II Other Comprehensive Income</b>			
i) <b>Items that will not be reclassified to profit or loss</b>			
Remeasurment of defined benefit plan		(7.52)	(44.84)
Tax on the above		(7.50)	9.86
		<b>(15.02)</b>	<b>(34.98)</b>
ii) <b>Items that will be reclassified to profit or loss</b>			
Other Comprehensive Income		(15.02)	(34.98)
<b>III Total Comprehensive Income for the period</b>		<b>1,484.36</b>	<b>5,609.48</b>
<b>IV Earnings per equity share :</b>			
<b>Equity Shares of par value ₹ 2/- each</b>			
(1) Basic (₹)		0.55	2.44
(2) Diluted (₹)		0.54	2.42

per our report of even date  
**for GRANDHY & CO**  
Chartered Accountants  
Firm Registration No. 001007S

for and on behalf of **AVANTEL LIMITED**

Sd/-  
**CA Naresh Chandra Gelli**  
Partner  
ICAI Membership No. 201754

Sd/-  
**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Sd/-  
**V Ramchander**  
Director  
DIN: 03400005

Place: Hyderabad  
Date: April 26, 2026

Sd/-  
**Abburi Sarada**  
Whole-Time Director & CFO  
DIN: 00026543

Sd/-  
**D Rajasekhara Reddy**  
Company Secretary  
M.No. F13605

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
<b>Cash flow from operating activities</b>		
Profit before income tax from		
Continuing operations	2,463.78	7,944.01
Discontinued operations	-	-
<b>Profit before income tax including discontinued operations</b>	<b>2,463.78</b>	<b>7,944.01</b>
<b>Adjustments for</b>		
Depreciation and amortisation expense	2,007.53	1,180.35
Gain on disposal of property, plant and equipment	-	-
Written off assets	2.41	0.78
Dividend and interest income classified as investing cash flows	(121.98)	(95.17)
Finance costs	563.90	304.58
Employee Compensation Expenses(ESOP)	679.35	1,456.63
Other Comprehensive Income	(7.52)	(44.84)
	<b>5,587.47</b>	<b>10,746.33</b>
<b>Change in operating assets and liabilities, net of effects from purchase of controlled entities and sale of subsidiary:</b>		
(Increase)/decrease in trade receivables	(46.99)	(706.30)
(Increase)/decrease in inventories	(3,287.19)	(1,441.31)
(Increase)/decrease in other financial assets	(7.94)	(10.86)
(Increase)/decrease in other non-current assets	-	-
(Increase)/decrease in other current asset	(1,394.72)	(508.27)
Increase /(decrease) in trade payables	(217.83)	(168.66)
Increase/(decrease) in provisions	(36.67)	37.12
Increase/(decrease) in other current liabilities	420.71	4.90
Increase/(decrease) in financial liabilities	839.09	90.41
Increase/(decrease) in other non current liabilities	-	-
<b>Cash generated from operations</b>	<b>1,855.92</b>	<b>8,043.35</b>
Income taxes paid	(851.11)	(3,054.36)
<b>Net cash inflow from operating activities</b>	<b>1,004.81</b>	<b>4,988.99</b>
<b>Cash flows from investing activities</b>		
Payments for property, plant and equipment	(9,131.09)	(7,838.56)
Increase in Capital Work in Progress	(139.29)	1,346.14
Increase in Term deposits	(119.54)	624.78
Proceeds from sale of property, plant and equipment	8.00	47.09
Increase in Investments	-	-
Interest received	121.98	95.17
<b>Net cash outflow from investing activities</b>	<b>(9,259.94)</b>	<b>(5,725.39)</b>

<b>Cash flows from financing activities</b>		
Proceeds from exercise of Rights Issue		
- Share Capital	404.52	-
- Share Premium	7,685.92	-
Proceeds from exercise of Employees Stock options		
- Share Capital	14.98	29.32
- Share Premium	340.04	703.80
Increase/(decrease) in non current borrowings	32.84	1,200.00
Increase/(decrease) in current borrowings	1,294.18	(239.46)
Interest paid	(538.09)	(234.25)
Payment of lease obligations	(69.60)	(148.62)
Dividends paid to Company's share holders	(529.92)	(486.54)
<b>Net cash inflow (outflow) from financing activities</b>	<b>8,634.86</b>	<b>824.26</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>379.73</b>	<b>87.85</b>
Cash and cash equivalents at the beginning of the financial year	198.89	111.04
Effects of exchange rate changes on cash and cash equivalents	-	-
<b>Cash and cash equivalents at end of the year</b>	<b>578.62</b>	<b>198.89</b>

per our report of even date  
**for GRANDHY & CO**  
Chartered Accountants  
Firm Registration No. 001007S

for and on behalf of **AVANTEL LIMITED**

Sd/-  
**CA Naresh Chandra Gelli**  
Partner  
ICAI Membership No. 201754

Sd/-  
**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Sd/-  
**V Ramchander**  
Director  
DIN: 03400005

Place: Hyderabad  
Date: April 26, 2026

Sd/-  
**Abburi Sarada**  
Whole-Time Director & CFO  
DIN: 00026543

Sd/-  
**D Rajasekhara Reddy**  
Company Secretary  
M.No. F13605

Consolidated Statement of changes in Equity for the period ended 31.03.2026

A. Equity Share Capital

Particulars	As at March 31, 2026		As at March 31, 2025	
	No of Shares	Amount	No of Shares	Amount
Opening Equity Shares	24,47,35,820	4,894.72	24,32,69,580	4,865.39
Changes in Equity Share Capital during the year	2,09,75,030	419.50	14,66,240	29.32
Add: Forfited Shares (Amount originally paid up)		0.06		0.06
<b>Closing balance</b>	<b>26,57,10,850</b>	<b>5,314.28</b>	<b>24,47,35,820</b>	<b>4,894.78</b>

B. Other Equity as at March 31, 2026

(In ₹ Lakhs)

	Share application money pending allotment	Share Based Payment Reserve	Reserves and Surplus				Total
			General Reserve	Capital Reserve	Security Premium	Retained Earnings	
Balance at the beginning of the reporting period	-	1,330.71	-	-	1,437.16	16,061.97	18,829.83
Changes During the Year	-	(293.21)	1,107.59	-	7,910.38	-	8,274.75
Total comprehensive income for the year	-	-	-	-	-	1,484.36	1,484.36
Dividend	-	-	-	-	-	(529.92)	(529.92)
Unamortized premium on forward contract	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-
Any other changes : Capitalisation of Profits by giving Bonus Shares	-	-	-	-	-	-	-
<b>Balance at the end of the reporting period</b>	<b>-</b>	<b>1,037.50</b>	<b>1,107.59</b>	<b>-</b>	<b>9,347.54</b>	<b>17,016.40</b>	<b>28,509.02</b>

		(in ₹ Lakhs)				
		Share application money pending allotment	Share Based Payment Reserve	Reserves and Surplus		
		General Reserve	Capital Reserve	Security Premium	Retained Earnings	Total
Balance at the beginning of the reporting period	-	-	-	0.24	10,939.02	11,546.47
Changes During the Year	-	-	-	1,436.92	-	2,160.42
Total comprehensive income for the year	-	-	-	-	5,609.48	5,609.48
Dividend	-	-	-	-	(486.54)	(486.54)
Unamortized premium on forward contract	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-
Any other changes : Capitalisation of Profits by giving Bonus Shares	-	-	-	-	-	-
<b>Balance at the end of the reporting period</b>	-	-	<b>1,330.71</b>	<b>1,437.16</b>	<b>16,061.97</b>	<b>18,829.83</b>

## Note 1: NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### COMPANY OVERVIEW AND MATERIAL ACCOUNTING POLICIES:

#### A. Company Overview

Avantel Limited (“the Holding Company”) is a company engaged in manufacturing of wireless front-end, Satellite Communication, Embedded systems, Signal Processing, Network management and Software development and rendering related customer support services, and having an in-house R&D facility at Visakhapatnam, Andhra Pradesh. The Company is incorporated and domiciled in India and has its registered office at 141,Plot No.47/P, APIIC Industrial Park, Gambheeram(V), Anandapuram (M), Visakhapatnam Andhra Pradesh, India. The Company has been in Bombay Stock Exchange (BSE) and NSE Limited.

Imeds Global Private Limited (“the Subsidiary Company”) is a wholly owned subsidiary of Avantel Limited was incorporated during the year 2021-22 and engaged in manufacturing of health care products at Sy No. 480/2, Pedagantyada Mandal, Nadupuru, Andhra Pradesh Medtech Zone, Visakapatnam.

The Consolidated Financial Statements are approved by the Board of Directors on April 26, 2026.

#### B. Basis of Preparation of Financial Statements:

These consolidated financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 (“the Companies Act”), as applicable and guidelines issued by the Securities and Exchange Board of India (“SEBI”). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The accounting policies have been applied consistently to all periods presented in these financial statements. The material accounting policy information used in preparation of the audited consolidated financial statements have been disclosed below.

#### C. Basis of consolidation

The consolidated financial statements have been prepared on the following basis:

Avantel consolidates entities which it owns or controls. The consolidated financial statements comprise the financial statements of the Company, its controlled trusts and its subsidiaries. Control exists when the parent has power over the entity, is exposed, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences until the date control ceases.

The financial statements of group companies are consolidated on line by line basis and Inter-company transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated if there is a profit on ultimate sale of goods. When necessary, amounts reported by subsidiaries have been adjusted to conform with the group's accounting policies.

Subsidiary included in consolidation:

Name of Enterprise	Country of Incorporation	Nature of Business	Shareholding/ Controlling interest
Imeds Global Private Limited	India	Manufacture of Healthcare Products	100%

**D. Basis of Measurement**

These consolidated financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain assets and liabilities which have been measured at fair value as per Ind AS. All assets and liabilities are classified into current and non-current generally based on the nature of product/activities of the company and the normal time between acquisition of assets/liabilities and their realization/settlement in cash or cash equivalent. The company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

The consolidated financial statements are presented in Indian Rupees (INR) being the functional currency of the Company. These financial statements are presented in Indian rupees (rounded off to lakhs).

**E. Use of Estimates**

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in the foregoing notes. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates and judgments are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements.

The preparation of consolidated financial statements in conformity with Ind AS requires management to make estimates, judgments' and assumptions (including revisions, if any). These estimates, judgments and assumptions affect the application of accounting policies and reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of financial statements and the reported amounts of revenue and expenses during the period.

**F. Revenue of Recognition:**

Revenue is recognized by the company when the company satisfies a performance obligation by transferring a promised good or service to its customers. Asset/goods/services are considered to be transferred when the customer obtains control of those asset/goods/services.

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the Company's activities. Revenue is shown net of GST, returns, rebates and discounts.

Sale of products - (own manufactured). Revenue is recognized when the significant risks and rewards of ownership of the products have passed to the buyer, which is considered to be upon delivery under the contractual terms, and when the amount of revenue can be measured reliably.

Contracts with customers includes subcontractor services or third-party vendor equipment or software in certain integrated services arrangements. In these types of arrangements, revenue from sales of third-party vendor products or services is recorded net of costs when the Group is acting as an agent between the customer and the vendor, and gross when the Group is the principal for the transaction. In doing so, the Group first evaluates whether it obtains control of the specified goods or services before they are transferred to the

customer. The Group considers whether it is primarily responsible for fulfilling the promise to provide the specified goods or services, inventory risk, pricing discretion and other factors to determine whether it controls the specified goods or services and therefore, is acting as a principal or an agent.

Provisions for estimated losses, if any, on incomplete contracts are recorded in the period in which such losses become probable based on the estimated efforts or costs to complete the contract.

Revenue from time and material and job contracts is recognized on output basis measured by units delivered, efforts expended, number of transactions processed, etc. Revenue related to fixed price maintenance and support services contracts where the Group is standing ready to provide services is recognized based on time elapsed mode and revenue is straight lined over the period of performance.

Interest income is recognized using the effective interest rate method.

## **G. Property Plant and Equipment:**

Property, Plant and Equipment are stated at cost net of GST, if any and subsequently at cost less depreciation and impairment losses if any.

Depreciation on all assets is provided on the "Straight Line Method" over the useful lives of the assets estimated by the Management. Depreciation for assets purchased/sold during the period is proportionately charged. Individual low-cost assets (acquired for Rs. 5,000/- or less) are depreciated at 100 % in the year of acquisition/ purchase.

The Management estimates the useful lives for fixed assets as follows:

- (i) Buildings -- 20 Years
- (ii) Computers -- 3 Years
- (iii) Furniture & Fixtures -- 5 Years
- (iv) Plant & Machinery -- 4 Years
- (v) Vehicles -- 4 Years
- (vi) Leasehold improvements – amortized over the period of lease

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Group and the cost of the item can be measured reliably.

## **H. Inventories**

Inventories are valued at lower of cost or net realizable value.

Basis of determination of cost remain as follows:

- (i) Raw Materials, Packing materials, Stores & Spares: - On FIFO basis.
- (ii) Work-in-process: At cost of inputs plus overheads up to the stage of completion.
- (iii) Finished goods are valued at lower of cost or net realizable value.

## **I. Impairment:**

Property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the

recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets.

As at the end of each Balance Sheet date, the carrying amount of assets is assessed as to whether there is any indication of impairment. If the estimated recoverable amount is found less than its carrying amount, the impairment loss is recognized and assets are written down to their recoverable amount.

#### **J. Foreign Exchange Transactions/Translation**

Transactions in foreign currencies are accounted at functional currency, at the exchange rate prevailing on the date of transactions. Gains/losses arising out of the fluctuations in the exchange rate between functional currency and foreign currency are recognized in the Statement of Profit & Loss in the period in which they arise. The fluctuations between foreign currency and functional currency relating to monetary items at the year ending are accounted as gains / losses in the Statement of Profit & Loss.

#### **K. Research and Development**

All expenses incurred for Research & Development are charged to revenue as incurred. Capital Expenditure incurred during the year on Research & Development is shown as additions to Fixed Assets.

#### **L. Provisions, Contingent Assets/ Contingent Liabilities**

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Show cause notices issued by Government Authorities where the probability of outflow of economic resources is remote are not considered as obligations. When the demands are raised against show-cause notices and are disputed by the company, these are treated as disputed obligations along with other contingent liabilities. Such contingent liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

**Warranty Provisions:** Provisions for Warranty related costs are recognized when the product is sold or service is provided. Provision is based on historical experience. The estimate of such warranty related costs is revised annually.

#### **M. Leases**

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

As a lessee, the Group determines the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Group makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably

certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Group considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

Right-of-use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

If modifications or reassessments occur, the lease liability and right of use asset are re-measured. Right of use assets are depreciated over the shorter of the useful life of the asset or the lease term.

## **N. Income Tax:**

Income tax expense represents the sum of current tax payable and deferred tax.

**Current Tax:** The tax currently payable is based on the current year taxable profit for the year. The current tax is calculated using the tax rates that have been enacted or substantively enacted at the end of the reporting period.

**Deferred tax:** Deferred tax is provided using the Balance Sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that the taxable profits will be available against which those deductible temporary differences can be utilized. Deferred tax is calculated using the tax rates that have been enacted or substantively enacted at the end of the reporting period. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

## **O. Earnings per Share**

The Company presents basic and diluted earnings per share data for its ordinary shares. Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year, adjusted for own shares held. Diluted earnings per share is determined by adjusting the profit or loss attribute to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

## **P. Employee benefits:**

**Defined Contribution Plans:** Payments made to a defined contribution plan such as provident Fund are charged as an expense in the Profit and Loss Account as they fall due.

**Defined Benefit Plans:** Company's liability towards gratuity to past employees is determined using the projected unit credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Past services are recognized on a straight-line basis over the average period until the amended benefits become vested. Actuarial gain and losses are recognized immediately in the statement of profit and loss Account as income or expense. Obligation is measured at the present value of estimated future cash flows using a discounted rate that is determined by reference to market yields at the Balance Sheet date on Government Securities where the currency and terms of the Government Securities are consistent with the currency and estimate terms of the defined benefit obligations.

**Q. Financial Instruments:**

Non-derivative financial instruments

Non-derivative financial instruments consist of:

- i) financial assets, which include cash and cash equivalents, trade receivables, other advances and eligible current and non-current assets;
- ii) Financial liabilities, which include long and short-term loans and borrowings, trade payables, eligible current and non-current liabilities.

Non derivative financial instruments are recognized initially at fair value including any directly attributable transaction costs. Financial assets are derecognized when substantial risks and rewards of ownership of the financial asset have been transferred. In cases where substantial risks and rewards of ownership of the financial assets are neither transferred nor retained, financial assets are derecognized only when the Company has not retained control over the financial asset.

Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

**a) Cash and cash equivalents**

For the purposes of the cash flow statement, cash and cash equivalents include cash in hand, at banks and demand deposits with banks, net of outstanding bank overdrafts, if any, that are repayable on demand and are considered part of the Company's cash management system.

**b) Loans and receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Loans and receivables are initially recognized at fair value plus directly attributable transaction costs and subsequently measured at amortized cost, less any impairment losses. Loans and receivables comprise trade receivables and other assets.

The company estimates the un-collectability of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

**c) Trade and payable**

Liabilities are recognized for amounts to be paid in future for goods or services received, whether billed by the supplier or not.

**R. Cash Flow Statement:**

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

## Notes to accounts for the year ended March 31, 2026

## Note: 2 Property, Plant and Equipment

(In ₹ Lakhs)

Particulars	Land	Buildings (Freehold)	Leasehold Buildings	Furniture & Fixtures	Plant & Machinery (Assembly & Testing)	Computers	Office Equipment & Electricals	Vehicles	R & D Equipments	Total
<b>Gross Block</b>										
As at April 1, 2025	1,916.96	5,580.62	98.72	428.34	3,465.24	623.39	1,133.45	274.90	1,014.78	14,536.41
Additions	-	5,317.65	-	351.25	1,800.79	304.81	529.54	151.25	675.80	9,131.09
(Deduction/ Adjustment) During the year	-	-	(98.72)	-	(72.23)	-	-	(37.38)	-	(208.33)
<b>Gross Block</b>										
As at March 31, 2026	1,916.96	10,898.27	-	779.59	5,193.81	928.20	1,662.99	388.77	1,690.58	23,459.17
Accumulated Depreciation										
As at April 1, 2025	-	399.61	59.00	146.45	1,454.53	320.44	269.97	124.77	725.38	3,500.15
Depreciation for the Year	-	314.43	3.54	108.91	837.52	160.34	280.85	63.71	198.90	1,968.19
(Deduction/ Adjustments) During the year	-	-	(62.53)	-	(27.07)	-	-	(37.38)	-	(126.98)
Accumulated Depreciation										
As at March 31, 2026	-	714.04	-	255.36	2,264.98	480.78	550.82	151.10	924.28	5,341.36
<b>Net Block</b>										
As at March 31, 2026	1,916.96	10,184.23	-	524.23	2,928.82	447.42	1,112.17	237.67	766.30	18,117.81

Notes to accounts for the year ended March 31, 2025

Note: 2 Property, Plant and Equipment

(In ₹ Lakhs)

Particulars	Land	Buildings (Freehold)	Leasehold Buildings	Furniture & Fixtures	Plant & Machinery (Assembly & Testing)	Computers	Office Equipment & Electricals	Vehicles	R & D Equipments	Total
<b>Gross Block</b>										
As at April 1, 2024	922.01	1,048.50	98.72	250.62	2,720.96	375.52	415.57	223.59	727.65	6,783.15
Additions	994.95	4,532.12	-	177.72	802.71	247.86	717.88	78.19	287.13	7,838.56
(Deduction/ Adjustment) During the year	-	-	-	-	(58.43)	-	-	(26.87)	-	(85.31)
<b>Gross Block</b>										
As at March 31, 2025	1,916.96	5,580.62	98.72	428.34	3,465.24	623.39	1,133.45	274.90	1,014.78	14,536.41
Accumulated Depreciation										
As at April 1, 2024	-	341.80	48.41	107.56	864.49	228.52	184.35	97.88	584.81	2,457.83
Depreciation for the Year	-	57.81	10.58	38.89	613.04	91.92	85.62	48.72	140.57	1,087.16
(Deduction/ Adjustments) During the year	-	-	-	-	(23.01)	-	-	(21.84)	-	(44.84)
Accumulated Depreciation										
As at March 31, 2025	-	399.61	59.00	146.45	1,454.53	320.44	269.97	124.77	725.38	3,500.15
<b>Net Block</b>										
As at March 31, 2025	1,916.96	5,181.01	39.73	281.88	2,010.71	302.95	863.48	150.13	289.40	11,036.26

**Note: 3. Capital Work-in-Progress**

(In ₹ Lakhs)

Particulars	As at March 31, 2026				As at March 31, 2025			
	Project 3	Project 4	Project 5	Project 6	Project 2	Project 3	Project 4	Project 5
<b>Capital Work-in-Progress (Construction of Buildings)</b>								
Capital Work-in-Progress at the beginning of the reporting period	55.20	399.08	-	-	700.82	685.91	204.93	208.76
Add: Additions During the year	1,157.30	86.29	81.44	4,108.30	712.39	1,338.22	194.15	941.22
Less: Capitalised During the year	1,212.50	-	81.44	4,000.09	1,413.21	1,968.92	-	1,149.98
<b>Capital Work-in-Progress (Construction of Buildings)</b>	<b>-</b>	<b>485.37</b>	<b>-</b>	<b>108.21</b>	<b>-</b>	<b>55.20</b>	<b>399.08</b>	<b>-</b>

**Capital Work-in-progress ageing Schedule for the year ending March 31, 2026 & March 31, 2025**

(In ₹ Lakhs)

CWIP	Amount in CWIP for a period of				
	Less than 1 Yr.	1-2 Years	2-3 Years	More than 3 Yr.	Total
<b>March 31, 2026</b>					
Projects in Process	194.49	-	194.15	204.93	593.58
Projects Temporarily Suspended	-	-	-	-	-
<b>March 31, 2025</b>					
Projects in Process	55.20	194.15	204.93	-	454.29
Projects Temporarily Suspended	-	-	-	-	-

**Note: 4. Right-to-use Asset**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Right to Use Lease	-	525.00
Less: Depreciation	-	93.18
<b>Total</b>	<b>-</b>	<b>431.82</b>

**Note: 5. Other Financial Assets Non Current**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured (considered good)		
In Margin Money/ Deposit A/c with original maturity of more than one year	456.44	293.36
Deposits	7.89	-
<b>Total</b>	<b>464.33</b>	<b>293.36</b>

## Note:6. Deferred tax Liabilities / (Assets)

Deferred tax assets and liabilities are attributable to the following:

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
<b>Deferred Tax Liability</b>		
Property, plant and equipment	(25.83)	(2.08)
Lease Asset	-	(108.69)
<b>Sub Total</b>	<b>(25.83)</b>	<b>(110.77)</b>
<b>Deferred tax Assets</b>		
Lease Liability	-	131.34
Employee benefits	18.79	13.25
Remeasurment of defined benefit plan	1.89	11.29
<b>Sub Total</b>	<b>20.68</b>	<b>155.88</b>
<b>Net Deferred Tax Assets/(Liabilities)</b>	<b>(5.15)</b>	<b>45.11</b>

## Movement in deferred tax balances during the year

(In ₹ Lakhs)

Particulars	Balance As at April 01, 2025	Recognised in profit & loss	Recognised in OCI	Balance As at March 31, 2026
Property, plant and equipment	(2.08)	(23.75)	-	(25.83)
Employee benefits	13.25	5.54	-	18.79
Lease Liability	131.24	(131.34)	-	-
Lease Asset	(108.69)	108.69	-	-
Remeasurment of defined benefit plan	11.29	-	(9.39)	1.89
<b>Total</b>	<b>45.11</b>	<b>(40.86)</b>	<b>(9.39)</b>	<b>(5.15)</b>

## Movement in deferred tax balances during the year

(In ₹ Lakhs)

Particulars	Balance As at April 01, 2024	Recognised in profit & loss	Recognised in OCI	Balance As at March 31, 2025
Property, plant and equipment	(17.76)	15.68	-	(2.08)
Employee benefits	10.60	2.65	-	13.25
Lease Liability	151.05	(19.70)	-	131.34
Lease Asset	(132.13)	23.44	-	(108.69)
Remeasurment of defined benefit plan	12.71	-	(1.43)	11.29
<b>Total</b>	<b>24.47</b>	<b>22.06</b>	<b>(1.43)</b>	<b>45.11</b>

## Unrecognised Deferred tax assets

Deferred tax assets have not been recognised in respect of the following items

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Deductible temporary differences	-	-
Tax losses	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**Note: 7. Inventories**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Raw Materials		
- Indigenous	2,083.08	1,037.30
- Imported	2,024.65	1,115.21
Work in Progress	5,224.69	3,892.72
<b>Total</b>	<b>9,332.43</b>	<b>6,045.24</b>

**Note: 8. Trade Receivables Current**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
a) Trade Receivables Considered Good - Good	7,170.88	7,123.90
b) Trade Receivables which have significant increase in credit risk	-	-
c) Trade Receivables - Credit Impaired		
d) Trade Receivables from related parties	-	-
Less: Allowance for expected credit losses	-	-
<b>Total</b>	<b>7,170.88</b>	<b>7,123.90</b>

**Trade Receivable ageing Schedule for the year ending March 31, 2026 & March 31, 2025**

(In ₹ Lakhs)

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 Months	6 Months to 1 Year	1-2 Years	2-3 Years	More than 3 Yr.	Total
<b>March 31, 2026</b>							
(i) Undisputed Trade Receivable							
- Considered Good	6,229.98	936.55	12.66	-	-	-	7,179.19
(ii) Undisputed Trade Receivable							
- Which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivable							
- Credit Impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivable							
- Considered Good	-	-	-	-	-	-	-
(v) Disputed Trade Receivable							
- Which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivable							
- Credit Impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>6,229.98</b>	<b>936.55</b>	<b>12.66</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,179.19</b>

<b>March 31, 2025</b>							
(i) Undisputed Trade Receivable							
- Considered Good	7,033.25	82.89	7.76	-	-	-	7,123.90
(ii) Undisputed Trade Receivable							
- Which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivable							
- Credit Impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivable							
- Considered Good	-	-	-	-	-	-	-
(v) Disputed Trade Receivable							
- Which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivable							
- Credit Impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>7.033.25</b>	<b>82.89</b>	<b>7.76</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,123.90</b>

**Note: 9. Cash & Cash Equivalents** (In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Cash on hand	0.58	0.91
Cheques, Drafts on hand	-	-
Balances with Banks		
(a) in Current Account	578.04	197.98
(b) in Cash Credit Account	-	-
<b>Total</b>	<b>578.62</b>	<b>198.89</b>

**Note: 10. Bank Balances other than above** (In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
For Unpaid Dividend	18.51	19.44
As Margin money/under lien	357.81	438.31
In term deposit with original maturity more than 3 months but less than 12 months	150.00	120.00
<b>Total (A)</b>	<b>526.32</b>	<b>577.75</b>

**Note: 11. Other Financial Assets Current** (In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured (considered good)	-	-
Accrued Interest	78.81	70.87
<b>Total</b>	<b>78.81</b>	<b>70.87</b>

**Note: 12. Current tax Assets** (In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Advance tax (Net)	-	-
TDS and TCS (Net)	0.03	0.40
<b>Total</b>	<b>0.03</b>	<b>0.40</b>

**Note: 13. Other Current Assets**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured (considered good)	-	-
Prepaid Expenses	160.10	223.71
Advance to Suppliers	1,715.19	1,113.22
Other Advances	204.32	65.75
Balances with GST Department	66.48	364.60
Balance with GST credit ledger	1,975.41	959.50
<b>Total</b>	<b>4,121.50</b>	<b>2,726.78</b>

**Note: 14. Equity Shares**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
<b>Authorized</b>		
Ordinary shares of par value of Rs. 2/- each Number	30,00,00,000	30,00,00,000
<b>Amount in ₹ Lakhs</b>	<b>6,000.00</b>	<b>6,000.00</b>
<b>Issued, subscribed and fully paid</b>		
Ordinary shares of par value of Rs.2/- each Number	26,57,10,850	24,47,35,820
<b>Amount In ₹ Lakhs</b>	5,314.22	4,894.72
Add Forfieted Shares (Amount originally paid up)	0.06	0.06
<b>Total In ₹ Lakhs</b>	<b>5,314.28</b>	<b>4,894.78</b>

**Reconciliation of number of shares:**

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Equity Shares	24,47,35,820	24,32,69,580
Add: -No. of Shares, Share Capital issued/ subscribed during the year	2,09,75,030	14,66,240
Less: Deduction	-	-
<b>Closing balance</b>	<b>26,57,10,850</b>	<b>24,47,35,820</b>

**No. of Shares in the company held by shareholder holding more than 5 percent**

Name of the Shareholder	As at March 31, 2026		As at March 31, 2025	
	No of Shares (face value of Rs.2/- each)	% of Total Shares	No of Shares (face value of Rs.2/- each)	% of Total Shares
Sri Vidyasagar Abburi	4,49,92,324	16.93%	3,89,92,324	15.93%
Sri Siddhartha Sagar Abburi	2,25,15,377	8.47%	1,90,16,460	7.77%
Ms. Sailaja Abburi	1,62,99,561	6.13%	1,55,05,320	6.34%
Smt. Sarada Abburi	1,46,24,940	5.50%	1,50,74,940	6.16%

## No. of Shares in the company held by Promoters

Name of the Shareholder	As at March 31, 2026		As at March 31, 2025	
	No of Shares (face value of Rs.2/- each)	% of Total Shares	No of Shares (face value of Rs.2/- each)	% of Total Shares
Sri Vidyasagar Abburi	4,49,92,324	16.93%	3,89,92,324	15.93%
Sri Siddhartha Sagar Abburi	2,25,15,377	8.47%	1,90,16,460	7.77%
Ms. Sailaja Abburi	1,62,99,561	6.13%	1,55,05,320	6.34%
Smt. Sarada Abburi	1,46,24,940	5.50%	1,50,74,940	6.16%
M/s Lakshmee Foundation	-	-	36,00,000	1.47%
Sri Venkateswara Rao Abburi	-	-	21,97,200	0.90%

(\*) Cessation of Mr. Venkateswara Rao Abburi as promoter on account of death and transmission of shares, in accordance with Regulation 31A(6)(c) of SEBI (LODR) Regulations, 2015

During the year, the company has issued 7,48,930 Equity Shares of ₹ 2/- each, at an issue price of Rs. 50/- per Equity Share including a premium of Rs. 48/- per Equity Share to the employees in terms of Avantel Employee Stock Option Plan, 2023.

During the year, the company issued 2,02,26,100 Equity Shares of ₹ 2 each, at an issue price of Rs. 40/- per Equity Share including a premium of Rs.38/- per Equity Share, to its existing shareholders by way of rights issue vide Board resolution dated April 26, 2025.

The Company has one class of share capital, comprising ordinary shares of ₹ 2/- each. Subject to the Company's Articles of Association and applicable law, the Company's ordinary shares confer on the holder the right to receive notice of and vote at general meetings of the Company, the right to receive any surplus assets on a winding-up of the Company, and an entitlement to receive any dividend declared on ordinary shares.

The Company does not have any holding Company.

<b>Note: 15. Other Equity</b>		(In ₹ Lakhs)	
Particulars	As at March 31, 2026	As at March 31, 2025	
<b>Securities Premium Reserve</b>			
Opening balance	1,437.16	0.24	
Add: Current Year Transfer	7,910.38	1,436.92	
<b>Total</b>	<b>9,347.54</b>	<b>1,437.16</b>	
<b>Share Based Payment Reserve</b>			
Opening balance	1,330.71	607.20	
Add: Current Year Transfer	(293.21)	723.51	
<b>Total</b>	<b>1,037.50</b>	<b>1,330.71</b>	
<b>General Reserve</b>			
Opening balance	-	-	
Add: Current Year Transfer	1,107.59	-	
<b>Total</b>	<b>1,107.59</b>	<b>-</b>	
<b>Surplus in Profit and Loss account</b>			
Opening balance	16,061.97	10,939.02	
Add: Current Year Transfer	-	-	
Profit and loss account	1,484.36	5,609.48	
Less: Dividend Paid	(529.92)	(486.54)	
Less: Capitalisation of Profits	-	-	
<b>Total</b>	<b>17,016.40</b>	<b>16,061.97</b>	
<b>Total Other Equity</b>	<b>28,509.02</b>	<b>18,829.83</b>	

**Note: 15(a) Nature and purpose of Reserves****Security Premium:**

Securities Premium has been created consequent to issue of shares at premium. These reserves can be utilised in accordance with Section 52 of the Companies Act, 2013.

**Note: 16. Borrowings - Non - Current** (In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
<b>(i) Term Loans</b>		
<b>(a) From Banks</b>		
- Secured (*)	1,232.84	-
- Unsecured Loans from Related Parties	-	1,200.00
<b>Total</b>	<b>1,232.84</b>	<b>1,200.00</b>

**Note: 17. Lease Liabilities** (In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Lease Liability	-	521.87
<b>Total</b>	<b>-</b>	<b>521.87</b>

## Note: 18. Provisions Non Current

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits	61.33	98.01
<b>Total</b>	<b>61.33</b>	<b>98.01</b>

## Note: 19. Borrowings Current

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
<b>(i) Term Loans</b>	-	-
(a) From Banks - Repayable within one year	833.32	-
<b>(ii) Cash Credits</b>		
(a) From Banks		
-Secured*	1,146.42	910.93
-Un-Secured	225.37	-
(b) From Other parties	-	-
<b>(iii) Deposits</b>	-	-
<b>Total</b>	<b>2,205.11</b>	<b>910.93</b>

- \* a) Corporate Loan (Term Loan) from State Bank of India is secured by way of Primary security of hypothecation of on entire assets created from Corporate Loan. and Collateral Security of Exclusive charge on company's industrial Land & Building on Plot No. S-119(M), in Sy No. 49, with an extent of 4.00 Acres, situated at e-City, Raviryala Village, Maheswaram Mandal, R R Distict, Telangana by way of equitable mortgage and personal guarantee of the Managing Director of the Company and the rate of interest @8.40% p.a.
- b) Cash Credit from State Bank of India is secured by way of first pari-passu charge (Hypothecation) on entire current assets (including stocks, receivables & other chargeable current assets) of the company alongwith other WC lender i.e., Canara Bank in Multiple Banking Arrangement and Collateral Security of First charge by way of equitable mortgage of the commercial Unit No.201 & 202 on 2nd Floor, with salable area of 5395 SFT and 6889 SFT respectively in Vasavi's Shalom Sky City in commercial Block-1 with un-divided share of land admeasuring 150.09 Sq. Yds in SY No. 17, Municipal No. 1-72/A Situated at Gachibowli, Serilingampally (M), RangaReddy (D), Hyderabad - 500032 and First Charge of Company's industrial Land & Building on Plot No. S-119(M) in SY No. 49 with an extent of 4.00 Acres, situated at e-City, Raviryala Village, Maheswaram (M), Rangareddy (Dt), Hyderabad- 501510, Telangana, India , by way of equitable mortgage and personal guarantee of the Managaing Director of the Company and the rate of interest @8.85% p.a.
- c) Open Cash Credit from Canara Bank is secured by way of Primary security of hypothecation of Stocks, Book debts and Collateral Security of Plant & Machinery, other fixed assets of the company and Land and Buildings admeasuring AC. 0.93 Cents (450.20 Sq. Yards) situated at Plot No. 47, Survey No. 141, APIIC Industrial Park, Gambheeram (V), Visakhapatnam and personal guarantee of the Managing Director of the Company and the rate of interest @10.00% p.a.
- d) The Carrying amount of Current and Non-current assets pledged as primary and collateral security for non-current and current borrowings are disclosed in Note No. 49.

## Note: 20. Trade Payable Current

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Payables Due to Micro and Small Enterprises (MSME)	73.27	138.90
Trade Payables Due to Others	124.08	276.28
<b>Total</b>	<b>197.35</b>	<b>415.18</b>

(In ₹ Lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1-2 Years	2-3 Years	More than 3 Yr.	Total
<b>March 31, 2026</b>						
(i) MSME	73.27	-	-	-	-	73.27
(ii) Others	124.08	-	-	-	-	124.08
(iii) Disputed Dues - MSME	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>197.35</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>197.35</b>
<b>March 31, 2025</b>						
(i) MSME	138.90	-	-	-	-	138.90
(ii) Others	276.28	-	-	-	-	276.28
(iii) Disputed Dues - MSME	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>415.18</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>415.18</b>

**Note: 21. Other Financial Liabilities Current**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Liability for Expenses	273.95	197.69
Employees salaries and other payables	254.88	744.32
Unpaid Dividend	18.51	19.44
Advance from Customers	2,045.94	792.74
<b>Total</b>	<b>2,593.28</b>	<b>1,754.20</b>

**Note: 22. Provisions Current**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for Taxation (Net)	151.14	85.74
<b>Total</b>	<b>151.14</b>	<b>85.74</b>

**Note: 23. Other Liabilities Current**

(In ₹ Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
<b>Current</b>		
Statutory dues Payable	714.83	294.12
<b>Total</b>	<b>714.83</b>	<b>294.12</b>

## Note: 24. Revenue From Operations

Disclosure in respect of Indian Accounting Standard (Ind AS)-115: "Revenue from Contract with Customers"

### A. (i) Contract with Customers

(a) Company has recognized the following revenue during the year from contracts with its customers

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
<b>Sale of Products</b>		
Domestic	20,260.99	25,970.88
Export	1,428.37	484.62
<b>Sale of Services</b>		
Domestic	3,964.84	1,105.16
Export	6.62	-
Scrap Sales	52.30	42.06
Less: GST	3,425.88	2,690.10
<b>Total</b>	<b>22,287.24</b>	<b>24,912.62</b>

(b) Company has recognized the Rs Nil as impairment loss against the amount receivables from its customers or contract assets arising due to contract with its customers.

### (ii) Contract Balances

#### (a) Receivables

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Balance	7,123.90	6,417.59
Addition/deduction during the year	46.99	706.30
Closing Balance	7,170.88	7,123.90

#### (b) Contract Assets

Company recognized contract assets when it satisfies its obligation by transferring the goods or services to the customer and right to receive the consideration is established which is subject to some conditions to be fulfilled by the company in future before receipt of consideration amount. Such assets are Rs Nil.

During the year company has recognized revenue of ₹ Nil (P.Y. ₹ Nil) from the performance obligations satisfied in earlier periods.

The company has made the adjustment of ₹ Nil (P.Y. ₹ Nil) in the revenue of ₹ 22,287.24 Lakhs ( P.Y. ₹ 24,912.62 Lakhs) recognized during the year on account of discounts, rebates, refunds, credits, price concessions, incentives performance bonuses etc as against the contracted revenue of ₹ 22,287.24 Lakhs ( P.Y. ₹ 24,912.62 Lakhs).

#### (c) Contract Liabilities

Upon execution of contract with the customers, certain amount in the form of EMD, Security Deposit, Margin Money, advance for payment of custom duty etc. received from the customers which is shown as advance received from customers under the heading "Other Financial Liabilities" and "Other Liabilities". The balances are ₹ 2,045.94 lakhs.

#### (d) Practical expedients

During the year company has entered into sales contracts with its customers where contracts are not executed, same has not been disclosed as practical expedient as the duration of the contract is less than one year or right to receive the consideration established on completion of the performance by the company.

**B. Significant judgements in the application of this standard**

- (i) Revenue is recognized by the company when the company satisfies a performance obligation by transferring a promised good or service to its customers. Asset/goods/services are considered to be transferred when the customer obtains control of those asset/goods/services.
- (ii) The company considers the terms of the contract and its customary business practices to determine the transaction price. The transaction price is the amount of consideration to which an entity expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties (for example, GST etc.).
- (iii) The consideration promised in a contract with a customer may include fixed amounts, variable amounts, or both. Any further adjustment will be made by raising debit/credit notes on the customer. While determining the transaction price effects of variable consideration, constraining estimates of variable consideration, the existence of a significant financing component in the contract, non-cash consideration and consideration payable to a customer is also considered.

**C. Assets Recognised from costs to obtain or fulfill a contract with a customer**

The costs incurred by the company are fixed in nature with no significant incremental cost to obtain or fulfill a contract with a customer and same is charged to profit and loss as a practical expedient.

**Note: 25. Other Income**

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income	121.98	95.17
Miscellaneous Receipts	98.02	26.30
Fluctuation In Foreign Currency	27.22	57.35
<b>Total</b>	<b>247.23</b>	<b>178.81</b>

**Note: 26. Cost of Materials Consumed**

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
<b>Cost of materials consumed</b>		
<b>Indigenous</b>		
Indigenous(Opening Stock)	1,013.93	1,061.12
Purchase	5,762.96	3,974.48
<b>Sub Total</b>	<b>6,776.90</b>	<b>5,035.60</b>
Indigenous(Closing Stock)	(1,824.94)	(1,013.93)
<b>Cost of Raw Materials Consumed</b>	<b>4,951.95</b>	<b>4,021.67</b>
<b>Imported</b>		
Imported(Opening Stock)	1,106.62	1,617.86
Purchase	3,512.18	3,840.73
<b>Sub Total</b>	<b>4,618.79</b>	<b>5,458.59</b>
Imported(Closing Stock)	(1,697.42)	(1,106.62)
<b>Cost of Raw Materials Consumed</b>	<b>2,921.37</b>	<b>4,351.97</b>
<b>TOTAL</b>	<b>7,873.33</b>	<b>8,373.64</b>

## Note: 27. Changes in Inventory

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
<b>Changes in inventories of finished goods and work-in-progress</b>		
Opening Balance	3,892.72	1,912.10
Closing Balance	(5,224.69)	(3,892.72)
<b>Net (Increase) /Decrease</b>	<b>(1,331.97)</b>	<b>(1,980.62)</b>

## Note: 28. Employees Benefit Expenses

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries and wages	3,560.77	2,736.30
Directors Remuneration	347.18	840.39
Bonus	16.85	7.10
Leave Encashment, Exgratia & Gratuity	102.18	80.01
Training & Recruitment	56.81	45.85
Contribution to P.F. and other Funds	69.70	57.34
Staff welfare Expenses	229.76	162.16
Employee Compensation Expenses (ESOP)	679.35	1,456.63
Internship	11.94	9.70
<b>TOTAL</b>	<b>5,074.54</b>	<b>5,395.48</b>

## Note: 29. Manufacturing Expenses

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Job work Charges	206.88	276.17
Power and fuel	335.55	236.42
Consumption of stores and spare parts	140.60	133.31
Freight Inwards	91.52	51.30
Repairs & Maintenance - Plant & Machinery	187.33	179.63
Testing Charges	130.08	77.22
Installation & Commissioning Charges	216.36	127.00
Man power hire charges	1,017.16	735.78
Travelling	117.66	56.25
Technology Transfer fee	106.93	-
Consultancy Charges	48.60	-
Other Manufacturing Expenses	144.75	160.39
<b>TOTAL</b>	<b>2,743.41</b>	<b>2,033.48</b>

## Note: 30. Research and Development Expenses

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Cost of materials consumed	218.89	22.36
Salaries	759.82	311.92
Repairs & Maintenance	1.14	3.62
Professional & Consultancy Charges	6.10	28.50
Job Work & Other Expenses	77.94	0.10
<b>TOTAL</b>	<b>1,063.89</b>	<b>366.50</b>

**Note: 31. Selling and Distribution Expenses**

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Freight Outwards	83.71	49.94
Packing Materials	39.61	47.81
Business Promotion	16.28	16.88
Travelling Expenses	37.95	46.16
Warranty Expenses	59.52	12.08
Customer Support Expenses	191.00	131.02
Insurance	2.48	4.79
Marketing Support Expenses	13.98	11.26
<b>TOTAL</b>	<b>444.52</b>	<b>319.95</b>

**Note: 32. Depreciation And Amortization Expenses**

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
<b>Depreciation / Amortization for the year</b>		
Depreciation on PPE	1,968.19	1,087.16
Depreciation on Right-to-use Assets	39.34	93.18
<b>TOTAL</b>	<b>2,007.53</b>	<b>1,180.35</b>

**Note: 33. Finance Cost**

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Expenses	379.30	93.72
Bank Charges	158.79	140.53
Interest on Lease Liability	25.82	70.33
<b>TOTAL</b>	<b>563.90</b>	<b>304.58</b>

## Note: 34. Administrative & Other Expenses

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
<b>Repairs &amp; Maintenance</b>		
Plant & Machinery and Others	18.21	6.68
Vehicles	50.44	36.88
Computers	16.30	16.83
Buildings	320.43	213.02
Rent, Fees, Taxes & Licenses	259.08	242.88
Insurance	16.96	11.06
Couriers, Telephones and others	35.16	28.73
Printing & Stationery	18.42	8.49
Payment to Auditors	7.95	7.17
Professional & Consultancy Charges	186.06	97.53
Travelling & Conveyance	50.79	31.65
Secretarial Expenses	184.97	74.24
Watch & Ward	96.20	67.95
Sitting Fee	11.75	14.00
Bad Debts written off	2.41	0.78
Loss on Sale of Assets	36.19	-
Office Maintenance	96.50	53.09
Donations	78.10	142.14
CSR Expenses	130.50	92.00
Miscellaneous Expenses	15.13	8.93
<b>TOTAL</b>	<b>1,631.54</b>	<b>1,154.06</b>

## (i) Amount paid to auditors'

(In ₹ Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
As Auditor	4.30	4.30
For Taxation Matters/Tax Audit	-	-
For Other Services	3.65	2.87
For Reimbursement of Expenses	-	-
<b>TOTAL</b>	<b>7.95</b>	<b>7.17</b>

**Note: 35. Income Tax**

A reconciliation of the Income Tax provision to the amount computed by applying the statutory income tax rate to the net profit before tax is summarized as follows:

Particulars	(In ₹ Lakhs)	
	As at March 31, 2026	As at March 31, 2025
Profit before tax	2,463.78	7,944.01
Enacted Tax rates for the financial year	25.17%	25.17%
Expected tax expense (A)	824.89	2,179.38
Tax effect on allowable items (B)	(1.89)	(11.28)
Tax effect on disallowable items (C)	-	-
Tax on incomes chargeable under other heads (D)	-	-
Provision for income tax for the current year (A+B+C+D)	823.00	2,168.10
Interest on income tax for the year	-	-
Current tax for the year	823.00	2,168.10
Tax credits allowable	-	-
Deferred tax for the year	50.26	(20.64)
Tax expense of earlier years adjusted	98.65	142.23
<b>Net tax expense for the year</b>	<b>971.90</b>	<b>2,289.69</b>

**Note: 36. Employee Benefits**

(In ₹ Lakhs)

- a) **Provident Fund:** Company pays fixed contribution to provident fund at predetermined rates to the government authorities. The contribution of ₹ 77.50 Lakhs (Previous year ₹ 61.48 Lakhs) including administrative charges is recognized as expense and is charged in the Statement of Profit and Loss. The obligation of the Company is to make such fixed contribution and to ensure a minimum rate of return as specified by GOI to the members. The overall interest earnings and cumulative surplus is more than the statutory interest payment requirement during the year.
- b) **Leave Encashment:** The company accumulates of compensated absences by certain categories of its employees for one year. These employees receive cash in lieu thereof as per the Company's policy. The company recognises expenditure on payment basis.
- c) **Gratuity:** Gratuity is a funded Defined Benefit Plan payable to the qualifying employees on superannuation. It is managed by a 'Life Assurance Scheme' of the Life Insurance Corporation of India and the company makes contributions to the Life Insurance Corporation of India (LIC).

Company makes annual contribution to the Fund based on the present value of the Defined Benefit obligation and the related current service costs which are measured on actuarial valuation carried out as on Balance Sheet date. The liability has been assessed using Projected Unit Credit (PUC) Actuarial Cost Method.

Reconciliation of opening and closing balances of the present value of the defined benefit obligation as at the year ended March 31, 2026 are as follows:

I. Change in Defined Benefit obligation :	(In ₹ Lakhs)	
	As at March 31, 2026	As at March 31, 2025
Defined Benefit obligation as at the beginning	431.09	352.28
Interest Cost	29.47	24.43
Current Service Cost	55.97	41.60
Benefits paid from planned assets	(22.47)	(28.89)
Remeasurements - due to Demographic Assumptions	-	(21.26)
Remeasurements - due to Financial Assumptions	(49.62)	52.00
Remeasurements - due to Experience Assumptions	53.65	10.95
<b>Defined Benefit obligation as at the end</b>	<b>498.09</b>	<b>431.09</b>

(In ₹ Lakhs)

	As at March 31, 2026	As at March 31, 2025
<b>II. Change in Fair value of plan assets</b>		
Fair value of Plan Assets at the beginning	320.42	281.36
Interest Income	25.22	21.11
Employer Contributions	100.24	50.00
Benefits paid from planned assets	(22.47)	(28.89)
Remeasurements - Return on Assets (Excluding Interest)	(3.49)	(3.16)
<b>Fair value of planned assets at the end</b>	<b>419.92</b>	<b>320.42</b>
<b>III. Components of Defined Benefit Cost:</b>		
	As at March 31, 2026	As at March 31, 2025
Current Service Cost	55.97	41.60
Total Net Interest cost	4.25	3.32
<b>Defined Benefit Cost Included in Profit &amp; Loss</b>	<b>60.22</b>	<b>44.92</b>
Remeasurements - due to Demographic Assumptions	-	(21.26)
Remeasurements - due to Financial Assumptions	(49.62)	52.00
Remeasurements - due to Experience Assumptions	53.65	10.95
Remeasurements - Return on Assets (Excluding Interest)	3.49	3.16
<b>Total Remeasurements in OCI</b>	<b>7.52</b>	<b>44.84</b>
<b>Total Defined Benefit Cost recognized in Profit &amp; Loss and OCI</b>	<b>67.74</b>	<b>89.76</b>
<b>IV. Amounts recognized in the Statement of Financial Position</b>		
	As at March 31, 2026	As at March 31, 2025
Defined benefit Obligation	498.09	431.09
Fair value of Plan Assets	419.92	320.42
Funded Status	78.18	110.68
Net Defined Benefit Liability/(Asset)	78.18	110.68
Of which Short Term Liability	53.44	42.50
<b>V. Net Defined Benefit Liability /(Asset) Reconciliation</b>		
	As at March 31, 2026	As at March 31, 2025
Net Defined Benefit Liability/(Asset) at the beginning	110.68	70.92
Defined Benefit Cost Included in Profit & Loss	60.22	44.92
Total Remeasurement included in OCI	7.52	44.84
Employer Contributions	(100.24)	(50.00)
Credit to Reimbursements/Expenses Adjustment	-	-
Net Defined Benefit Liability/(Asset) at the end	78.18	110.68
<b>VI. Principal Assumptions</b>		
	As at March 31, 2026	As at March 31, 2025
Discounting Rate	7.80%	7.02%
Salary Escalation Rate	4.00%	4.00%

The estimates of future salary increase considered in actuarial valuation, have been factored in inflation, seniority, promotion and other relevant factors.

**Note: 37. Related Party Disclosures:**

(In ₹ Lakhs)

**List of Related Parties:** In accordance with the provisions of Ind AS 24 "Related Party Disclosures" and the Companies Act, 2013, Subsidiary company, Company's Directors, Members of the Company's Management Council and company secretary are considered as Key Management Personnel. List of Key Management personnel of the company is as follows:

**A. List of Subsidiaries:**

Imeds Global Private Limited Wholly owned Subsidiary

**B. Key Management Personnel**

i) Dr. Abburi Vidyasagar Chairman & Managing Director  
 ii) Mrs. Abburi Sarada Wholetime Director & CFO  
 iii) Mr. Abburi Siddhartha Sagar Wholetime Director  
 iv) Mr. P Bala Bhaskar Rao Director - Imeds Global Private Limited  
 v) Mr. N Srinivasa Rao Director - Imeds Global Private Limited  
 vi) Mr. D Rajasekhara Reddy Company Secretary  
 vii) Mr. Pedddi Srinivasa Rao Chief Financial Officer - Imeds Global Private Limited

**C. Relative of Key Management Personnel** NIL

**D. Entities under same Management:**

Wiki Kids Private Limited Same Directors  
 Lakshmee Foundation Controlled Trust  
 Vimta Labs Limited Same Director

**E. Transaction with Related Parties**

Particulars	Nature of Transaction	2025-2026	2024-2025
<b>a) Key Managerial Personnel:</b>			
Dr. Abburi Vidyasagar	Remuneration	36.00	36.00
Dr. Abburi Vidyasagar	Commisison on Profits	86.78	272.01
Dr. Abburi Vidyasagar	Unsecured Loan received	-	1,200.00
Dr. Abburi Vidyasagar	Unsecured Loan Repaid	1,200.00	-
Dr. Abburi Vidyasagar	Interest on Unsecured Loan	48.62	-
Mrs. Abburi Sarada	Remuneration	28.77	18.00
Mrs. Abburi Sarada	Commisison on Profits	86.78	272.01
Mrs. Abburi Sarada	Rent	14.33	13.03
Mr. Abburi Siddhartha Sagar	Remuneration	48.00	48.00
Mr. Abburi Siddhartha Sagar	Commisison on Profits	46.51	181.34
Mr. D Rajasekhara Reddy	Salary	21.08	15.78
<b>b) Non-Whole time Directors:</b>			
Mr. Yalamanchili Kishore	Sitting Fee	-	1.00
Mr. Naveen Nandigam	Sitting Fee	-	1.00
Mrs. Mini Ipe	Sitting Fee	1.75	-
Mr. Myneni Narayana Rao	Sitting Fee	3.00	3.75
Mr. V Ramachander	Sitting Fee	3.50	4.00
Mr. Dr. Ajit T Kalghatgi	Sitting Fee	3.50	4.25
<b>c) Transactions with other Entities:</b>			
Wiki Kids Private Limited	Rent Received	1.77	7.08
Wiki Kids Private Limited	Marketing Services	6.00	4.90
Wiki Kids Private Limited	Purchase of Capital Equipment	5.55	6.40
Lakshmee Foundation	CSR Funds	121.00	92.00
Lakshmee Foundation	Donation	61.00	130.00
Vimta Labs Limited	Testing Charges	29.40	39.80

**Note: 38. Earnings per Share:**

(In ₹ Lakhs)

Particulars	(In ₹ Lakhs)	2025-2026	2024-2025
Profit/ (Loss) after Tax	In ₹ Lakhs	1,499.38	5,644.46
The weighted average number of ordinary shares for			
Basic EPS	Nos	27,44,61,295	24,32,69,580
Diluted EPS	Nos	27,55,76,915	24,51,97,557
The nominal value per Ordinary Share	In ₹	2.00	2.00
<b>Earnings per Share</b>			
<b>Basic</b>	<b>In ₹</b>	<b>0.55</b>	<b>2.44</b>
<b>Diluted</b>	<b>In ₹</b>	<b>0.54</b>	<b>2.42</b>

Note: (1) During the year, the company has issued 7,48,930 Equity Shares of ₹ 2/- each, at an issue price of Rs. 50/- per Equity Share including a premium of Rs. 48/- per Equity Share to the employees in terms of Avantel Employee Stock Option Plan, 2023.

(2) During the year, the company issued 2,02,26,100 Equity Shares of ₹ 2 each, at an issue price of Rs. 40/- per Equity Share including a premium of Rs.38/- per Equity Share, to its existing shareholders by way of rights issue vide Board resolution dated April 26, 2025.

**Note: 39. Employee stock option plans (ESOP)**

The Company instituted Avantel Employees Stock Option Plan-2023 (hereinafter referred to as "Avantel 2023 Plan") for all eligible employees pursuant to a resolution approved by the shareholders in the Extra-ordinary General Meeting held on November 11, 2023. The Nomination, Governance and Compensation Committee of the Board of the parent company (the "Committee") administers the Avantel 2023 Plan and grants stock options to eligible employees. The Committee determines which eligible employees will receive options, the number of options to be granted, the exercise price, the vesting period and the exercise period. The vesting period is determined for all options issued on the date of grant. Participation in the plan is at the board's discretion and no individual has a contractual right to participate in the plan or to receive any guaranteed benefits.

The company has established Avantel 2023 Plan with 45,00,000 equity shares.

The exercise price of the options is INR 50 per share. The fair value of the share options is estimated at the grant date using a Black-Scholes Method, taking into account the terms and conditions upon which the share options were granted. However, the above performance condition is only considered in determining the number of instruments that will ultimately vest.

The carrying amount of the liability at 31 March 2026 was ₹ 1,037.50 lakhs (31 March 2025: ₹ 1,330.71 Lakhs).

The expense recognised for employee services received during the year is shown in the following table:

(In ₹ Lakhs)

Particulars	31-Mar-26	31-Mar-25
Expense arising from equity-settled share-based payment transactions	(293.21)	723.51
<b>Total expense arising from share-based payment transactions</b>	<b>(293.21)</b>	<b>723.51</b>

There were no cancellations or modifications to the awards in year ending 31 March 2026 or 31 March 2025.

**Movements during the year**

The following table illustrates the number and weighted average exercise prices (WAEP) of, and movements in, share options during the year

Particulars	31-Mar-26 (Number)	31-Mar-25 (Number)
Options outstanding at the beginning of the year	25,05,060	38,95,300
Granted during the year	5,88,442	76,000
Forfeited during the year	-	-
Exercised during the year	7,48,930	14,66,240
Expired during the year	-	-
Options outstanding at the end of the year	<b>23,44,572</b>	<b>25,05,060</b>
<b>Exercisable at 31 March</b>	<b>23,44,572</b>	<b>25,05,060</b>

During the year a reserve was made towards outstanding of ESOPs and Share based payment expenses for the year ended 31 March 2026 of ₹ 670 lakhs (31 March 2025 - ₹ 1,456.63 Lakhs).

The Weighted average grant date fair value of the options granted during the years ended 31 March 2026 was ₹ 127.00 per option .

The weighted average share price at the date of exercise of options exercised during the years ended 31 March 2026 was ₹ 150.96 (31 March 2025 – ₹ 155.76) per share, respectively.

The aggregate intrinsic value of options exercised during the years ended 31 March 2026 and 31 March 2025 was ₹ NIL and ₹ NIL, respectively.

The following tables list the inputs to the models used for the three plans for the years ended 31 March 2026 and 31 March 2025, respectively:

Particulars	31-Mar-26	31-Mar-25
Weighted average fair values at the measurement date	₹ 127.00	₹ 127.00
Dividend yield (%)	-	-
Expected Annualized Volatility (%)	59.80	56.87
Risk-free interest rate (%)	7.10	7.10
Expected life of share options(years)	6.00	6.00
Weighted average share price (INR)	50.00	50.00
Model used	Black-Scholes Method	Black-Scholes Method

**Note: 40. Contingent liabilities and commitments**  
(to the extent not provided for)

(In ₹ Lakhs)

Particulars	2025-2026	2024-2025
<b>Contingent liabilities</b>		
Claims against the company not acknowledged as debt		
a) Claims against the company/disputed liabilities		
Income Tax	-	219.05
b) Guarantees		
Bank Guarantee	6,080.52	3,239.43
<b>Total</b>	<b>6,080.52</b>	<b>3,458.48</b>

## Note: 41. Segmental Reporting :

Ind AS 108 establishes standards for the way that public business enterprises report information about operating segments and related disclosures about products, services, geographic areas and major customers. The company's corporate strategy aims at creating multiple drivers of growth anchored on its core competence. The company is currently focused on two segments.

The business segments comprise the following:

- a) **Communications and Signal Processing Products:** Manufacturing of Wireless front end, Satellite Communication, Embedded Systems, Signal Processing, Network Management and Software development and rendering related customer support services and having in-house R & D facility.
- b) **Health Care Services:** Manufacturing of Disposable Skin Staplers, Removers and Oxygen Concentrators

The segment wise Revenue, Results, Assets and Liabilities figures related to the respective amounts directly identifiable to each of the segments. Unallocable expenditure include expenses incurred on common services at the corporate level.

Particulars	2025-2026	2024-2025
<b>1. Segment Revenue</b>		
(a) Communications and signal processing Products	22,380.46	25,024.58
(b) Health Care	162.32	66.85
<b>Gross Revenue from sale of Products and services</b>	<b>22,542.78</b>	<b>25,091.43</b>
<b>2. Segment Results</b>		
(a) Communications and signal processing Products	3,217.21	8,271.56
(b) Health Care	(753.44)	(327.55)
<b>Profit before tax</b>	<b>2,463.77</b>	<b>7,944.01</b>
<b>3. Segment Assets</b>		
(a) Communications and signal processing Products	38,387.09	26,775.65
(b) Health Care	2,605.98	2,229.01
<b>Total Assets</b>	<b>40,993.07</b>	<b>29,004.66</b>
<b>4. Segment Liabilities</b>		
(a) Communications and signal processing Products	7,046.64	4,974.49
(b) Health Care	123.15	305.56
<b>Total Liabilities</b>	<b>7,169.79</b>	<b>5,280.05</b>

## Note: 42. Financial Instruments- Fair Values and Risk Management

### a) Financial Instruments by Categories

The following tables show the carrying amounts and fair values of financial assets and financial liabilities by categories. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

Amount in ₹ Lakhs as of March 31, 2026

Particulars	Cost	Financial assets/ liabilities at FVTPL	Financial assets/ liabilities at fair value through OCI	Total carrying value	Total fair value
<b>Assets:</b>					
Cash & Cash Equivalents	578.62	-	-	578.62	578.62
Trade Receivable	7,170.88	-	-	7,170.88	7,170.88
Deposits	972.15	-	-	972.15	972.15
Other Financial Assets	97.32	-	-	97.32	97.32
<b>Liabilities:</b>					
Trade Payable	197.35	-	-	197.35	197.35
Borrowings	3,437.95	-	-	3,437.95	3,437.95
Other Financial Liabilities	2,593.28	-	-	2,593.28	2,593.28

Amount in ₹ Lakhs as of March 31, 2025

Particulars	Cost	Financial assets/ liabilities at FVTPL	Financial assets/ liabilities at fair value through OCI	Total carrying value	Total fair value
<b>Assets:</b>					
Cash & Cash Equivalents	198.89	-	-	198.89	198.89
Trade Receivable	7,123.90	-	-	7,123.90	7,123.90
Deposits	851.67	-	-	851.67	851.67
Other Financial Assets	90.32	-	-	90.32	90.32
<b>Liabilities:</b>					
Trade Payable	415.18	-	-	415.18	415.18
Borrowings	910.93	-	-	910.93	910.93
Other Financial Liabilities	1,754.20	-	-	1,754.20	1,754.20

Fair Value Hierarchy Management considers that, the carrying amount of those financial assets and financial liabilities that are not subsequently measured at fair value in the Financial Statements approximate their transaction value. No financial instruments are recognized and measured at fair value for which fair values are determined using the judgements and estimates. The fair value of Financial Instruments referred below has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active market for identical assets or liabilities. (Level-1 measurements) and lowest priority to unobservable (Level-3 measurements).

The Company does not hold any equity investment and no financial instruments hence the disclosure are nil

#### Financial Risk Management:

The Company's activities expose to a variety of financial risks viz., market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the Company is credit risk and liquidity risk. The Company's exposure to credit risk is influenced mainly by Government Orders.

#### Management of Market Risk:

Market risks comprises of Price risk and Interest rate risk. The Company does not designate any fixed rate financial

assets as fair value through Profit and Loss nor at fair value through OCI. Therefore, the Company is not exposed to any interest rate risk. Similarly, the Company does not have any Financial Instrument which is exposed to change in price.

## Foreign Currency Risks:

The Company is exposed to foreign exchange risk arising from various Currency exposures primarily with respect to the US Dollars (USD), for the imports being made by the Company.

The Company exposure to foreign currency risk as at the end of the reporting period expressed in INR as on March 31, 2026 & March 31, 2025 is as follows:

Particulars	USD	EURO	USD	EURO
<b>Financial Assets:</b>	<b>As at March 31, 2026</b>		<b>As at March 31, 2025</b>	
Cash & Cash Equivalents	-	-	-	-
Trade Receivable	-	90,006	23,700	69,095
Deposits	-	-	-	-
Other Financial Assets	-	-	-	-
<b>Financial Liabilities:</b>	-	-	-	-
Trade Payable	93,396	-	2,00,011	-
Borrowings	-	-	-	-
Other Financial Liabilities	-	-	-	-

## Credit Risk:

Credit risk is the risk of financial loss to the Company if a customer fails to meet its contractual obligations. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables. The company operations are with Government and allied companies and hence no issues credit worthiness. The company considers that, all the financial assets that are not impaired and past due as on each reporting dates under review are considered credit worthy.

## Credit risk exposure

An analysis of age-wise trade receivables at each reporting date is summarized as follows:

### For the year ended March 31, 2026

(In ₹ Lakhs)

Particulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	7,170.88	7,170.88	-	-	-
Expected Credit loss	-	-	-	-	-
<b>Carrying amount (net of impairment)</b>	<b>7,170.88</b>	<b>7,170.88</b>	-	-	-

### For the year ended March 31, 2025

(In ₹ Lakhs)

Particulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	7,123.90	7,123.90	-	-	-
Expected Credit loss	-	-	-	-	-
<b>Carrying amount (net of impairment)</b>	<b>7,123.90</b>	<b>7,123.90</b>	-	-	-

## Liquidity Risk:

The company's liquidity needs are monitored on the basis of monthly projections. The principal sources of liquidity are cash and cash equivalents, cash generated from operations and availability of cash credit and overdraft facilities

to meet the obligations as and when due. Short term liquidity requirements consist mainly of sundry creditors, expenses payable and employee dues during the normal course of business. The company maintains sufficient balance in cash and cash equivalents and working capital facilities to meet the short term liquidity requirements.

The company assesses long term liquidity requirements on a periodical basis and manages them through internal accruals and committed credit lines.

The following table shows the maturity analysis of the Companies Financial Liabilities based on contractually agreed, undiscounted cash flows as at the balance sheet date.

Particulars	Gross Carrying Amount	Less than one year	More than one year	More than two year	More than three year
<b>As on March 31, 2026</b>					
Trade Payables	197.35	197.35	-	-	-
Other Financial liabilities	2,593.28	2,593.28	-	-	-
<b>As on March 31, 2025</b>					
Trade Payables	415.18	415.18	-	-	-
Other Financial liabilities	1,754.20	1,754.20	-	-	-

**Note: 43. Capital Management**

The objective of the company when managing capital are to

- to safeguard the company's ability to continue as going concern, So that they can continue to provide returns for the Share holder and benefits for other stake holders.
- maintain optimal capital structure to reduce cost of capital

**Dividends**

(In ₹ Lakhs)

Particulars	2025-2026	2024-2025
<b>(i) Final Dividend on Equity Shares</b>		
Final Dividend for the year March 31 2025 ₹ 0.20 per share (March 31 2024 ₹ 0.20 Per Share/-)	529.92	486.54
<b>(ii) Dividends not recognised at the end of the reporting period</b>		
The directors recommend for the payment of ₹ 0.20 per equity share of ₹ 2/- each March 31, 2026 (March 31 2025 ₹ 0.20 per share of ₹ 2/- each), The proposed dividend is subject to the approval of Share holders in the general meeting.	531.42	529.92

**Note: 44. Consumption Of Raw Materials:**

(In ₹ Lakhs)

Raw Material	2025-2026		2024-2025	
	%	(₹ in Lakhs)	%	(₹ in Lakhs)
Indigenous	62.93	4,960.26	48.03	4,021.67
Imported	37.07	2,921.37	51.97	4,351.97
<b>TOTAL</b>	<b>100.00</b>	<b>7,881.63</b>	<b>100.00</b>	<b>8,373.64</b>

**Note: 45. Value of Imports (Calculated in CIF Value):**

(In ₹ Lakhs)

Particulars	2025-2026	2024-2025
Materials	5,043.35	3,975.67
Capital Equipment	470.38	55.83
<b>Total</b>	<b>5,513.73</b>	<b>4,031.50</b>

**Note: 46. Expenditure in Foreign Currency:**

(In ₹ Lakhs)

Particulars	2025-2026	2024-2025
Purchases (Imports)	3,996.45	3,996.67
Foreign Travel	24.36	19.46
<b>Total</b>	<b>4,020.81</b>	<b>4,016.13</b>

**Note: 47. The disclosure relating to transactions with Micro, Small and Medium Enterprises**

Sundry Creditors includes ₹ 81.58 lakhs (previous year ₹ 138.90 lakhs) due to Small Scale & Ancillary undertakings. There are no Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days at the Balance Sheet date. The above information has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

**Note: 48. Corporate Social Responsibility (CSR)**

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, healthcare and women empowerment has been formed by the company as per the Act. The funds were primarily allocated to a corpus and utilised through the year on these activities which are specified in schedule VII of the Companies Act, 2013.

The amount of expenditure to be spent on CSR activities and financial details as per the Companies Act, 2013 for the F.Y 2025-26 & 2024-25 are as under:

(In ₹ Lakhs)

Particulars	2025-2026	2024-2025
Aggregate net profits of last three financial years as per Section 198 of the Companies Act, 2013	19,531.56	13,699.58
Average of net profits	6,510.52	4,566.53
(i) Amount required to be spent by the Company during the year	130.21	91.33
(ii) Amount spent towards CSR Activities	130.50	92.00
(iii) Shortfall at the end of the year	-	-
(iv) Reasons for Short fall	Not Applicable	
(v) Nature of CSR Activities Eradication of hunger and malnutrition, Promoting Education, Healthcare, Women empowerment.		
(vi) Details of related party transactions	121.00	92.00

As per Paragraph 17(b) of the Guidance Note on CSR issued by ICAI, the details of expenditure incurred by the Company on CSR activities are as follows:

Particulars	In Cash	Yet to be paid in Cash	Total
Construction/Acquisition of asset	-	-	-
Other than (i) above:	-	-	-

**Note 49. Assets Pledged as Security:**

The Carrying amount of assets pledged as security for current borrowings:

(In ₹ Lakhs)

Particulars	2025-2026	2024-2025
<b>Current:</b>		
<b>Financial Assets:</b>		
<b>First Charge (Primary Security)</b>		
Trade Receivable	7,101.23	7,108.88
<b>Non-Financial Assets:</b>		
Inventories	9,147.77	6,003.10
<b>Total Current Assets Pledged as Primary Security</b>	<b>16,249.00</b>	<b>13,111.97</b>
<b>Non-Current Assets (Collateral Security)</b>		
Land & Buildings	6,346.77	982.73
Plant & Machinery	5,990.68	1,347.66
Other Fixed Assets	3,160.99	1,114.74
<b>Total Non-Current Assets Pledged as Collateral Security</b>	<b>15,498.44</b>	<b>3,445.13</b>
<b>Total Assets Pledged as Primary &amp; Collateral Security</b>	<b>31,747.44</b>	<b>16,557.10</b>

## Note No. 50. Analytical Ratios

Ratio	Numerator	Denominator	Current Year March 31, 2026	Previous Year March 31, 2025	Variance	Reasons
Current ratio (in times)	Total current Assets	Total current liabilities	3.72	4.84	-23.11%	Current ratio decreased due to decrease in borrowings
Debt-equity ratio (in times)	Long term liabilities +short term borrowings	Total equity	0.10	0.09	14.24%	
Debt service coverage ratio (in times)	Earnings before debt service = Net profit after taxes + non cash operating expenses + Interest + Other non cash adjustments	Debt service = Interest + principle repayments	10.05	43.46	-76.88%	Due to increase in Debt
Return on equity ratio (in %)	Profit for the year	Average total equity	5.21%	28.13%	-81.47%	Due to decrease in turnover, increase in expenses, increase in depreciation, increase in interest paid on borrowings and net profit was low
Inventory turnover ratio (in times)	Revenue from operations	Average total inventory	2.90	4.68	-38.05%	
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	3.12	.3.68	-15.25%	
Trade payables turnover ratio (in times)	Raw material purchases + Fuel purchase+Other expenses	Average trade payables	30.28	15.65	93.57%	
Net capital turnover ratio ( in times)	Revenue from operations	Average working capital (ie., Total current assets less Total current liabilities)	1.40	1.88	-25.48%	-
Net profit ratio (in %)	Profit for the year	Revenue from operations	6.73%	22.66%	-70.31%	Due to decrease in turnover, increase in expenses, increase in depreciation, increase in interest paid on borrowings and net profit was low
Return on capital employed (in %)	Earning before tax and finance cost	Capital employed = Net worth + Deferred tax liabilities	10.93%	27.60%	-60.41%	Due to decrease in turnover, increase in expenses, increase in depreciation, increase in interest paid on borrowings and net profit was low
Return on Investment	Income generated from invested funds	Average invested funds in treasury investments	-	-	-	NIL

### Note: 51.

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

**Note: 52.**

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

**Note: 53.**

The Company has no Loans or Advances in the nature of Loans to specified persons that are Repayable on Demand or without specifying any terms or period of repayment.

**Note: 54.**

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

**Note: 55.**

During the year there are no events occurring after the balance sheet date.

**Note: 56.**

During the year there are no prior period items.

**Note: 57.**

The company's accounting software has audit trail functionality (edit log). This feature remained operational throughout the year, capturing a chronological record of all relevant transactions processed within the software.

per our report of even date  
for **GRANDHY & CO**  
Chartered Accountants  
Firm Registration No. 001007S

for and on behalf of **AVANTEL LIMITED**

Sd/-  
**CA Naresh Chandra Gelli**  
Partner  
ICAI Membership No. 201754

Sd/-  
**Dr. Abburi Vidyasagar**  
Chairman & Managing Director  
DIN: 00026524

Sd/-  
**V Ramchander**  
Director  
DIN: 03400005

Place: Hyderabad  
Date: April 26, 2026

Sd/-  
**Abburi Sarada**  
Whole-Time Director & CFO  
DIN: 00026543

Sd/-  
**D Rajasekhara Reddy**  
Company Secretary  
M.No. F13605



## Avantel Limited

### Regd. Office & Unit-1

Plot No.47/P, APIIC Industrial Park,  
Gambheeram (V), Anandapuram (M),  
Visakhapatnam - 531163,  
Andhra Pradesh.

Tel: +91-0891-2850 000

Fax: +91-0891-2850 004

### Unit-2

Plot No: S-119 (M),  
Survey No. 49, E-City, Raviryal (V),  
Maheswaram (M), Rangareddy (D),  
Hyderabad - 501510, Telangana.

Tel: +91-40-3537 1900

Fax: +91-40-3537 1904

### Unit-3

Survey No. 243/1,  
Kondaparva (V),  
Vissannapet (M), NTR (D),  
Andhra Pradesh - 521213.

### Corporate Office

Survey No. 17, Unit No.201 & 202, 2<sup>nd</sup> Floor, Block - 1,  
Vasavi's Shalom Sky City, Gachibowli, Serilingampally (M),  
Ranga Reddy (D), Hyderabad - 500032, Telangana State.

Tel: +91-40-6630 5000 | Fax: +91-40-6630 5004

[www.avantel.in](http://www.avantel.in)

E-mail: [marketing@avantel.in](mailto:marketing@avantel.in)



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