45TH ANNUAL GENERAL MEETING

VEDIC AYURVEDA LIMITED
(FORMERLY KNOWN AS KD LEISURE LIMITED)
(CIN: L21003MH1981PLC272664)

ANNUAL REPORT

FOR

F.Y. 2025-2026

COMPANY INFORMATION

Board of Directors and Key Managerial Personnel

Mr. Mandeep Singh Thukral	Managing Director
Ms. Deepika Awasthi	Executive Director
Ms. Anubha Kumari Sinha	Non-Executive Director
Mr. Angad Bijan	Non- Executive Independent Director
Mr. Atul Chauhan	Non- Executive Independent Director
Ms. Kanchan Yadav	Non-Executive Independent Woman Director

Chief Financial Officer

Mr. Shekhar Chandrakant More *(Appointed w.e.f. 07.10. 2026)*

Company Secretary & Compliance Officer

Ms. Jyoti *(Appointed w.e.f. 11.06.2026)*

Ms. Anjali *(Resigned w.e.f. 30.04.2026)*

Statutory Auditor

M/s GAV & Associates, Chartered Accountants
Firm Registration Number: 036002N

Secretarial Auditor

M/s. Vaibhav Sharma & Associates, Practicing Company Secretary
Unique Code: S2012DE180700

Internal Auditor

M/s. Goyal Nagpal & Co., Chartered Accountants
(Appointed w.e.f. 07.10. 2026)

Bankers

ICICI Bank
Building 113/171 Swaroop Nagar Kanpur, Uttar Pradesh-208002

Registered Office

Unit No. 1109, 11th Floor, Lotus Link, Square, D.N. Nagar,
New Link Road, Andheri, Mumbai, Maharashtra, India, 400053

Corporate Office

117/N/328A Kakadeo, Raniganj, Naveen Nagar, Kanpur Nagar UP-208025

Stock Exchanges

BSE Limited (Main Board) and Calcutta Stock Exchange.

Registrars & Transfer Agents

Purva Sharegistry (India) Limited
9, Shivshakti Industrial Estate, JR Boricha Marg,
Opp. Kasturba Hospital, Lower Parel (East), Mumbai-400011.

CONTENT

S. No.	Particulars	Page No.
A.	Notice of AGM, Explanatory Statement and Annexure thereto	4-32
B.	Directors' Report	33-49
	Annexure-I- Conservation of Energy and Technology Absorption	50
	Annexure II- Secretarial Audit Report	51-55
	Annexure III- Managerial Remuneration	56
	Annexure IV- Management and Discussion Analysis Report	47-59
	Annexure V- Chief Financial Officer (CFO) Certification	60-61
C.	Revised Certificate from Practicing Chartered Accountant	62
D.	Auditors' Report, Financials and Notes to Accounts	63-88

VEDIC AYURVEDA LIMITED

(Formerly Known as KD Leisures Limited)

CIN: L21003MH1981PLC272664
Reg. Off: Unit No. 1109, 11th Floor, Lotus Link Square, D.N. Nagar, New Link Road, Andheri (West), Mumbai – 400053
Corporate office: 117/N/328A Kakadeo, Raniganj, Naveen Nagar, Kanpur Nagar UP-208025
E-Mail Id: roc.viatl@gmail.com ; Mobile No. 9590037000
Website: https://kdleisures.in/

NOTICE OF 45TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE FORTY-FIFTH (45TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF VEDIC AYURVEDA LIMITED (FORMERLY KNOWN AS KD LEISURES LIMITED) WILL BE HELD ON FRIDAY, 30TH OCTOBER, 2026 AT 03:00 P.M. ("IST") THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

ITEM NO.1

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

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

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March 2026 and the reports of the Board of Directors and Auditors thereon as circulated to the Members, be and are hereby considered and adopted."

ITEM NO.2

TO APPOINT MS. DEEPIKA AWASTHI (DIN: 08624842), WHO RETIRE BY ROTATION, AND BEING ELIGIBLE, OFFERS HERSELF FOR REAPPOINTMENT

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

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Deepika Awasthi (DIN: 08624842), who retires by rotation at this meeting and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company."

SPECIAL BUSINESS

ITEM NO. 3

TO CONSIDER & APPROVE THE CHANGE IN DESIGNATION OF MS. DEEPIKA AWASTHI (DIN: 08624842) FROM EXECUTIVE DIRECTOR TO MANAGING DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013 including any statutory modification or re-enactment thereof, or any other law and applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations") (including any statutory modification (s) or re-enactment(s) thereof, for the time being in force) and any other applicable provisions of Listing Regulations and subject to such consent(s), approval(s) and permission(s) as may be necessary in this regard and subject to such conditions as may be imposed by any authority while granting such consent(s), permission(s) and approval(s) and as are agreed to by the Board of Directors (hereinafter referred to as the Board, which term shall unless repugnant to the context or meaning thereof, be deemed to include any committee thereof and any person authorised by the Board in this behalf), consent of the Members be and is hereby accorded to change the designation of Ms. Deepika Awasthi (DIN: 08624842) from Director to Managing Director of the Company for a period of Five years with effect from 29th October, 2026 on the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this Meeting, with liberty to Board, to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Ms. Deepika Awasthi, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof.

RESOLVED FURTHER THAT, subject to the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the Remuneration payable to Ms. Deepika Awasthi (DIN: 08624842) in the event of loss or inadequacy of profit in any Financial Year, shall be paid as per the limit set out in Section II of Part II of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Ms. Deepika Awasthi (DIN: 08624842) will be executed and terms set out in the explanatory statement of Notice of this Annual General Meeting be considered as Memorandum setting out terms and

conditions of appointment and remuneration of Ms. Deepika Awasthi (DIN: 08624842) as Managing Director.

RESOLVED FURTHER THAT any of the Directors/ Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution including certifying and filing of necessary forms with the Registrar of Companies.

ITEM NO. 4

REGULARISATION OF MR. ATUL CHAUHAN (DIN: 03578401) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150, 152, 161 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 **("the Act")** and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended **("Listing Regulations")** (including any statutory modification (s) or re-enactment(s) thereof, for the time being in force) and any other applicable provisions of Listing Regulations, Mr. Atul Chauhan (DIN: 03578401) who was appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors on 7th October, 2026 pursuant to provisions of Section 161 of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company for a term of Five consecutive years commencing from 07th October, 2026 up to 06th October, 2031 (both days inclusive), not be liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors/ Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution including certifying and filing of necessary forms with the Registrar of Companies."

ITEM NO. 5

TO TAKE NOTE OF THE REVISED AUDITORS CERTIFICATE BY PRACTICING CHARTERD ACCOUNTANT REGARDING THE COMPLIANCE WITH REGULATION 45(1) UNDER REGULATION 45(3)

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

"RESOLVED THAT the Members of the Company do hereby take note of the revised certificate dated 14th July 2026, issued by **M/s. GAV & ASSOCIATIES, Practicing Chartered Accountants**, certifying the Company's compliance with the conditions prescribed under Regulation 45(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in connection with the proposed change of name of the Company.

RESOLVED FURTHER THAT the certificate from the Practicing Chartered Accountant, as placed before the meeting and made available for inspection by the Members, be and is hereby noted and taken on record."

ITEM NO. 6

APPROVAL FOR INCREASE IN LIMITS UNDER SECTON 180 (1) (a) OF THE COMPANIES ACT, 2013 FOR CREATING CHARGE ON THE ASSETS OF THE COMPANY:

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, and the rules made there under and pursuant to the Memorandum of Association and Articles of Association of the Company and in supersession of all the earlier resolutions, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee thereof for the time being exercising the powers conferred on the Board of Directors by this Resolution) to mortgage, pledge, charge, hypothecate and/ or create security interest of every nature and kind whatsoever as may be necessary on such of the moveable or immoveable assets and properties of the Company wherever situated, both present and future, including where such assets and properties constitute the whole or substantially the whole of the undertaking of the Company, in such manner as the Board / Committee of the Board may direct, to or in favour of financial institutions, investment institutions and their subsidiaries, banks, mutual funds, trusteeship companies, trusts, other bodies corporate and trustees for the

holders of debentures/ bonds and/or other instruments, to secure the due payment of the principal together with interest, premium on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company or any third party in respect of borrowings availed of from such Lending Agencies of an outstanding aggregate value not exceeding **Rs. 100 crores (Rupees One Hundred Crore Only).**

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to finalize, settle and execute such documents / deeds / writings / papers and Agreements as may be required and to take all necessary steps and actions in this regard in order to comply with all the legal and procedural formalities and further to authorize any of its Committee(s)/Director(s) or any Officer(s) of the Company to do all such acts, deeds or things as it may in its absolute discretion deem necessary, proper and fit to give effect to the aforesaid resolution.**"**

ITEM NO. 7

TO APPROVE POWER TO BORROW FUNDS PURSUANT TO THE PROVISIONS OF SECTION 180(1)(C) OF THE COMPANIES ACT, 2013, NOT EXCEEDING RS. 100 CRORES

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

"RESOLVED THAT in supersession of all earlier resolutions passed by the members of the Company in this regard and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), and the relevant regulations/directions as may be prescribed from time to time (including any amendment(s), modification(s) thereof) and the Articles of Association of the Company and as per the recommendation of the Board of Directors of the Company, consent of the Members be and is hereby accorded to borrow the funds through any or all of the following modes viz., (a) issuance and allotment of various series/ tranches of Secured Debentures or Unsecured Debentures where the returns are either fixed, floating or linked to the market, (b) term loans or Inter-Corporate Deposits (ICDs) and (c) secured or unsecured borrowing from bank (d) any and all other means of borrowing funds permitted under applicable law, from time to time as it may think fit, any sum or sums of money(ies) which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained will or may exceed the aggregate of the paid-up capital of the Company and its free reserves and securities premium, so that the total amount up to which the moneys may be borrowed by the

Company and outstanding at any time shall not exceed the sum of **Rs. 100 crores (Rupees One Hundred Crores only).**

RESOLVED FURTHER THAT the Board of Directors or such person/s or such committee (by whatever name called), be and are hereby authorized to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security and execute such documents/ deeds/ writings/ papers/ agreements or otherwise howsoever as it may think fit and to do all other acts, deeds, matters and things as may be deemed necessary and incidental for giving effect to the above, including execution of all such documents, instruments and writings, as may be required."

ITEM NO. 8

APPROVAL FOR GIVING LOAN OR GUARANTEE OR PROVIDING SECURITY IN CONNECTION WITH LOAN AVAILED BY ANY PERSON IN WHOM ANY OF THE DIRECTOR OF THE COMPANY IS INTERESTED AS SPECIFIED UNDER SECTION 185 OF THE COMPANIES ACT, 2013

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

"RESOLVED THAT pursuant to the provisions of Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by any entity, if any, which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Director of the Company is deemed to be interested (collectively referred to as the "Entities"), up to a sum not exceeding **Rs. 100 Crores [Rupees One Hundred Crores Only]** at any point in time, in its absolute discretion deem beneficial and in the best interest of the Company."

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any committee thereof) be and is hereby

authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable."

ITEM NO. 9

APPROVAL TO GIVE LOANS, GUARANTEES, PROVIDE SECURITIES AND MAKE INVESTMENTS, UNDER SECTION 186 OF THE COMPANIES ACT, 2013

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

"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meeting of Board and its powers)Rules, 2014, (including any statutory modification thereof for the time being in force and as may be enacted from time to time), the consent of the members be and is hereby accorded, to give loans to any person or any other body Corporate and/ or give any guarantee or provide security in connection with a loan to any person or any other body Corporate and / or acquire by way of subscription, purchase or otherwise, the securities of anybody corporate up to an aggregate amount not exceeding **Rs. 100 Crores (Rupees One Hundred Crores)** notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/ or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of the Company be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate.**"**

By Order of the Board
For Vedic Ayurveda Limited
(Formerly Known as KD Leisures Limited)

Date: 07th October, 2026
Place: Mumbai

Sd/-
Deepika Awasthi
[Director]
(DIN: 08624842)

Registered Office:
Unit No. 1109, 11th Floor, Lotus Link Square, D.N. Nagar,
New Link Road, Andheri (West), Mumbai – 400053
CIN: L21003MH1981PLC272664
Website: https://www.kdleisuresltd.com/
Email: roc.viatl@gmail.com
Tel**.:** +91 95900 37000

NOTES:

1. Explanatory statement pursuant to section 102 (1) of the Companies Act, 2013 in respect of the Special Business as set out in the Notice is annexed hereto and forms part of this Notice.

2. General instructions for accessing and participating in the 45th AGM through VC/OAVM Facility and voting through electronic means including remote e-Voting.

3. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular dated September 22, 2025 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as **"MCA Circulars**"), permitted convening the Annual General Meeting **("AGM" / "Meeting")** through Video Conferencing **("VC")** or Other Audio Visual Means **("OAVM")**, without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 **("Act")** read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations"),** the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the registered office of the Company.

   In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the **45th Annual General Meeting ("Meeting" or "AGM")** of the Company is being held through VC / OAVM **Friday**, **30th October, 2026 at 03:00 P.M. ("IST").** The proceedings of the AGM are deemed to be conducted at the Registered Office of the Company situated at Unit No. 1109, 11th Floor, Lotus Link Square, D.N. Nagar, New Link Road, Andheri (West), Mumbai – 400053.

4. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH.**

   ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated

December 28, 2022, May 05, 2022, December 14, 2021, January 13, 2021, April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with **Purva Sharegistry (India) Private Limited (Purva)** for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by Purva.

6. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Auditors etc. who are allowed to attend the AGM, without restriction on account of a first come first served basis.

7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://www.kdleisuresltd.com/ The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com The AGM/EGM Notice is also disseminated on the website of PURVA (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. https://evoting.purvashare.com.

9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA. You are also requested to update your Bank details by writing to the Company's RTA.

11. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018 requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 01, 2019 unless the securities are held in dematerialized form with the depositories. Therefore, shareholders are requested to take action to dematerialize the equity shares of the Company.

12. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and other documents referred to in the Notice and explanatory statement, will be available electronically for inspection via a secured platform without any fee by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to roc.viatl@gmail.com.

13. The Board of Directors of the Company has appointed **M/s Amit Saxena & Associates, New Delhi** as Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.

14. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 24th October, 2026 to Friday, 30th October, 2026 **(both days inclusive).**

15. A brief profile of Directors appointed and re-appointed, including nature of expertise, is provided as **Annexure-A.**

16. The Certificate received from Practicing Chartered Accountant regarding the name change of the Company pursuant to Regulation 45 is annexed as **Annexure-B.**

17. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall within 48 hours of conclusion of the AGM shall submit a consolidated Scrutinizer's report of the total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman, who shall countersign the same and declare the result of the voting forthwith.

18. The results along with Scrutinizer's Report, shall be displayed at the Registered Office of the Company and placed on the Company's website at https://www.kdleisuresltd.com/ and the website of Purva immediately after the result is declared. The results shall be simultaneously communicated to the Stock Exchange where the securities of the Company are listed. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.

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

(i) The remote e-voting period begins on **Tuesday, 27th October, 2026 from 09:00 A.M. (IST)** and ends on **Thursday, 29th October, 2026 at 05:00 P.M. (IST)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date Friday, 23rd October, 2026** may cast their vote electronically. The e-voting module shall be disabled by Purva for voting thereafter.

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

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

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

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

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

(v) Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with CDSL.	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasitoken/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by

	company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY /LINKINTIME/PURVA, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/Easi Registration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.

3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

4) Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.



5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 022- 23058738 and 22-23058542-43.

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

1. The shareholders should log on to the e-voting website https://evoting.purvashare.com.
2. Click on "Shareholder/Member" module.
3. Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.
5. If you are a first-time user follow the steps given below:

For Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) ● Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. ● If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVENT NO. for the relevant M/s. Vedic Ayurveda Limited on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO/ABSTAIN" for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.

(xi) Click on the "NOTICE FILE LINK" if you wish to view the Notice.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) **Facility for Non – Individual Shareholders and Custodians – Remote Voting.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to https://evoting.purvashare.com and register themselves in the "Custodians / Mutual Fund" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, non-individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; roc.viatl@gmail.com if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is the same as the instructions mentioned above for Remote e-voting.

2. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

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

6. 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.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **Five (5) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **Five (5) days prior to meeting** mentioning

their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

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

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **evoting@purvashare.com.**

2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).

3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-49700138.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

By Order of the Board
For Vedic Ayurveda Limited
(Formerly Known as KD Leisures Limited)

Date: 07th October, 2026
Place: Mumbai

Sd/-
Deepika Awasthi
[Director]
(DIN: 08624842)

Registered Office:
Unit No. 1109, 11th Floor, Lotus Link Square, D.N. Nagar,
New Link Road, Andheri (West), Mumbai – 400053
CIN: L21003MH1981PLC272664
Website: https://www.kdleisuresltd.com/
Email: roc.viatl@gmail.com
Tel**.:** +91 95900 37000

ANNEXURE – A

Details of the Directors seeking re-appointment at the 45th Annual General Meeting of the Company as per Regulation 36(3) SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015

Particulars	Details
Name	Ms. Deepika Awasthi
Director Identification Number	08624842
Date of Birth	06/05/1987
Age	39
Nationality	Indian
Qualification	Graduated
Original Date of Appointment	02/02/2026
Brief Resume of the Director (Including age and qualifications)	Deepika Awasthi is a seasoned expert in the field of astrology, numerology, and tarot reading, with over 15 years of dedicated experience. She has played a key role in guiding thousands of individuals towards clarity and self-discovery through her deep-rooted spiritual insights and intuitive practices. Known for her accurate predictions and compassionate approach, Deepika continues to be a trusted name in the holistic and metaphysical community
Experience and nature of expertise in specific functional area	Business Management
Shareholding in the Company, either directly or by way of beneficial ownership	NIL
Terms and Conditions of appointment/re-appointment	She is liable to retire by rotation is now proposed to re-appoint as Director
No. of meetings of the Board attended during the financial year 2025-2026	04
Remuneration sought to be paid and remuneration last drawn	As decided by the Board of Directors
Directorships, Membership / Chairmanship of Committees of other Boards along with the listed entities from which the director has resigned in the past three years	1. Homansh Consumer Private Limited 2. Astrotel Private Limited 3. Baidya ji Ayurveda Private Limited
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None

Details of the Directors seeking appointment of Independent Director at the 45th Annual General Meeting of the company as per Regulation 36(3) SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015

Particulars	Details
Name	Atul Chauhan
Director Identification Number	03578401
Date of Birth	10/06/1987
Age	39
Nationality	Indian
Qualification	Company Secretary and Law Graduate
Original Date of Appointment	29/08/2026
Brief Resume of the Director (Including age and qualifications)	Mr. Atul Chauhan is an Associate Member of the Institute of Company Secretaries of India (ICSI), a Law Graduate, and a Commerce Graduate from the University of Lucknow, with over 15 years of experience in corporate laws, governance, and regulatory compliance. Having advised over 500 companies and LLPs, he possesses extensive expertise in corporate governance, legal advisory, restructuring, and statutory compliance.
Experience and nature of expertise in specific functional area	Corporate Governance
Shareholding in the Company, either directly or by way of beneficial ownership	N.A.
Terms and Conditions of appointment/re-appointment	Regularisation as Independent Director of the Company
No. of meetings of the Board attended during the financial year 2025-2026	NIL
Remuneration sought to be paid and remuneration last drawn	As decided by the Board of Directors
Directorships, Membership / Chairmanship of Committees of other Boards along with the listed entities from which the director has resigned in the past three years	1. Marktesh Trading Limited 2. Prabhhans Industries Limited 3. ishaan infrastructures and shelters ltd
Relationship with other Directors, Manager and other	None

Key Managerial Personnel of the Company	
Justification for choosing the appointee for appointment as Independent Director.	The proposed appointee is being appointed as an Independent Director based on his qualifications, professional experience, knowledge, skills and expertise relevant to the business and affairs of the Company.

By Order of the Board
For Vedic Ayurveda Limited
(Formerly Known as KD Leisures Limited)

Date: 7th October, 2026
Place: Mumbai

Sd/-
Deepika Awasthi
[Director]
(DIN: 08624842)

Registered Office:
Unit No. 1109, 11th Floor, Lotus Link Square, D.N. Nagar,
New Link Road, Andheri (West), Mumbai – 400053
CIN: L21003MH1981PLC272664
Website: https://www.kdleisuresltd.com/
Email: roc.viatl@gmail.com
Tel.: +91 95900 37000

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM No. 3

With a view to realign the constitution of the Board of Directors in line with the Companies Act, 2013, as amended, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, in their meeting held on 07th October, 2026, approved the change in designation of Ms. Deepika Awasthi (DIN: 08624842) from Executive Director to Managing Director of the Company for a period of five years w.e.f October 29, 2026. The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions. It is proposed to seek the members' approval for the change in designation of and remuneration payable to Ms. Deepika Awasthi (DIN: 08624842) as a Managing Director in terms of the applicable provisions of the Act. Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Ms. Deepika Awasthi (DIN: 08624842), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in be Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time. Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable Regulations of SEBI (LODR) Regulations, 2015, the re-appointment of and remuneration payable Ms. Deepika Awasthi (DIN: 08624842) as Managing Director is now being placed before the Members for their approval by way of Special Resolution.

Terms and Conditions along with brief details of Ms. Deepika Awasthi (DIN: 08624842) seeking change in Designation as Managing director at the annual General Meeting are mentioned below:

Proven ability to drive strategic initiatives, optimize business performance, and lead cross-functional teams. Strong analytical, leadership, and communication skills with a passion for innovation and organizational growth.

The key terms and conditions change in Designation as the MD are as follows:

Tenure as Managing Director

The Change in Designation as Managing Director is for a period of five years with effect from 29th October, 2026 to 28th October, 2031 (both days inclusive).

Nature of Duties

The MD shall devote her whole time and attention to the business of the Company and perform such duties as may be entrusted to her by the Board from time to time and separately communicated his and exercise such powers as may be assigned to her, subject to the superintendence, control and directions of the

Board in connection with and in the best interests of the business of the Company.

Remuneration

a) **Basic Salary**

b) **Benefits, Perquisites & Allowances:**

In addition to the basic salary referred to in (a) above, he shall be entitled to provision of rent-free residential accommodation (furnished or otherwise) with the company bearing related costs, or alternatively, payment of house rent allowance.

The aggregate of the remuneration as aforesaid shall be within the maximum limits as laid down under Sections 196, 197 and other applicable provisions, if any, read with Schedule V of the Act as amended / replaced and as in force from time to time.

c) **Minimum Remuneration**

Notwithstanding anything to the contrary herein contained, where in any financial year during the tenure of the MD, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Salary, Benefits, Perquisites and Allowances, performance linked incentives/ bonus and Long-Term incentive as specified above, subject to such further approvals as may be required'

Other terms of reappointment

The terms and conditions of the re-appointment of Ms. Deepika Awasthi (DIN: 08624842) as provided in this agreement may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and Mr. Mandeep, subject to such approvals as may be required.

None of the Directors, Key Managerial Personnel and their relatives except Ms. Deepika Awasthi (DIN: 08624842) are in any way, concerned or interested, financially or otherwise, in the aforesaid **Special Resolution**.

The Board accordingly recommends the **Special Resolution** set out at Item No. 3 of the accompanying Notice for approval of the Members.

ITEM 4:

In accordance with the pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Atul Chauhan (DIN: 03578401) was appointed as an Additional Non- Executive Independent Director of the Company on the board of the Company by the directors in their Board Meeting held on 7th October, 2026.

A brief profile of Mr. Atul Chauhan (DIN: 03578401), including nature of his expertise, is provided as Annexure-A of this Notice. Accordingly, in terms of the requirements of the provisions of Companies Act, 2013, approval of the members of the Company is required for appointment of Mr. Atul Chauhan (DIN: 03578401), from Additional Non-Executive Independent Director to Non-Executive Independent Director of the Company not liable to retire by rotation for period of Five (5) years commencing from 7th October, 2026 to 6th October, 2026.

Mr. Atul Chauhan has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The NRC has considered his diverse skills, leadership capabilities, expertise in operations, strategy, finance, governance and government/ regulatory among others, as being key requirements for this role.

Mr. Atul Chauhan and his relatives are interested in this Resolution. None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Resolution.

The Board recommend the resolution set out at Item No. 4 for approval for the approval by the shareholders as an **Ordinary Resolution.**

ITEM 5:

The Members are informed that the Company had earlier obtained a certificate from a Practicing Chartered Accountant in connection with the proposed change of name of the Company under Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI LODR Regulations").**

Subsequently, pursuant to observations received from BSE Limited during the processing of the Company's application for change of name, the Practicing Chartered Accountant has issued a revised certificate confirming the Company's compliance with the conditions specified under Regulation 45(1) of the SEBI LODR Regulations.

The revised certificate supersedes the earlier certificate and has been placed before the Board. In the interest of good corporate governance and for the information of the Members, the revised certificate is being placed before the Members for their noting. A copy of the revised certificate is available for inspection by the Members at the Registered Office of the Company during business hours up to the date of the Annual General Meeting and shall also be available during the meeting.

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

The Board accordingly recommends the **Ordinary Resolution** set out at Item No. 5 of the accompanying Notice for approval of the Members.

ITEM 6:

The Company may, from time to time, be required to avail financial assistance/borrowings from banks, financial institutions, lenders and other eligible entities for meeting its business and working capital requirements and for other general corporate purposes. Such borrowings may be required to be secured by way of mortgage, pledge, hypothecation and/or creation of charge or other security interest over the movable and/or immovable properties and assets of the Company, both present and future.

Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013, the consent of the Members by way of a Special Resolution is required for creation of security over the whole or substantially the whole of the undertaking of the Company, where applicable.

The Board of Directors, therefore, proposes to obtain the approval of the Members to enable the Board to create mortgage, pledge, charge, hypothecation and/or other security interest over the movable and/or immovable properties and assets of the Company, both present and future, in favour of banks, financial institutions, lenders, trustees and other financing agencies, for securing the borrowings of the Company, up to an aggregate amount not exceeding **Rs. 100 Crores (Rupees One Hundred Crores only).**

The proposed resolution also authorises the Board and its Committee(s) to finalise the terms and conditions of the relevant financing and security documents and to take all necessary actions to give effect to the resolution.

The Board of Directors recommends Resolution No. 6 set out in the Notice for the approval of the members as a **Special Resolution.**

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of their respective shareholding, if any, in the Company.

ITEM 7:

Considering the Board`s borrowing levels, projected business growth, the need to sustain business momentum, and other operational and financial requirements, the Board of Directors has proposed increasing the overall borrowing limit to **Rs. 100.00 Crores (Rupees One Hundred Crores only)**. The Board may exercise this borrowing power from time to time, within the proposed limit, without seeking any further approval from the members, subject to the provisions of the Companies Act, 2013.

Accordingly, the approval of the members is sought pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, read with the rules made thereunder.

The Board of Directors recommends Resolution No. 7 set out in the Notice for the approval of the members as a **Special Resolution.**

None of the Directors, Key Managerial Personnel of the Company, or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

ITEM 8:

The Company, in the course of its business, may be required to provide financial assistance in the form of loans, guarantees and/or securities to its Subsidiary Companies, Associate Companies, Joint Ventures, group entities or other entities/persons in which any Director of the Company is interested, subject to the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Pursuant to Section 185 of the Companies Act, 2013, the Company may provide loans, guarantees or securities in connection with loans availed by such entities/persons, subject to the approval of the Members by way of a Special Resolution and fulfilment of the prescribed conditions.

Accordingly, approval of the Members is sought to authorize the Board of Directors to provide loans, including loans represented by book debt, and/or guarantees and/or securities in connection with loans availed or to be availed by the Subsidiaries, Associates, Joint Ventures, group entities or any other person in whom any Director of the Company is interested, up to an aggregate amount not exceeding **Rs. 100 Crores (Rupees One Hundred Crores only)** at any point in time.

The proposed authorization will enable the Company to extend financial support to its group entities and other eligible entities/persons, as and when required, for their business operations, working capital requirements, expansion and other legitimate business purposes, while enabling the Company to protect and further its business interests.

The Board of Directors recommends Resolution No. 8 set out in the Notice for the approval of the members as a **Special Resolution.**

Except for the Directors who may be interested in any of the Entities covered under the proposed resolution, to the extent of their respective interest, none of

the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

ITEM 9:

The Company, in the course of its business and for promoting its business interests, may be required to provide financial assistance to other persons and body corporates by way of loans, guarantees, securities and/or investments in securities from time to time.

Section 186 of the Companies Act, 2013, prescribes certain limits for making investments, granting loans, giving guarantees or providing securities. Where the aggregate of such loans, guarantees, securities and investments exceeds the limits prescribed under the said Section, prior approval of the Members by way of a Special Resolution is required.

Accordingly, approval of the Members is sought to authorize the Board of Directors to grant loans to any person or body corporate, give guarantees or provide securities in connection with loans, and/or make investments by way of subscription, purchase or otherwise in the securities of anybody corporate, up to an aggregate amount not exceeding **Rs. 100 Crores (Rupees Hundred Crores only)**, notwithstanding that such amount may exceed the limits prescribed under Section 186 of the Companies Act, 2013.

The proposed authorization will enable the Company to deploy its surplus funds efficiently, provide financial support to its business associates and group entities, wherever considered appropriate, and make strategic investments in furtherance of the Company's business objectives and interests.

The Board of Directors recommends Resolution No. 9 set out in the Notice for the approval of the members as a **Special Resolution.**

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

By Order of the Board
For Vedic Ayurveda Limited
(Formerly Known as KD Leisures Limited)

Date: 7th October, 2026
Place: Mumbai

Sd/-
Deepika Awasthi
[Director]
(DIN: 08624842)

Registered Office:
Unit No. 1109, 11th Floor, Lotus Link Square, D.N. Nagar,
New Link Road, Andheri (West), Mumbai – 400053
CIN: L21003MH1981PLC272664
Website: https://www.kdleisuresltd.com/
Email: roc.viatl@gmail.com
Tel**.:** +91 95900 37000

VEDIC AYURVEDA LIMITED
(Formerly Known as KD Leisures Limited)
CIN: L21003MH1981PLC272664
Reg. Off: Unit No. 1109, 11th Floor, Lotus Link Square, D.N. Nagar, New Link Road, Andheri (West), Mumbai – 400053
Corporate office: 117/N/328A Kakadeo, Raniganj, Naveen Nagar, Kanpur Nagar UP-208025
E-Mail ID: roc.viatl@gmail.com; Mobile No. 95900 37000;
Website: https://www.kdleisuresltd.com/

BOARD'S REPORT

To,
The Members,
VEDIC AYURVEDA LIMITED
(Formerly Known as KD Leisures Limited)

Dear Members,

Your directors have pleasure in presenting you the 45th Annual Report together with the Audited Financial Statement of Accounts of the Company for the Financial Year ended 31st March, 2026. The performance of the Company for the year ended on 31st March, 2026 is summarized below:

1. FINANCIAL PERFORMANCE

PARTICULARS	2026-25 AMOUNT (RUPEES IN LAKHS)	2024-25 AMOUNT (RUPEES IN LAKHS)
Revenue from Operations	-	-
Other Income	-	-
Total Revenue	**-**	**-**
Cost of Material consumed	-	-
Employee Benefit Expenses	0.95	-
Finance Cost	-	-
Depreciation and Amortization Expenses	-	-
Other Expenses	1.15	4.30
Total Expenses	**2.10**	**4.30**
Profit Before Tax	(2.10)	(4.30)
Exceptional Items	-	-
Tax Expense	-	-
Profit for the Year	**(2.10)**	**(4.30)**

2. REVIEW OF OPERATIONS & STATEMENT OF COMPANY'S AFFAIRS

- During the Financial Year 2025–26, the Company did not generate any revenue from operations.

- The Company reported a net loss of INR 2.10 Lakhs for the Financial Year 2025–26 as against a net loss of INR 4.30 Lakh in the previous Financial Year 2024–25.

- During the year under review, no operational revenue was generated.

  Subsequent to the close of the Financial Year, the Company altered its Object Clause by inserting additional objects to enable diversification into the businesses of Ayurveda, herbal products, healthcare, wellness and allied activities. The Board believes that this strategic diversification will provide new business opportunities and support the Company's long-term growth objectives.

3. CHANGE IN THE NATURE OF BUSINESS

There was no change in the nature of business of the Company during the Financial Year 2025–26.

However, subsequent to the close of the Financial Year, the Members of the Company vide special resolution passed in Extra-Ordinary General Meeting dated 22nd May, 2026, approved the alteration of the Object Clause of the Memorandum of Association by inserting three new objects to facilitate the proposed expansion of the Company's business into the fields of Ayurveda, herbal products, healthcare, wellness and other allied activities.

4. SHARE CAPITAL

AUTHORIZED SHARE CAPITAL

The Authorized Share Capital of the Company stood at INR 3,50,00,000/- (Indian Rupees Three Crore and Fifty Lakh Only) divided into 35,00,000 (Thirty-Five Lakh) Equity Shares of INR 10/- each.

ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL

During the year under review, there was no change in the Company's issued, subscribed and paid-up equity share capital. As on 31st March, 2026, the paid-up capital stood at INR 3,24,00,000/- (Indian Rupees Three Crore and Twenty-Four Lakhs Only) divided into 32,40,000 (Thirty-Two Lakhs Forty Thousand) Equity Shares of INR 10/- (Indian Rupees Ten only) each.

BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the period under review.

BONUS SHARES:

No bonus shares were issued during the period under review.

ISSUE OF EQUITY SHARES UNDER ESOP

No Equity shares under ESOP were issued during the period under review.

ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS AS TO DIVIDEND, VOTING OR OTHERWISE

No Equity shares with differential rights as to dividend, voting or otherwise were issued during the period under review.

5. DIVIDEND

Considering the loss incurred by the Company during the Financial Year under review and with a view to conserving the Company's resources, the Board of Directors has not recommended any dividend on the equity shares of the Company for the Financial Year ended 31st March, 2026.

6. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Since there is no amount was lying in unclaimed dividend account during last 7 years, hence no amount is required to transfer to Investor Education and Protection Fund as per section 125 of Companies Act 2013.

7. LISTING ON STOCK EXCHANGES

The Equity Shares of the Company are listed on ***Bombay Stock Exchange*** ("BSE") and ***Calcutta Stock Exchange*** ("CSE").

During the Financial Year under review, trading in the equity shares of the Company remained suspended on the Stock Exchange(s) with effect from **12th June, 2023** on account of non-compliance with the applicable listing requirements for two consecutive quarters, namely the quarters ended 30th September, 2022 and 31st December, 2022.

Subsequently, the Company received an order dated **22nd August, 2024** from BSE for compulsory delisting of its equity shares under the applicable provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957 and the applicable Rules, Bye-laws and Regulations of BSE.

Aggrieved by the aforesaid order, the Company preferred an appeal before the Securities Appellate Tribunal (SAT). **Pursuant to the Order dated 17th March 2026 passed by the Hon'ble Securities Appellate Tribunal, the compulsory delisting order was set aside and appropriate directions were issued in favour of the Company.**

Consequent to the aforesaid Order of the Hon'ble Securities Appellate Tribunal, the Company submitted an application to BSE Limited for revocation of the suspension of trading in its equity shares vide its application dated 6th April, 2026 and has been taking all necessary steps to regularize its listing status.

The management remains committed to achieving full regulatory compliance and restoring normal trading in the equity shares of the Company at the earliest, subject to the approvals and directions of the concerned regulatory authorities.

8. TRANSFER TO RESERVE

During the Financial Year under review, Company has transferred the loss of INR 2.10 Lakhs into the General Reserves of the Company for the Financial year 2025-2026.

9. DIRECTORS & KEY MANAGERIAL PERSONNEL:

The Board of the Company was duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors in accordance with the provisions of the Companies Act, 2013 and Listing Regulations.

As on March 31, 2026, the Board of Directors of the Company comprised of Six Directors with an optimum balance of Executive and Non-Executive Directors, including Four Women Directors. Of these, Four Directors were non-executive Directors, two of whom were Independent Directors.

As of 31st March 2026, your company has the following Directors and Key Managerial Personnel on its Board:

DIN / PAN	Name of Director/KMP	Designation	Date of Appointment	Date of cessation
09160320	Mr. Mandeep Singh Thukral*	Managing Director	29/04/2021	-
08624842	Ms. Deepika Awasthi	Executive Director	02/02/2026	-
11515774	Ms. Anubha Kumari Sinha	Non-Executive Director	17/02/2026	-
09532387	Mr. Angad Bijan	Non- Executive Independent Director	14/03/2022	-
11554010	Ms. Kanchan Yadav	Non- Executive Independent Director	17/03/2026	-
10590604	Ms. Sumeet Kaur	Non-Executive Director	15/04/2024	31/03/2026
EOSPA2923G	Ms. Anjali	Company Secretary and Compliance Officer	20/01/2026	30/04/2026
09160320	Mr. Mandeep Singh Thukral	CFO	29/04/2021	10/04/2026

In accordance with the requirements of the Act and the Company's Articles of Association, Ms. Deepika Awasthi (DIN: 08624842) retires by rotation and is eligible for re- appointment. The resolution seeking Members' approval for his re-appointment forms part of the Notice.

Based on the recommendation of the Nomination and Remuneration Committee (NRC) and the Board and in accordance with the provisions of the Act and Listing Regulations, following appointments were made:

1. Ms. Deepika Awasti (DIN: 08624842) was appointed as an Additional Director (Executive) of the Company vide a board Resolution dated 02nd February, 2026. The said appointment of Ms. Deepika Awasti (DIN: 08624842) as Executive Director was regularised by the Members at the EGM held on 22nd May, 2026.

2. Ms. Kanchan Yadav (DIN: 11554010) was appointed as an Additional Independent Director (Non-executive) of the Company vide a board Resolution dated 17th March, 2026. The said appointment of Ms. Kanchan Yadav (DIN: 11554010) as Non-Executive Independent Director was approved by the Members at the EGM held on 22nd May, 2026 for a term of 5 years commencing from 17th March, 2026 to 16th March, 2031.

3. Ms. Anubha Kumari Sinha (DIN: 11515774) was appointed as an Additional Director (Non-executive) of the Company vide a board Resolution dated 17th February, 2026. The said appointment of Ms. Anubha Kumari Sinha (DIN: 11515774) as Non-Executive Director was regularised by the Members at the EGM held on 22nd May, 2026.

4. Mr. Mandeep Singh Thukral (DIN:09160320) was re-appointed as Managing Director of the Company for a term of five years commencing from 29th April, 2026 to 28th September, 2031 at the previous Annual General Meeting (AGM) held on December 01, 2025.

5. Ms. Anjali (Membership No. A77597) was appointed as a Compliance officer & Company Secretary w.e.f. 20th January, 2026.

6. Ms. Jyoti Jhamb (Membership No. 78137) was appointed as a Compliance officer & Company Secretary w.e.f. 11th June, 2026.

7. Mr. Shekhar Chandrakant More is appointed as Chief financial Officer of the company with effect from 7th October, 2026.

CESSATION:

1. Mr. Parminder Singh (DIN: 09160424) has resigned from its position w.e.f. 2nd February, 2026.
2. Mr. Dileep Kumar (DIN: 09532209) has resigned from its position w.e.f. 17th February, 2026.
3. Mr. Mandeep Singh Thukral (DIN:09160320) has resigned from the position of Chief Financial Officer (CFO) w.e.f. 10th April, 2026.
4. Ms. Anjali has resigned from its position w.e.f. 30th April, 2026

10. NUMBER OF MEETINGS OF THE BOARD

During the financial year under review Sixteen meetings of the Board were held.

The Board duly met during the year as per timelines prescribed under the Companies Act, 2013 and Secretarial Standards issued by the ICSI and meetings were duly convened with proper quorum.

The gap between the Board Meetings was within the period prescribed under Companies Act, 2013 and Secretarial Standard issued by the ICSI.

Date	No. of Directors entitled to attend the Board Meeting	No. of Directors attended the Board Meeting
07/05/2025	5	5
05/09/2025	5	5
30/09/2025	5	5
30/10/2025	5	5
06/11/2025	5	5
07/11/2025	5	5
30/12/2025	5	5
15/01/2026	5	5
20/01/2026	5	5
29/01/2026	5	5
30/01/2026	5	5
02/02/2026	4	4
05/02/2026	5	5
17/02/2026	4	4
17/03/2026	5	5
26/03/2026	6	6

11. DECLARATION OF INDEPENDENCE OF DIRECTORS

Pursuant to the provisions of Section 149(7) of the Act, the Independent Directors have submitted declarations that each of them meets the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. The Board has taken on record the said declarations submitted by the Independent Directors after undertaking due assessment of the veracity of the same and Independent Directors of the Company possess necessary expertise, integrity and experience. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

12. SEPARATE MEETING OF INDEPENDENT DIRECTORS

Independent Directors of the Company held their Separate meeting dated 26th March, 2026 under Regulation 25(3) of SEBI (Listing Obligations and Disclosure

Requirements) Regulations, 2015 and Schedule IV of Companies Act, 2013 at the registered office of the Company at 1109, 11th Floor, Lotus Link Square, D.N. Nagar, New Link Road, Andheri (West), Mumbai – 400053

Familiarization Program for Independent Directors Pursuant to the provisions of Regulation 25(7) of the SEBI Listing Regulations read with Schedule IV of the Act, the Company has in place a Familiarization Program for its Independent Directors to acquaint them with the Company, their roles and responsibilities, the business model, operational aspects and governance framework of the Company. Through this program, the Independent Directors are provided with relevant information and insights to enable them to gain a comprehensive understanding of the Company's business and to contribute effectively to the Board and its Committees.

13. DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 134(5) of the Companies Act, 2013, the Directors of the Company hereby states that:

1. In the preparation of the Annual Accounts for the year ended 31st March, 2026 the applicable accounting standards have been followed along with proper explanation relating to material departures;

2. That they had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the State of Affairs of the Company at the end of the financial year and of the Profit and Loss of the Company for that period;

3. That they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

4. That they had prepared the Annual Accounts on a Going Concern Basis.

5. That they had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

6. That they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. BOARD COMMITTEE(S) AND THEIR MEETINGS THEREOF:

Currently, the Board has three committees:

- Audit Committee
- Nomination & Remuneration Committee
- Stakeholder Remuneration Committee.

AUDIT COMMITTEE

The Audit Committee of the Board is responsible for oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, adequate and credible; and for reviewing the annual financial statements before submission to the Board. The Committee periodically reviews the adequacy of internal control systems.

The Committee reviews the financial and risk management policies of the Company. As on 31st March, 2026 the Audit Committee consist with the following members:

Name of the Director	Category
Ms. Kanchan Yadav	Chairman & Independent Director
Mr. Angad Bijan	Member & Independent Director
Ms. Anubha Kumari Sinha	Member & Non-Executive Director

During the Financial Year under review, Five (5) Audit Committee meetings were properly convened and held and the maximum interval between any two meetings did not exceed 120 days:

Date	No. of members entitled to attend the meeting	No. of members attended
07/05/2025	3	3
07/11/2025	3	3
30/12/2025	3	3
15/01/2026	3	3
26/03/2026	4	4

Mr. Dileep Kumar has resigned from the post of Director on 17th February, 2026

Mr. Mandeep Singh Thukral has resigned from the membership of the Audit committee w.e.f. 26th March 2026.

Ms. Anubha Kumari Sinha was appointed as an Additional Director (Non-executive) of the Company vide a board Resolution dated 17th February, 2026.

Ms. Kanchan Yadav was appointed as an Additional Independent director of the Company vide a board Resolution dated 17th March, 2026

NOMINATION AND REMUNERATION COMMITTEE

Pursuant to Section 178(3) of the Companies Act, 2013, the Board duly constituted Nomination and Remuneration Committee and have laid down the following criteria:

1. Criteria for nomination as Director, Key Managerial Personnel and Independence of a Director:

2. Criteria for determining Remuneration of Directors, Key Managerial Personnel and Senior Management and Other Employees of the Company.

3. Evaluation of the performance of members of the Board of Directors and Key Managerial Personnel.

During the year under review, the meetings of the Nomination and Remuneration Committee were duly held and convened:

Date	No. of members entitled to attend the meeting	No. of members attended
20/01/2025	3	3
02/02/2026	3	3
17/02/2026	3	3
17/03/2026	2	2

Mr. Dileep Kumar has resigned from the post of Director on 17th February, 2026

Ms. Sumeet Kaur (DIN No. 10590604) has resigned from the post of Director on w.e.f. 31st March, 2026.

Ms. Kanchan Yadav was appointed as an Additional Independent director of the Company vide a Board Resolution dated 17th March, 2026.

REMUNERATION OF DIRECTORS

The Company has not paid any Remuneration to any Director of the Company during the year under review**.**

STAKEHOLDER RELATIONSHIP COMMITTEE

The company has duly constituted stakeholder relationship committee u/s 178(5) of Companies Act, 2013 consisting of chairman who shall be non-executive and the members decided by the board.

During the year under review, the meetings of the Committee were duly held and convened dated 26th March, 2026.

The Stakeholder Relationship Committee consist with the following members:

Name of the Director	Category
Ms. Kanchan Yadav	Chairman & Independent Director
Mr. Anubha Kumari Sinha	Member & Independent Director
Ms. Deepika Awasthi	Member & Executive Director

Mr. Dileep Kumar has resigned from the post of Director on 17th February, 2026

Ms. Sumeet Kaur (DIN No. 10590604) has resigned from the post of Director on w.e.f. 31st March, 2026.

Ms. Kanchan Yadav was appointed as an Additional Independent director of the Company vide a board Resolution dated 17th March, 2026.

Ms. Anubha Kumari Sinha was appointed as an Additional Director (Non-executive) of the Company vide a board Resolution dated 17th February, 2026.

- Number of complaints received: Nil
- Number of pending Complaints: Nil
- Number of complaints disposed off during the financial year: Nil

15. VIGIL MECHANISM / WHISTLE BLOWER POLICY

As per the provisions of Companies Act, 2013, every Listed Company shall establish a vigil mechanism (similar to Whistle Blower mechanism). In pursuance of the provisions of section 177(9) & (10) of the Companies Act, 2013, a vigil mechanism/ whistle blower policy for Directors and employees to report genuine concerns has been established and approved by Board. The policy is uploaded in the website of the Company.

16. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE

The particulars of loans, guarantees and investments, wherever required, have been disclosed in the financial statements, which also form part of this report.

17. PARTICULARS OF RELATED PARTY TRANSACTIONS

There is no related party transaction during the year under review. Therefore, the requirement to disclose particular of Contracts or Arrangements made with related parties pursuant to Section 188 is not applicable on the Company.

18. CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as prescribed under sub-section (3)(m) of section 134 of the Companies Act, 2013 read with Rule 8(3) of Companies (Accounts) Rules, 2014 are annexed herewith at (**Annexure I)**.

19. RISK MANAGEMENT

During the year, The Board had developed and implemented an appropriate Risk Management Policy for identifying the element of risk which, in the opinion of the Board may threaten the existence of the Company and safeguarding the Company against those risks.

20. CORPORATE SOCIAL RESPONSIBILITY

The requirement for constitution of Corporate Social Responsibility (CSR) committee and spending of CSR expenditure as per Section 135 of the Companies Act, 2013 is not applicable on the Company.

21. BOARD EVALUATION

As per provisions of Section 134(3) of the Companies Act, 2013 and Rules made thereunder, the Board of Directors has carried out an annual evaluation of its own performance, Board Committees and individual Directors.

The performance of the Board of Directors and its Committees were evaluated on various parameters such as structure, composition, experience, performance of specific duties and obligations, quality of decision making and overall effectiveness.

The performance of individual Directors was evaluated on parameters, such as meeting attendance, participation and contribution and independent judgment.

The Board members noted from time to time the suggestions/ inputs of Independent Directors, Nomination Committee and Audit Committee and also discussed various initiatives to further improve the Board effectiveness.

In a separate meeting of Independent Directors performance of non-independent Directors, performance of the Board as a whole and performance of the Chairman was evaluated.

22. NON-EXECUTIVE DIRECTOR'S COMPENSATION AND DISCLOSURES

None of the Independent or Non-Executive Directors has any pecuniary relationship or transaction with the Company which, in the judgment of the Board, may affect their independence.

23. SUBSIDIARY COMPANIES/ JOINT VENTURE/ ASSOCIATES

The Company does not have any Subsidiary, Joint Venture or Associate Company; hence the provisions of Section 129(3) of the Companies Act, 2013 relating to preparation of consolidated financial statements are not applicable. Hence there is no need to annex AOC-1 with the Board report.

24. VALUATION DONE AT THE TIME OF ONE- TIME SETTLEMENT

During the financial year under review, disclosure w.r.t. details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof, is not applicable.

25. AUDITORS & AUDITORS REPORT

STATUTORY AUDITORS:

M/s. GAV & Associates (Firm Registration Number: 036002N), Chartered Accountants, were appointed as the Statutory Auditors of the Company for a term of five (5) consecutive years from the conclusion 44th Annual General Meeting till the conclusion of 49th Annual General Meeting to be held in the year 2030, at

such remuneration as may be decided by the Board of Directors from time to time.

The Auditors has given qualified opinion on the financial results for the Financial Year ending 31st March, 2026. The Management's response along with Auditor's comments are mentioned below:

S No.	Auditor's comments	Management's response
1.	The confirmations regarding the closing balances of loans and advances were not made available to us by the management. Therefore, we are unable to comment on whether those balances, as shown in financial results, are correct or not.	The Board takes note of the observations made by the Statutory Auditor. The Company was inoperative during the financial year 2025-26 and no business activities were undertaken.
2.	The Company has not complied with the provision of Income Tax Act, 1961 ("IT Act") by failing to file the Income Tax Return ("ITR") under section 139 of the IT Act for the assessment year 2021-22 onwards. Accordingly, the company shall be liable to pay the applicable penalties for non-filing of ITR as per provisions of the IT Act.	The management is in the process of regularizing pending compliances and restoring the Company's active status in due course.

SECRETARIAL AUDITORS:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Vaibhav Sharma & Associates, Practicing Company Secretaries, (FRN: *S2012DE180700*), to carry out Secretarial Audit for the Financial Year 2025-26.

Secretarial Audit report, i.e., Form No. MR-3 is attached to this Report as **"Annexure – II".**

INTERNAL AUDITORS

The Company has appointed Internal Auditors of the Company for the Financial Year 2025-2026 in accordance with the provisions of section 138 of the Companies Act, 2013 with rule 13 of the Companies (Accounts) Rules, 2014, and other applicable provisions related thereto.

COST RECORDS AND COST AUDITOR

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act are not applicable for the business activities carried out by the Company.

REPORTING OF FRAUD

During the year under review, the Statutory Auditors and Secretarial Auditors of the Company have not reported any fraud to the Audit Committee committed by its officers or employees as specified under Section 143(12) of the Act and Rules framed thereunder.

26. COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has complied with applicable provisions of the Secretarial Standards related with issued by the Institute of Company Secretaries of India and approved by the Government of India under Section 118(10) of the Companies Act, 2013.

27. CODE OF CONDUCT AND ETHICS

The Board of Directors of the Company has adopted a Code of Conduct and Ethics for the Directors, Key Managerial Personnel and Senior Executives of the Company. Commitment to ethical professional conduct is a must for every employee, including Board members and senior management personnel of the Company. The Code is intended to serve as a basis for ethical decision-making in conduct of professional work. The Code of Conduct enjoins that each individual in the organization must know and respect existing laws, accept and provide appropriate professional views, and be upright in his conduct and observe corporate discipline. The duties of Directors including duties as an Independent Director as laid down in the Companies Act, 2013 also forms part of the Code of Conduct.

The Company has disclosed information about the establishment of the code on its website. All Board members and senior management personnel affirm compliance with the Code of Conduct annually and The Company has complied with the provisions relating to affirmation of Compliance as per Schedule V of SEBI (Listing Obligations and Disclosure Requirements.

28. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee has drawn remuneration in excess of the limit's set out in the said rules**. (Annexure-III)**

29. MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

As per SEBI Listing Regulations, Management Discussion and Analysis Report is annexed herewith at (**Annexure-IV).**

30. MATERIAL CHANGES AND COMMITMENTS

During the financial year under review, no material changes and commitments were held during the financial year.

31. INTERNAL CONTROL SYSTEM

According to Section 134(5)(e) of the Companies Act, 2013, the term "Internal Financial Control (IFC)" means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information. The Company has a well-placed, proper and adequate Internal Financial Control system which ensures that all the assets are safeguarded and protected and that the transactions are authorized, recorded and reported correctly. To further strengthen the internal control process, the Company has developed the very comprehensive compliance management tool to drill down the responsibility of the compliance from top management to executive level.

32. DEPOSITS

The Company has neither accepted nor renewed any deposits from the public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet for the F.Y. 2025-26.

33. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT,2013

In order to prevent sexual harassment of women at work place a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every Company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee. Your Company has adopted a policy for prevention of Sexual Harassment of Women at workplace. POSH policy is inclusive and gender neutral, detailing the governance mechanisms for prevention of sexual harassment issues relating to employees across genders including employees who identify themselves with LGBTQI+ community. No Complaints on sexual harassment were received during the year 2025-2026.

34. CHANGE IN REGISTERED OFFICE OF THE COMPANY

During the Financial Year under review, the Company has changed its registered office of the company from B-702, 7th Floor, Neelkanth Business Park, Kirol Village, Near Bus Depot, NA, Vidyavihar West, Mumbai City, Maharashtra, India, 400086 to Unit No. 1109, 11th Floor, Lotus Link Square, D.N. Nagar, New Link Road, Andheri (West), Mumbai – 400053 w.e.f. 17th March, 2026.

35. WEBSITE OF THE COMPANY

Your Company maintains a website https://www.kdleisuresltd.com/ where detailed information of the Company and specified details in terms of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 have been provided.

36. EXTRACT OF ANNUAL RETURN

Pursuant to the provision of Section 92(3) of the Companies Act, 2013 read with Rule 12 (1) of the Companies (Management and Administration) Rules, 2014, the extract of annual return as on 31st March 2026 will be available on the website of the Company i.e., at https://www.kdleisuresltd.com/.

37. CORPORATE GOVERNANCE

Provisions relating to Corporate Governance Report under Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to as the paid-up share capital and net worth is below the limits mentioned in regulation 15 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 hence the same has not been annexed to the Board's Report.

38. SIGNIFICANT AND MATERIAL ORDER PASSED BY REGULATORS

There were no significant or material orders passed by any regulators, courts or tribunals during the year under review that could adversely impact the going concern status of the Company or its future operations, except as stated below:

The Company had received an order for compulsory delisting dated 22 August 2024 under the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, and the applicable rules, bye-laws and regulations of BSE Limited.

Aggrieved by the said order of BSE Limited, the Company preferred an appeal before the Hon'ble Securities Appellate Tribunal (SAT). Pursuant to the order dated 17 March 2026 passed by the Hon'ble Securities Appellate Tribunal, the compulsory delisting order was set aside, and appropriate directions were issued in favour of the Company.

Change in Name of the Company

After the closure of the financial year, the Company obtained approval from the Central Registration Centre (CRC), Manesar, for change in the name of the Company. Pursuant to the approval dated 12 June 2026, a fresh Certificate of Incorporation was issued reflecting the change in name from KD Leisures Limited to Vedic Ayurveda Limited.

The change in name reflects the Company's strategic direction and its focus on its present and proposed business activities.

39. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

As there is no application made or pending under Insolvency and Bankruptcy Code, 2016, so there is no requirement to give details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016.

40. STATEMENT OF DEVIATION OR VARIATION

The disclosure requirements pertaining to any deviation or variation in connection with the terms of a public issue, rights issue, or preferential issue, as specified under applicable regulations, are not applicable to the Company. This is because the Company has not issued any shares or other securities during the financial year under review.

41. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

There are no shares in the demat suspense account or unclaimed suspense account during the year.

42. CREDIT RATING

During the year under review, the requirement of credit rating of securities of company was not applicable and hence no credit rating has been undertaken.

43. PREVENTION OF INSIDER TRADING

The Company has a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and certain designated employees of the Company. The Code requires preclearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the trading window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

44. BUSINESS RESPONSIBILITY AND SUSTAINABLITY REPORTING (BRSR)

Securities Exchange Board of India (SEBI) has mandated the inclusion of BRSR as part of the Annual Report for the top 100 listed entities. In view of the requirements specified, the company is not mandated for the providing the BRSR and hence do not form part of this Report.

45. DISCLOSURE WITH RESPECT TO THE COMPLIANCE OF THE PROVISIONS RELATING TO THE MATERNITY BENEFIT ACT, 1961

The Company is compliant with the applicable provisions of the Maternity Benefit Act, 1961 and has policies, systems and processes in place to ensure ongoing compliance.

46. CEO/CFO CERTIFICATION

As required under Regulation 17(8) of the SEBI (Listing Obligations and

Disclosure Requirements) Regulations, 2015 as amended from time to time, the Managing Director and CFO of the Company have certified the accuracy of the Financial Statements and adequacy of Internal Control Systems for financial reporting for the year ended 31st March, 2026. The Certificate is annexed in **Annexure-V**.

47. ACKNOWLEDGEMENT

The Board of Directors wish to place on record their deep appreciation and thanks the Company's shareholders, employees, customers, vendors, investors and members for their consistent support and encouragement of the Company. The enthusiasm and beneficent efforts of the employees have enabled the company to remain at the leading-edge of the industry. Your Directors would also like to acknowledge and thanks the Government of India and concerned government departments / agencies for their co-operation.

Date: 07.10.2026
Place: Mumbai

For & on behalf of
Vedic Ayurveda Limited
(formerly known as KD Leisures Limited)

Sd/-	***Sd/-***
Mandeep Singh Thukral	**Deepika Awasthi**
Managing Director	**Director**
DIN: 09160320	**DIN: 0862484**

ANNEXURE-I

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

[Pursuant to Section 134 (3)(m) read with Rule 8(3) of Companies (Accounts) Rules, 2014]

(A) Conservation of Energy: NA

(i)	The steps taken or impact on conservation of energy;	NIL
(ii)	The steps taken by the Company for utilizing alternate sources of energy;	NIL
(iii)	The capital investment on energy conservation equipments;	NIL

(B) Technology absorption: NA

(i)	The efforts made towards technology absorption;	NIL
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution;	NIL
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	NIL
	(a) The details of technology imported; (b) The year of import; (c) Whether the technology been fully absorbed; (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	NIL NIL NIL NIL
(iv)	The expenditure incurred on Research and Development.	NIL

(C) Foreign exchange earnings and Outgo-

(i)	The Foreign Exchange earned in the terms of actual inflows during the year;	NIL
(ii)	Foreign Exchange outgo during the year in terms of actual outflow.	NIL

Date: 07-10-2026
Place: Mumbai

For & on behalf of
Vedic Ayurveda Limited
(formerly known as KD Leisures Limited)

Sd/-
Mandeep Singh Thukral
Managing Director
DIN:09160320

Sd/-
Deepika Awasthi
Director
DIN: 0862484

ANNEXURE II

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 of Managerial Personnel) Rules, 2014]

To,
The Members,
Vedic Ayurveda Limited
(formerly known as KD Leisures Limited)
CIN: L21003MH1981PLC272664
Unit No. 1109, 11th Floor, Lotus Link, Square, D.N. Nagar,
New Link Road, Andheri, Mumbai, Mumbai, Maharashtra, India, 400053

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Vedic Ayurveda Limited (formerly known as KD Leisures Limited)** (hereinafter called "**the Company" CIN: L21003MH1981PLC272664**). The secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company`s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 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 Vedic Ayurveda Limited (formerly known as KD Leisures Limited) 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. The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings. **(Not applicable to the company during the Financial Year 2025-26)**

v. Sexual Harassment of women at work place (Prevention, Prohibition and Redressal) Act, 2013

vi. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), to the extent 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: (Not applicable to the company during the Financial Year 2025-26)

d) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. (Not applicable to the company during the Financial Year 2025-26)

f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities and Security Receipts) Regulations, 2008. (Not applicable to the company during the Financial Year 2025-26)

g) 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.

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021. (Not applicable to the company during the Financial Year 2025-26)

The Company received an order dated 22nd August, 2024 from BSE for compulsory delisting of its equity shares under the applicable provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957 and the applicable Rules, Bye-laws and Regulations of BSE.

Aggrieved by the aforesaid order, the Company preferred an appeal before the Securities Appellate Tribunal (SAT). Pursuant to the Order dated 17th March 2026 passed by the Hon'ble Securities Appellate Tribunal, the compulsory delisting order was set aside and appropriate directions were issued in favour of the Company.

Consequent to the aforesaid Order of the Hon'ble Securities Appellate Tribunal, the Company submitted an application to BSE Limited for revocation of the suspension of trading in its equity shares vide its

application dated 6th April, 2026 and has been taking all necessary steps to regularize its listing status.

i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. (Not applicable to the company during the Financial Year 2025-26)

j) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021. (Not applicable to the company during the Financial Year 2025-26)

k) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009; (Not applicable to the company during the Financial Year 2025-26)

l) Securities and Exchange Board of India (Depository Participant) Regulations, 2018; (Not applicable to the company during the Financial Year 2025-26)

I have also examined compliance with respect to the applicable clauses of the following:

(a) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meeting (SS-2) issued by the Institute of Company Secretaries of India; and

(b) The Listing Agreement entered into by the Company with the BSE Ltd and Calcutta Stock Exchange (CSE)

(c) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

I further report that:

The Compliance by the Company of applicable financial laws, like Direct and Indirect Tax Laws, has not been reviewed in Secretarial Audit since the same have been subject to review by Statutory Financial Auditor and other designated professionals.

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the 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.

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

I 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.

Thanking You
M/s. Vaibhav Sharma & Associates
Practicing Company Secretaries

Sd/-
Vaibhav Sharma
M. No.: A30041,
C.P. No.: 10831
PRN:2689/2022

Date: 07.10.2026
Place: Delhi
UDIN: A030041H001755600

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

Annexure-A

To,
The Members,
Vedic Ayurveda Limited
(formerly known as KD Leisures Limited)
CIN: L21003MH1981PLC272664
Unit No. 1109, 11th Floor, Lotus Link, Square, D.N. Nagar,
New Link Road, Andheri, Mumbai, Maharashtra, India, 400053

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. 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 record. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. We believe that the practices and processes, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained management representation about the compliance of laws, rules, regulations, norms and standards and happening of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, norms and standards is the responsibility of management. Our examination was limited to the verification of procedure 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.
7. We have reported, in our audit report, only that non-compliance, especially in respect of filing of applicable forms/documents, which, in our opinion, are material and having major bearing on financials of the Company.

Thanking You

M/s. Vaibhav Sharma & Associates
Practicing Company Secretaries

Sd/-
Vaibhav Sharma
M. No.: A30041
C.P. No.: 10831
PRN:2689/2022
UDIN: A030041H001755600

Annexure-III

Information of Particulars of employees pursuant to Section 197 of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S.NO.	PARTICULARS	REMARKS
1.	The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year.	NIL
2	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.	NIL
3	The percentage increase in the median remuneration of employees in the financial year	NIL
4	The number of permanent employees on the rolls of Company	3
5	The explanation on the relationship between average increase in remuneration and Company performance	NOT APPLICABLE
6	Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	NIL
7	Affirmation that the remuneration is as per the remuneration policy of the Company	The Directors affirm that the remuneration paid is as per the Remuneration Policy of the Company.

Date: 07-10-2026
Place: Mumbai

For & on behalf of
Vedic Ayurveda Limited
(Formerly Known as KD Leisures Limited)

Sd/-
Mandeep Singh Thukral
Managing Director
DIN:09160320

Sd/-
Deepika Awasthi
Director
DIN: 08624842

"Annexure-IV"

MANAGEMENT DISCUSSION AND ANALYSIS

Your Directors have pleasure in presenting the Management Discussion and Analysis report for the year ended on 31st March, 2026 Statements in this Management Discussion and Analysis of Financial Condition and Results of Operations of the Company describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise. Readers are cautioned not to place undue reliance on these forward-looking statements that speak only as of their dates.

1. Industry structure and developments.

During the year under review, the Company continued to remain engaged in its existing hospitality business. The hospitality sector continued to operate in a competitive and evolving environment, with business performance being influenced by demand conditions, operating costs, market competition and overall economic factors.

The Company continued to evaluate the prevailing business environment and opportunities for strengthening its operations while exercising due prudence in managing its available resources.

During the financial year under review, the Company did not generate any operational revenue from its business activities. The evaluating opportunities for revival and improvement in its operational performance.

Due to the absence of operational revenue and the Company's limited level of business activity during the year, the Company incurred a loss for the financial year.

The management continues exploring viable opportunities for future growth, subject to prevailing market conditions and availability of resources.

2. Opportunities and threats.

Opportunities: Growing domestic tourism, increasing demand for quality hospitality and wellness-oriented experiences, greater use of online booking platforms, and opportunities to expand revenue through food & beverage and allied services.

Threats: Intense competition, changing customer preferences, seasonal fluctuations in demand, rising operating costs, economic uncertainties, and regulatory changes may impact the Company's business and profitability.

3. Segment-wise or product-wise performance.

During the year under review, since company is being working in a single segment therefore the specific performance does not stand eligible.

4. Outlook

The Board of Directors and the Management of the Company are pursuing various available options to rehabilitate the Company and considering future business plans for the Company.

5. Risks and areas of concern

The Company's business and financial performance may be affected by various factors, including the prevailing economic environment, competition, changes in customer demand, operating costs, availability of financial resources and other industry-specific risks.

In view of the limited operational activity during the year and the absence of operational revenue, the management continues to closely monitor these risks and evaluate appropriate measures to mitigate their potential impact.

6. Internal control systems and their adequacy

The Company has appropriate internal control mechanisms commensurate with the size and nature of its operations. The management periodically reviews the Company's financial and operational matters to ensure appropriate oversight and compliance with applicable requirements.

The Company remains committed to maintaining adequate controls and processes for safeguarding its assets and ensuring proper financial and operational discipline.

7. Discussion on financial performance with respect to operational performance

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and Generally Accepted Accounting Principles in India. Further, the financial performance during the year under reference has been impressive in terms of sales. Even though there has been a decent increase in the turnover, the volume of profits has also increased as compared to last year.

8. Material developments in human resources/industrial relations front, including number of people employed.

During the financial year under review, the Company maintained a lean human resource structure commensurate with the scale and nature of its operations. The Company had **three employees** as at the end of the financial year.

There were no material developments in human resources or industrial relations during the year under review. The management continued to maintain cordial and professional relations with its employees and remained focused on ensuring an appropriate workforce structure in line with the Company's operational requirements.

Given the limited level of business operations during the year, the Company did not undertake any significant expansion of its workforce. The Company will continue to assess its manpower requirements based on the scale of operations and future business needs.

Financials Ratio:

Particulars	Formula	For the year ended 31 March 2026	For the year ended 31 March 2025	% of changes
Current ratio (in times)	Current Assets / Current Liabilities	0.34	0.37	-8%
Return on equity ratio (in %)	Net Profit/(Loss) for the year less Preference Dividend (if any) /Average Shareholder's Equity	-0.01	-0.03	-51%
Net capital turnover ratio (in times)	Revenue from Operations/ Working Capital	-	-	-
Net profit ratio (in %)	Net Profit/ (Loss) for the Period /Revenue from Operations	-	-	-
Return on capital employed (in %)	Earnings before Interest and Tax/ Capital Employed	-0.01	-0.03	-51%

Date: 07-10-2026
Place: Mumbai

For & on behalf of
Vedic Ayurveda Limited
(Formerly Known as KD Leisures Limited)

Sd/-
Mandeep Singh Thukral
Managing Director
DIN:09160320

Sd/-
Deepika Awasthi
Director
DIN: 08624842

Annexure-V

MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To,
The Board of Director
Vedic Ayurveda Limited
(formerly known as KD Leisures Limited)
Unit No. 1109, 11th Floor, Lotus Link, Square, D.N. Nagar,
New Link Road, Andheri, Mumbai, Maharashtra, India, 400053

Dear Members of the Board

(a) We have reviewed financial statements and the cash flow statements for the year ended 31st March, 2026 and that to the best of my 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 no transactions entered into by the Company during the year that 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 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 and operations of such internal controls, if any, of which I am aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the auditors and the Audit Committee:

(i) Significant changes in the internal control over financial reporting during the year under reference;

(ii) Significant changes in the accounting policies during the year and that the same has 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.

Date: 07-10-2026
Place: Mumbai

For & on behalf of
Vedic Ayurveda Limited
(Formerly Known as KD Leisures Limited)

Sd/-
Mandeep Singh Thukral
Managing Director
DIN:09160320

Sd/-
Shekhar Chandrakant More
CFO

M/S GAV & ASSOCIATES
CHARTERED ACCOUNTANTS

To,
The Board of Directors of
Vedic Ayurveda Limited
(Formerly known as KD Leisures Limited)
Unit No. 1109, 11th Floor, Lotus Link Square, D.N. Nagar, New Link Road,
Andheri (West), Mumbai – 400053

This is to certify that, I have verified the Books of Accounts and relevant documents of **VEDIC AYURVEDA LIMITED** (Formerly known as KD Leisures Limited) having its registered office at Unit no. 1109, 11th Floor, Lotus Link Square, D.N. Nagar, New Link Road, Andheri (West), Mumbai – 400053 which is under process of change of name under Bombay Stock Exchange from '**KD Leisure Limited' to 'Vedic Ayurveda Limited'.**

a) The Company last changed its name in 2018; therefore, a period of at least one year has elapsed since the previous name change;

b) The Company has generated more than 50% of the total revenue in the preceding one year (for the quarter 1st April, 2026 - 30th June, 2026):

1st April, 2026 - 30th June, 2026	**Amount (Rs. In Lakhs)**
Income from prior business activity (Hospitality & Accommodation)	00.00
Income from new business activity (Session on Ayurveda)	15.00
Total	**15.00**

c) The Company has not made any investment in the business activities in the preceding one year (for the quarter 1st April, 2026 - 30th June, 2026):

1st April, 2026 - 30th June, 2026	**Amount (Rs. In Lakhs)**
Investment in prior business activity (Hospitality & Accommodation)	00.00
Investment in new business activity	00.00
Total	**00.00**

Place: **DELHI**

Dated **14.07.2026**

GAV AND ASSOCIATIES

Chartered Accountant
FRN: 0036002N

GAV & ASSOCIATES NEW DELHI FRN-036002N Chartered Accountants

RAHUL GUPTA
Partner
Membership No. 562648
UDIN: 26562648NWCQSM7528

ADDRESS: H. No. A-1/2 Office No. 105, FIRST FLOOR MUKAND HOUSE, NANIWALA BAGH, AZADPUR, DELHI-110033
CONTACT: MOBILE: - 8448603768, 9289083768 E-MAIL: CARAHULGUPTA383@GMAIL.COM

INDEPENDENT AUDITOR'S REPORT

To the Members of **KD Leisures Limited**
Report on the Audit of the Standalone Financial Statements

Qualified Opinion

We have audited the accompanying standalone financial statements of **KD Leisures Limited ("*the Company*")** which comprises the Balance Sheet as at 31 March 2026, the Statement of Profit and Loss (including Other Comprehensive Income), 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, except for the effects of the matters described in Basis for Qualified Opinion section of our report the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013, as amended, ("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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss, total comprehensive income, changes in equity and its cash flow for the year ended on that date.

Basis for qualified Opinion

Attention is invited to the following matters in the Notes to the Standalone Financial Statements:

(i) the confirmations regarding the closing balances of loans and advances were not made available to us by the management. Therefore, we are unable to comment on whether those balances, as shown in financial results, are correct or not.

(ii) the Company has not complied with the provision of Income Tax Act, 1961 ("IT Act") by failing to file the Income Tax Return ("ITR") under section 139 of the IT Act for the assessment year 2021-22 onwards. Accordingly, the company shall be liable to pay the applicable penalties for non-filing of ITR as per provisions of the IT Act.

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

INDEPENDENT AUDITOR'S REPORT

To the Members of **KD Leisures Limited**
Report on the Audit of the Standalone Financial Statements

Key audit matters:

Key audit matters are those matters that, in our professional judgment, 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 not come across with any key audit matter to be communicated in our report.

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

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

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 in the audit or otherwise appears to be materially misstated.

The Director's report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

Management's and Board of Director's Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are 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 accounting principles generally accepted in India, including Indian Accounting Standards (IND AS) prescribed under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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 statement 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, the 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 either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the company's financial reporting process.

INDEPENDENT AUDITOR'S REPORT

To the Members of **KD Leisures Limited**
Report on the Audit of the Standalone Financial Statements

Auditor's Responsibilities for the Audit of Standalone IND AS Financial Statement

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 SA's, we exercise professional judgement 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 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 the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements 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.

INDEPENDENT AUDITOR'S REPORT

To the Members of **KD Leisures Limited**
Report on the Audit of the Standalone Financial Statements

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

   (a) ***Except for the matters described in the basis of qualified section,*** 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 change in equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

   (d) ***Except for the possible effects of the matters described under the Basis for Qualified Opinion paragraph,*** in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (IND AS) specified under Section 133 of the Act.

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

   (f) With respect to the adequacy of the Internal Financial Control with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in the **"Annexure B"**.

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

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

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

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

      iv.

      - The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or

share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("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 ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

- The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("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 ("Ultimate Beneficiaries") by or on behalf of the Funding Party or provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

- Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (a) and (b) above contain any material mis-statement.

v. The company has not declared dividend during the year ended 31 March 2026.

vi. ***Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account for the financial year ended 31 March 2026, which does not have a feature of recording audit trail (edit log) facility. Further, the audit trail has not been preserved by the Company as per the statutory requirements for record retention.***

(h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act.

For GAV & Associates,
Chartered Accountants
Firm's Registration No.: 036002N

Sd/-
CA Rahul Gupta
Partner
Membership No.: 562648
UDIN: 26562648YPTNMH7808

Place: Delhi
Date: 21st May 2026

Annexure A referred to in Paragraph 1 under "Report on Other Legal and Regulatory Requirements" section of the Independent Auditor's Report of even date to the members of KD Leisures Limited on the standalone financial statements for the year ended 31 March 2026.

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

i. (a) (A) The Company has does not have any property, plant and equipment during the year. Accordingly reporting under clause 3(i)(a)(A) of the order is not applicable to the Company.

(B) The Company does not own any property, plant and equipment & intangible assets during the year. Accordingly reporting under clause 3(i)(a)(B) of the order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the Company's records, there are no property, plant, and equipment assets. Therefore, physical verification was not required during the year. Accordingly, reporting under clause 3(i)(b) of the Order is not applicable to the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not own any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.

ii. (a) According to the information and explanations given to us there are no inventory. Therefore, physical verification was not required during the year. Accordingly, reporting under clause 3(ii)(a) of the Order are not applicable.

(b)According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned a working capital limit in excess of Rs 5 crore by bank or financial institution based on the security of current assets during the year. Accordingly, reporting under clause 3(ii)(b) of the Order are not applicable.

iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not made any investment provided guarantee or security secured or unsecured to companies, firms, limited liability partnerships or any others parties during the year. However, the company has granted loan to the parties during the year, details of the loan is stated in sub-clause (a) below.

(A) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not granted any loan to its subsidiaries during the year.

(B) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has granted advances in the nature of loan to the parties other than subsidiaries as below during the year.

Annexure A referred to in Paragraph 1 under "Report on Other Legal and Regulatory Requirements" section of the Independent Auditor's Report of even date to the members of KD Leisure Limited on the standalone financial statements for the year ended 31 March 2026.

Particulars	Amounts in ₹ lacs
Aggregate amount during the year	Nil
Balance outstanding as at balance sheet date	176.50

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we are in opinion that the terms and conditions of the loan given are, prima facie, not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than 90 days in respect of loans granted to companies, firms, LLPs or other parties.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loan which has fallen due during the year. Further, no fresh loans were granted to any party to settle the overdue loans.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loan which is repayable on demand or without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has complied with the provisions of sections 185 and 186 of the Act in respect of loans, investments, guarantees and security, as applicable.

(v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

(vi) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/business activity. Accordingly, reporting under clause 3(vi) of the Order is not applicable.

(vii) (a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable, ***except duty & taxes amounting to Rs. 11.68 lacs and the company has not filed income tax return from assessment year 2021-22.***

(b) According to the information and explanations given to us, and as per books and records examined by us, there are no statutory dues referred to in subclause (a) above that have not been deposited with the appropriate authorities on account of any dispute.

(viii) (a) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts during the year.

Annexure A referred to in Paragraph 1 under "Report on Other Legal and Regulatory Requirements" section of the Independent Auditor's Report of even date to the members of KD Leisure Limited on the standalone financial statements for the year ended 31 March 2026.

(ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender since all the borrowings taken as inter-corporate deposits/loans is repayable on demand and said loans have not been demanded from the respective parties during the year.

(b) According to the information and explanations given to us including confirmations received from banks and financial institution, representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution.

(c) In our opinion and according to the information and explanations given to us, the Company has not obtained any term loans. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have not been utilized for long term purposes.

(e) According to the information and explanations given to us and 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 subsidiaries. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries or joint venture or associate companies. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debenture during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.

(b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.

(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 the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company, with the related parties are in compliance with section 177 and 188 of the Act, where applicable. The details of such related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standard

Annexure A referred to in Paragraph 1 under "Report on Other Legal and Regulatory Requirements" section of the Independent Auditor's Report of even date to the members of KD Leisure Limited on the standalone financial statements for the year ended 31 March 2026.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system which is commensurate with the size and nature of its business.

(b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under review

(xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.

(xvi)(a) In our opinion and on the basis of information and explanations given to us, 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 are not applicable.

(d) As per the information and explanations given to us, there are no core investment companies as defined in the regulations made by the Reserve Bank of India as part of its group and hence the reporting requirements under clause 3 (xvi)(d) of the Order are not applicable.

(xvii) The Company has incurred cash loss in the current financial year and has incurred cash loss in the immediately preceding financial year.

(xviii) There has been resignation of the previous statutory auditor for the year. As an incoming auditor, we have examined the issues, objections or concerns stated by the outgoing auditor and its effects on financials of company if any have been considered.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that 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) According to the information and explanations given to us, the Company does not fulfil the criteria as specified under section 135(1) of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause 3(xx) of the Order is not applicable to the Company.

(xxi) The reporting under clause 3(xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For GAV & Associates,
Chartered Accountants
Firm's Registration No.: 036002N

Sd/-
CA Rahul Gupta
Partner
Membership No.: 562648
UDIN: 26562648YPTNMH7808

Place: New Delhi
Date: 21st May 2026

Annexure B referred to in Paragraph 2 clause (f) under "Report on Other Legal and Regulatory Requirements" section of the Independent Auditor's Report of even date to the members of KD Leisure Limited on the standalone financial statements for the year ended 31 March 2026

Independent Auditor's Report on the Internal Financial Controls with reference to the Standalone 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 standalone financial statements of KD Leisures Limited as at and for the year 31 March 2026, we have audited the internal financial controls with reference to financial statements of the Company on that date.

Responsibilities of Management for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by the Institute of Chartered Accountants of India ("ICAI") and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. 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 were 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 over financial reporting and their operating effectiveness. Our audit of Internal financial controls over financial reporting included obtaining an understanding of Internal financial controls over financial reporting, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Annexure B referred to in Paragraph 2 clause (f) under "Report on Other Legal and Regulatory Requirements" section of the Independent Auditor's Report of even date to the members of KD Leisure Limited on the standalone financial statements for the year ended 31 March 2026

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls systems over financial reporting and such internal financial controls systems over financial reporting were operating effectively as at 31 March 2026, based on internal financial controls systems 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 systems over financial reporting issued by the Institute of Chartered Accountants of India.

For GAV & Associates,
Chartered Accountants
Firm's Registration No.: 036002N

Sd/-
CA Rahul Gupta
Partner
Membership No.: 562648
UDIN: 26562648YPTNMH7808

Place: Delhi
Date: 21st May 2026

KD LEISURES LIMITED
CIN: L55100MH1981PLC272664
Standalone Balance Sheet As At 31st March, 2026

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	Note	As at 31 March 2026	As at 31 March 2025
ASSETS			
Non-current assets			
a)Property, Plant and Equipment	3	-	-
b)Financial Assets			
i) Investments		-	-
ii) Other financial assets		-	-
c)Deferred tax assets		0.96	0.96
d)Loans	4	176.50	176.50
e)Investment property		-	-
f)Other non-current assets		-	-
		177.46	**177.46**
Current assets			
a)Inventories	5	-	-
b)Financial Assets			
i)Investments		-	-
i)Trade receivable	6	-	-
ii)Cash and cash equivalents	7	8.05	8.05
iii)Other financial assets		0.06	0.06
c)Other current assets	8	0.95	0.95
		9.06	**9.06**
Total Assets		**186.52**	**186.52**
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	9	324.00	324.00
b) Other equity	10	(164.24)	(162.14)
Total Equity		**159.76**	**161.86**
Liabilities			
Non-current liabilities			
a) Financial liabilities		-	-
b) Provisions		-	-
c) Borrowings		-	-
d) Other non current liabilities		-	-
Total Non-current liabilities		**-**	**-**
Current liabilities			
a) Financial liabilities			
i) Borrowings	11	-	-
ii) Trade payables	12	-	-
b) Provisions		-	-
c) Other current liabilities	13	26.76	24.66
Total Current liabilities		**26.76**	**24.66**
TOTAL EQUITY AND LIABILITIES		**186.52**	**186.52**

The accompanying notes are an integral part of these financial statements 1 to 26

As per our separate report of even date attached

For GAV & Associates
Chartered Accountants
FRN: 036002N

Sd/-
CA Rahul Gupta
Partner
M. No. 562648
Place : New Delhi
Date : 21st May 2026

For and on behalf of board of directors
KD LEISURES LIMITED

Sd/-
Mandeep Singh Thukral
Managing Director
DIN: 09160320
Place: Mumbai

Sd/-
Deepika Awasthi
Director
DIN: 08624842
Place: Mumbai

KD LEISURES LIMITED
CIN: L55100MH1981PLC272664

Standalone Statement Of Profit And Loss For The Year Ended 31St March, 2026

(All amounts in Rs. Lacs, unless otherwise stated)

	Particulars	Notes	For the year ended 31 March, 2026	For the year ended 31 March, 2025
I	Revenue from Operations	14	-	-
II	Other Income	15	-	-
III	**Total income(I+II)**		**-**	**-**
IV	**EXPENSES**			
	Cost of materials consumed	16	-	-
	Change in inventories of finished goods, stock in trade and work -in-progress	17	-	-
	Employee benefit expense	18	0.95	-
	Finance costs	19	-	-
	Depreciation and amortisation expense	3	-	-
	Other expenses	20	1.15	4.30
	Total expenses(IV)		**2.10**	**4.30**
V	**Profit/(loss) before tax (III-IV)**		(2.10)	(4.30)
VI	**Exceptional items**		-	-
VII	**Net profit/(loss) before tax (V-VI)**		(2.10)	(4.30)
VIII	**Tax expense**			
	(1) Current tax		**-**	-
	(2) Deferred tax		-	-
IX	**Profit/(loss) for the period (VII-VIII)**		(2.10)	(4.30)
X	**Other Comprehensive Income (OCI)**			
A	**Items that will not be reclassified to profit or loss**			
	(i) Re-measurement gains (losses) on defined benefit plans		-	-
	(ii) Net (loss)/gain on FVOCI equity securities		-	-
B	**Items that will be reclassified to profit or loss**		-	-
	Total Other Comprehensive Income		-	-
XI	**Total Comprehensive Income for the period (VII+VIII)(Comprising Profit (Loss) and Other Comprehensive Income for the period)**		(2.10)	(4.30)
XII	**Basic and diluted earnings per equity share (Face value of equity share Rs. 10 each)**		(0.06)	(0.13)

The accompanying notes form an integral part of these financial statements 1 to 28
As per our separate report of even date attached

For GAV & Associates
Chartered Accountants
FRN: 036002N

Sd/-
CA Rahul Gupta
Partner
M. No. 562648
Place : New Delhi
Date : 21st May 2026

For and on behalf of board of directors
KD LEISURES LIMITED

Sd/-
Mandeep Singh Thukral
Managing Director
DIN: 09160320
Place: Mumbai

Sd/-
Deepika Awasthi
Director
DIN: 08624842
Place: Mumbai

KD LEISURES LIMITED
CIN: L55100MH1981PLC272664

Statement of standalone cash flows for the year ended 31 March 2026

(All amounts in Rs. Lacs, unless otherwise stated)

PARTICULARS	For the year ended 31 March, 2026		For the year ended 31 March, 2025	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net profit/(loss) before tax		**(2.10)**		**(4.30)**
Adjustment For: -				
Depreciation	-		-	
Finance Cost	-		-	
Sub Total		**-**		**-**
A.Operating Profit before working capital Changes		**(2.10)**		**(4.30)**
Adjustment For				
Trade Receivables	-		-	
Inventories	-		-	
Increase /Decrease in other current assets	-		0.89	
Increase /Decrease in Current financial loans	-		-	
Increase /Decrease in Other Current financial Assets	-		-	
Increase /Decrease in other current financial Liabilities	-		-	
Increase /Decrease in other current Liabilities	2.10		3.20	
Increase /Decrease in other current provision	-		-	
Increase /Decrease in Trade Payables	-		-	
Cash generated from operations		-		(0.21)
Income taxes paid	-		-	
NET CASH GENERATED FROM OPERATING ACTIVITIES		**-**		**(0.21)**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	-		-	
Sale of Fixed Assets	-		-	
Investment made	-		-	
Sub Total		-		-
NET CASH FLOW FROM INVESTING ACTIVITES		**-**		**-**
C. CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from long term borrowings/ Financial Liablity	-		-	
Proceeds from Settlement of Loans	-		-	
Finance Cost	-		-	
Sub Total		-		-
NET CASH FLOW FROM FINANCING ACTIVITIES		**-**		**-**
Net increase/(decrease) in cash and cash equivalents (A+B+C)		**-**		**(0.21)**
Cash and cash equivalents at beginning of year (Refer Note 7)		8.05		8.26
Cash and cash equivalents at end of year (Refer Note 7)		8.05		8.05

For GAV & Associates
Chartered Accountants
FRN: 036002N

Sd/-
CA Rahul Gupta
Partner
M. No. 562648
Place : New Delhi
Date : 21st May 2026

For and on behalf of board of directors
KD LEISURES LIMITED

Sd/-
Mandeep Singh Thukral
Managing Director
DIN: 09160320
Place: Mumbai

Sd/-
Deepika Awasthi
Director
DIN: 08624842
Place: Mumbai

KD LEISURES LIMITED
CIN: L55100MH1981PLC272664
(All amounts in Rs. Lacs, unless otherwise stated)

1 Corporate Information

KD Leisures Limited "the Company" is a public company incorporated under Indian Companies Act, 1956 having its registered office at Maharashtra. The Company is a listed company at Bombay Stock Exchange.
The registered office of the company is located at Unit No. 1109, 11th Floor, Lotus Link, Square, D.N. Nagar, New Link Road, Andheri, Mumbai, Mumbai, Maharashtra, India, 400053 The Company's CIN is L55100MH1981PLC272664

2 Material Accounting Policies :

2.1 Statement of compliance

These 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 financial statements correspond to the classification provisions contained in Ind AS 1, "Presentation of Financial Statements". For clarity, various items are aggregated in the statements of profit and loss and balance sheet. These items are disaggregated separately in the notes to the financial statements, where applicable.
Accounting policies have been applied consistently to all periods presented in these financial statements.

2.2 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:
- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.
A liability is current when:
- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

2.3 Basis of preparation and presentation

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at theend of each reporting period, as explained in the accounting policies below.
Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.
Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating fair value, the Company considers the characteristics of the asset or liability that market participants would consider when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes is determined on this basis, except for leasing transactions within the scope of Ind AS 116 and measurements that have similarities to fair value but are not fair value, such as net realisable value under Ind AS 2 or value in use under Ind AS 36.
In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:
- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

2.4 Use of estimates

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.
Key source of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of valuation of deferred tax assets and provisions and contingent liabilities.
Valuation of deferred tax assets
Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which deductible temporary differences and carried-forward tax losses can be utilised. At 31 March 2026, based on the absence of convincing evidence of probable future taxable profits.

2.5 Revenue recognition (Ind AS 115 and Ind AS 109)

Revenue from contracts with customers is recognised in accordance with Ind AS 115 when control of the promised goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled. The Company identifies the contract and performance obligations, determines and allocates the transaction price and recognises revenue when, or as, each performance obligation is satisfied. Revenue is presented net of taxes collected on behalf of government and amounts payable to customers, where applicable.
For the Company's lending and financial services activities, the following recognition principles apply:
a) Interest income on financial assets is recognised using the effective interest rate method in accordance with Ind AS 109. The effective interest rate discounts estimated future cash receipts through the expected life of the financial asset to its gross carrying amount. For credit-impaired financial assets, interest income is calculated by applying the effective interest rate to the net carrying amount.
b) Processing fees, origination fees and other fees that are integral to the effective interest rate of a financial instrument are included in the effective interest rate computation and recognised over the expected life of the instrument. Fees for distinct services are recognised under Ind AS 115 when the related performance obligation is satisfied.
c) Income recognition on non-performing or credit-impaired assets is applied consistently with Ind AS 109 and the applicable prudential directions of the Reserve Bank of India. Any regulatory adjustment or reserve required due to differences between Ind AS impairment and RBI prudential requirements is recognised or disclosed, as applicable.
d) Penal charges, recovery charges and other ancillary income are recognised when the Company satisfies the related performance obligation and collection is probable, having regard to contractual terms and applicable regulatory requirements.
e) Dividend income is recognised when the Company's right to receive payment is established and it is probable that the economic benefits will flow to the Company.

2.6 Foreign currencies

The functional currency of the Company is Indian rupee (Rs.).
Income and expenses in foreign currencies are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss.

2.7 Employee benefits

The Company provides post-employment benefits through various defined contribution and defined benefit plans.
2.7.1 Defined contribution plans
A defined contribution plan is a plan under which the Company pays fixed contributions into an independent fund administered by the government. The Company has no legal or constructive obligations to pay further contributions after its payment of the fixed contribution, which are recognised as an expense in the year in which the related employee services are received.
2.7.2 Defined benefit plans

The defined benefit plans sponsored by the Compamy define the amount of the benefit that an employee will received on completion of services by reference to length of service and last drawn salary. The legal obligation for any benefits remains with the Company.
Gratuity is post-employment benefit and is in the nature of a defined benefit plan. The liability recognised in the financial statements in respect of gratuity is the present value of the defined benefit obligation at the reporting date, together with adjustments for unrecognised actuarial gains or losses and post service costs. The defined benefit obligatoin is calculated at or near the reporting date by an independent actuary using the projected unit credit method.
Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of OCI in the year in which such gains or losses are determined.
Other long-term employee benefits
Liability in respect of compensated absences becoming due or expected to be availed more than one year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method.
Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of OCI in the year in which such gains or losses are determined.

Short-term employee benefits

Expenses in respect of other short term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

2.8 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.8.1 Current tax

2.8.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or

the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.8.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.09 Inventories

Repossessed assets are valued at the end at lower of book value or net realizable value as certified by the management of the Company.

2.10 Property plant and equipment

The Company has elected to continue with the carrying value of all of its plant and equipment (including freehold land) as at the transition date, viz., 1 April 2015 measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Property plant and equipment and capital work in progress are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss (if any).

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to the Statement of Profit and Loss during the financial period in which they are incurred.

Depreciation is computed on Straight Line Method ('SLM') based on estimated useful lives as determined by internal assessment of the assets in terms of Schedule of II to the Companies Act, 2013.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

No further charge is provided in respect of assets that are fully written down but are still in use.

2.11 Intangible assets

Development of property (website) and software costs are included in the balance sheet as intangible assets, when they are clearly linked to long term economic benefits for the Company. These are measured initially at purchase cost and then amortised on a straight-line basis over their estimated useful lives.

2.12 Impairment of tangible and intangible assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. 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.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

2.13 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2.14 Financial Instruments

A. Initial recognition

Financial assets and financial liabilities are recognised when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

B. Subsequent measurement

I. Non-derivative financial instruments

a. Financial assets carried at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b. Financial assets at fair value through other comprehensive income

Investment in equity instruments (other than subsidiaries / associates / joint ventures) - All equity investments in scope of Ind-AS 109 are measured at fair value. Equity insturments which are hled for trading are generally classified at fair value through profit and loss (FVTPL). For all other equity instruments, the Company decides to classify the same either at fair value through other comprehensive income (FVOCI) or fair value through profit and loss (FVTPL). The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the other comprehensive income (OCI). There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Dividends on such investments are recognised in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

c. Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

d. Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

II. Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares and share options are recognised as a deduction from equity, net of any tax effects.

C. Derecognition of financial instruments

The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

2.15 Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never actually be realised.

2.16 Impairment of financial assets (other than at fair value)

The Company recognises impairment loss allowances for expected credit losses (ECL) on financial assets measured at amortised cost and debt instruments measured at fair value through other comprehensive income in accordance with Ind AS 109. Twelve-month ECL is recognised where credit risk has not increased significantly since initial recognition; lifetime ECL is recognised where credit risk has increased significantly or the asset is credit-impaired. The assessment incorporates reasonable and supportable forward-looking information, historical experience, current conditions, borrower-specific factors, collateral and macroeconomic scenarios. ECL is measured using probability of default, loss given default and exposure at default, discounted using the original effective interest rate. Financial assets are written off when there is no reasonable expectation of recovery, without prejudice to continuing recovery efforts. The Company also considers applicable RBI prudential norms and maintains any regulatory impairment reserve or disclosure required where regulatory provisions exceed or differ from Ind AS impairment allowances.

2.17 Going concern assessment

Management assesses the Company's ability to continue as a going concern for a period of at least twelve months from the date on which the financial statements are authorised for issue. The assessment considers expected cash flows, liquidity position, contractual obligations, recovery of financial assets, access to funding, compliance with applicable regulatory capital and liquidity requirements, and reasonably possible downside scenarios. Based on this assessment, the financial statements are prepared on a going concern basis. Material uncertainties, if any, that may cast significant doubt on the Company's ability to continue as a going concern are disclosed in the financial statements.

2.18 Leases (Ind AS 116)

At inception of a contract, the Company assesses whether the contract is, or contains, a lease. As a lessee, the Company recognises a right-of-use asset and a corresponding lease liability at the lease commencement date, except for short-term leases and leases of low-value assets for which lease payments are recognised as an expense on a straight-line basis. The lease liability is measured at the present value of lease payments, discounted using the interest rate implicit in the lease, if readily determinable, or the Company's incremental borrowing rate. Right-of-use assets are measured at cost, subsequently depreciated over the shorter of the lease term and useful life, and tested for impairment. Lease liabilities are subsequently increased by interest, reduced by payments and remeasured for specified changes in lease terms or assessments.

2.18.1 Company as lessor

Leases in which the Company transfers substantially all risks and rewards incidental to ownership are classified as finance leases; otherwise they are classified as operating leases. Amounts due from lessees under finance leases are recognised as receivables at the net investment in the lease and finance income is recognised to reflect a constant periodic rate of return. Operating lease income is recognised on a straight-line basis over the lease term unless another systematic basis is more representative.

2.19 Earnings per share (Ind AS 33)

Basic earnings per share is computed by dividing profit or loss attributable to equity shareholders by the weighted average number of equity shares outstanding during the year, adjusted for bonus elements, if any. Diluted earnings per share adjusts the profit or loss attributable to equity shareholders and the weighted average number of shares for the effects of all dilutive potential equity shares. Potential equity shares are treated as dilutive only when their conversion would decrease earnings per share or increase loss per share from continuing operations.

2.20 NBFC regulatory framework

The Company applies Ind AS for recognition, measurement, presentation and disclosure and also complies with applicable directions and prudential norms issued by the Reserve Bank of India for non-banking financial companies, including requirements relating to income recognition, asset classification, provisioning, capital adequacy and disclosures. Where regulatory requirements differ from Ind AS, the Company records or presents the prescribed regulatory adjustment, reserve or disclosure without overriding the Ind AS financial statements.

KD LEISURES LIMITED
CIN: L55100MH1981PLC272664

Statement of Changes in Equity for the period ended 31 March 2026

(All amounts in Rs. Lacs, unless otherwise stated)

		Attributable to the equity holders of the parent								
					Reserves and surplus					
	Note	Issued capital	Share forfeited	Retained earnings	General reserve	Capital Reserve	Capital Redemption Reserve	Contingent Liability Reserve	Securities Premium	Total Equity
As at 1 April 2024		324.00	-	(157.84)	-	-	-	-	-	166.16
Issue of share capital										
Dividends										
Transactions with owners		324.00	-	(157.84)	-	-	-	-	-	166.16
Profit/(loss) for the period				(4.30)						(4.30)
Remeasurement gain/(Loss) on				-						-
Defined benefit plan										
Other Comprehensive Income				-						-
Income tax adjustemnts of earlier year				-						-
Total comprehensive income				(4.30)						(4.30)
Grand Total as at 31 March 2025		**324.00**	**-**	**(162.14)**	**-**	**-**	**-**	**-**	**-**	**161.86**
As at 1 April 2025		324.00	-	(162.14)	-	-	-	-	-	161.86
Issue of share capital										
Dividends										
Transactions with owners		324.00	-	(162.14)	-	-	-	-	-	161.86
Profit/(loss) for the period				(2.10)						(2.10)
Remeasurement gain/(Loss) on				-						-
Defined benefit plan										
Other Comprehensive Income				-						-
Income tax adjustemnts of earlier year										-
Income tax adjustemnts of the year										
Total comprehensive income				(2.10)						(2.10)
Grand Total as at 31 March 2026		**324.00**	**-**	**(164.24)**	**-**	**-**	**-**	**-**	**-**	**159.76**

For GAV & Associates
Chartered Accountants
FRN: 036002N

Sd/-
CA Rahul Gupta
Partner
M. No. 562648
Place : New Delhi
Date : 21st May 2026

For and on behalf of board of directors
KD LEISURES LIMITED

Sd/-
Mandeep Singh Thukral
Managing Director
DIN: 09160320
Place: Mumbai

Sd/-
Deepika Awasthi
Director
DIN: 08624842
Place: Mumbai

KD LEISURES LIMITED
CIN: L55100MH1981PLC272664
(All amounts in Rs. Lacs, unless otherwise stated)

Notes to Financial Statements for the year ended 31st March, 2026

3

Property, Plant and Equipment	**DEPRICIATION CHART COMPANIES ACT 2025-26**										
Particulars	**OPENING WDV**				**DEPRECIATION**					**NET BLOCK**	
	As at 01-04-25	**Additions**	**Sales/ Adjustment**	**As at 31-03-26**	**As at 01-04-25**	**For the Period**	**Sales Depreciation**	**Adjustment/ Written back**	**As at 31-03-26**	**As at 31-03-26**	**As at 31-03-25**
Office Equipment	-	-	-	-	-	-	-	-	-	-	-
Vehicle	-	-	-	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-	-	-	-	-

KD LEISURES LIMITED
CIN: L55100MH1981PLC272664
(All amounts in Rs. Lacs, unless otherwise stated)

Notes to Financial Statements for the year ended 31st March, 2026

	Particulars	As at 31 March 2026	As at 31 March 2025
9	**Equity Share Capital**		
	Authorised, issued, subscribed and paid-up share capital and par value per share		
	Authorised		
	350000 equity shares of Rs. 10 each	350.00	350.00
	Total	350.00	350.00
	Issued, subscribed and fully paid up		
	3240000 equity shares of Rs. 10 each	324.00	324.00
	(Amount originally paid up)	**324.00**	**324.00**
a	**Reconciliation of the number of equity Shares outstanding :**		
	At the beginning of the year	3,240,000	3,240,000
	Outstanding at the end of year	**3,240,000**	**3,240,000**

b Terms/rights attached to equity shares :
The company has only one class of Equity Shares having face value of Rs.10/- each. Each holder of equity share is entitled to only one vote per share.

c Detail of Shareholders holding more than 5% shares :

Name of the shareholders	As at 31 March 2026		As at 31 March 2025	
	No. of shares	% of Holding	No. of shares	% of Holding
Sonal Sandeep Satav	268,169	8.28%	268,169	8.28%
Arminder Singh	-	0.00%	280,501	8.66%
Kanwarpreet singh	277,247	8.56%	-	0.00%

10 Other Equity

	As at 31 March 2026	As at 31 March 2025
Retained Earnings		
Balance as per last Balance Sheet	(162.14)	(157.84)
Add: Profit for the year	(2.10)	(4.30)
balance as closing of the year	**(164.24)**	**(162.14)**
Other comprehensive income, net of tax		
Equity instruments measured at fair value through other comprehensive income		
Balance as per last Balance Sheet	-	-
Add: change during the year	-	-
balance as closing of the year	-	-
Add: Remeasurement of defined employee benefit plan	-	-
Balance as per last Balance Sheet	-	-
Add: change during the year	-	-
balance as closing of the year	-	-
Balance at the end of year	**-**	**-**
TOTAL EQUITY	**(164.24)**	**(162.14)**

KD LEISURES LIMITED
CIN: L55100MH1981PLC272664
(All amounts in Rs. Lacs, unless otherwise stated)

Notes to Financial Statements for the year

4 Loans

	As at 31st March, 2026	As at 31st March, 2025
Loans	176.50	176.50
Total	**176.50**	**176.50**

5 Inventories

(As taken, valued and approved by	As at 31st March, 2026	As at 31st March, 2025
Stock in trade	-	-
Total	**-**	**-**

6 Trade receivables

	As at 31st March, 2026	As at 31st March, 2025
Unsecured, considered good	-	
Total	**-**	**-**

Trade Receivables Aging Schedule as on 31st March 2026

Particulars	Outstanding for following periods from the due date of payment					
	Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 years	**Total**
(i) Undisputed Trade Receivables - considered good	-	-	-	-	-	-
(ii) Undisputed Trade Receivables - which have a significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables- which have a significant increase in credit ris	-	-	-	-	-	-
(vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-

Trade Receivables Aging Schedule as on 31st March 2025

Particulars	Outstanding for following periods from the due date of payment					
	Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 years	Total
(i) Undisputed Trade Receivables - considered good	-	-	-	-	-	-
(ii) Undisputed Trade Receivables - which have a significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables- which have a significant increase in credit ris	-	-	-	-	-	-
(vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-

7 Cash and cash equivalents

	As at 31st March, 2026	As at 31st March, 2025
Balances with banks - current accounts	-	-
Cash-in-Hand	8.05	8.05
Total	**8.05**	**8.05**

8 Other current assets

	As at 31st March, 2026	As at 31st March, 2025
Duties & taxes recoverable	0.95	0.95
Total	**0.95**	**0.95**

KD LEISURES LIMITED
CIN: L55100MH1981PLC272664
(All amounts in Rs. Lacs, unless otherwise stated)

Notes to Financial Statements for the year ended 31st March, 2026

	As at 31 March 2026	As at 31 March 2025
11 Borrowings		
Current Borrowings		
From directors	-	-
Total	**-**	**-**
12 Trade Payables		
Micro Small and Medium Enterprises	-	-
others	-	-
disputed dues-msme	-	-
disputed dues-others	-	-
Total	**-**	**-**

Trade payable ageing schedule as on 31 March, 2026

Outstanding For Following Periods From Due Date Of Payment					
Particulars	**Less Than 1 year**	**1-2 Years**	**2-3 Years**	**More Than 3 years**	**Total**
(i) MSME	-	-	-	-	-
(ii) Others	-	-	-	-	-
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-
Total	-	-	-	-	-

Trade payable ageing schedule as on 31 March, 2025

Outstanding For Following Periods From Due Date Of Payment					
Particulars	**Less Than 1 year**	**1-2 Years**	**2-3 Years**	**More Than 3 years**	**Total**
(i) MSME	-	-	-	-	-
(ii) Others	-	-	-	-	-
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-
Total	-	-	-	-	-

	As at 31 March 2026	As at 31 March 2025
13 other liabilities		
Other current liabilities		
Audit payable	4.40	3.25
Duties & taxes	11.68	11.68
Salary payble	4.26	3.31
Other payable	6.42	6.42
Total	**26.76**	**24.66**

KD LEISURES LIMITED
CIN:L55100MH1981PLC272664
(All amounts in Rs. Lacs, unless otherwise stated)

Notes to Financial Statements for the year ended 31st March, 2026

14 Revenue from operations

		For the year ended 31-Mar-26	For the year ended 31-Mar-25
a)	Sale of goods	-	-
b)	Sale of services	-	-
	Total	**-**	**-**

15 Other Income

	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Interest income	-	-
Total	**-**	**-**

16 Cost of materials consumed

	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Purchases	-	-
Total	**-**	**-**

17 (Increase/Decrease in the inventories of stock in trade

	For the year ended 31-Mar-26	For the year ended 31-Mar-25
A Stock at the end of the year	-	-
B Stock at the beginning of the year	-	-
(Increase/Decrease in the inventories of stock in trade (B-A)	**-**	**-**

18 Employee benefit expense

	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Salary, Wages and bonus	0.95	-
Staff welfare expenses	-	-
Total	**0.95**	**-**

19 Finance cost

	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Interest on loans	-	-
Total	**-**	**-**

20 Other expenses

	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Payment to Statutory Auditors ('see Note A below')	1.15	1.05
Bank Charges	0.00	-
Advertisement & Publication expenses	-	0.30
Printing and stationery expenses	-	0.14
Legal & Professional fees	-	1.88
Miscellaneous Expenses	-	0.93
Total	**1.15**	**4.30**
Note:		
A Payment to auditors		
(i) Audit Fees	0.75	0.75
(ii) Other Services	0.40	0.30
(iii) out of pocket expenses	-	-
Total	**1.15**	**1.05**

21 Commitments and contingencies

a.Claim received but not acknowledged by the Company towards income tax and TDS demand amounting to Rs. 0.83 lakhs (31 March 2024 : Rs. Nil)

b. The estimated amount of contracts remaining to be executed on capital amount and not provided for (net of advances) amount to Rs. Nil (31 March 2024: Rs. Nil).

c. The Company has other commitments, for purchase of goods and services and employee benefits, in normal course of business. The Company does not have any long-term commitments/contracts including derivative contracts for which there will be any material foreseeable losses.

22 Related party disclosures

Holding Company

Parties with whom control exists

Key Managerial Personnel

Mr Mandeep Singh Thukral	Managing Director
Mr Angad Bijan	Director
Ms. kanchan Yadav	Additional Director
Ms. Deepika Awasthi	Additional Director
Ms Anubha Kumari Sinha	Additional Director

23 Earning per share

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Net profit attributable to the shareholders	(2.10)	(4.30)
Weighted avg. number of outstanding equity shares during the year	3,240,000	3,240,000
Basic earning per share (in Rupees)	(0.06)	(0.13)
Diluted earning per share (in Rupees)	(0.06)	(0.13)

24 Additional Regulatory Information :

(a) Ratio

Particulars	Formula	As at 31 March 2026	As at 31 March 2025	
		Ratio	Ratio	% of changes
Current ratio (in times)	Current Assets / Current Liabilities	0.34	0.37	-8%
Return on Equity Ratio (in %)	Net Profit/(Loss) for the year less Preference Dividend (if any) /Average Shareholder's Equity	-0.01	-0.03	-51%
Net Capital Turnover Ratio (in times)	Revenue from Operations/ Working Capital	-	-	-
Net Profit Ratio (in %)	Net Profit/ (Loss) for the Period /Revenue from Operations	-	-	-
Return on Capital Employed (in %)	Earnings before Interest and Tax/ Capital Employed	-0.01	-0.03	-51%

(a) Current Ratio: Decrease Due to Increase in Current Liabilities

b) Return on Equity: Increase due to Decrease in expenses

e) Return on Capital Employed : Increase due to Increase in profit

25 There are no other event observed after the reported period which have an impact on the Company's operation.

26 The figures for the previous period have been regrouped / rearranged / reclassified wherever necessary.

As per our separate report of even date attached

For GAV & Associates
Chartered Accountants
FRN: 036002N

Sd/-
CA Rahul Gupta
Partner
M. No. 562648

Place : New Delhi
Date : 21st May 2026

For and on behalf of board of directors
KD LEISURES LIMITED

Sd/-
Mandeep Singh Thukral
Managing Director
DIN: 09160320
Place: Mumbai

Sd/-
Deepika Awasthi
Director
DIN: 08624842
Place: Mumbai