Corporate Information

MEHTA HITECH INDUSTRIES LIMITED

(Formerly Known as Mehta Cad Cam Systems Private Limited)

CIN: U72200GJ2000PLC038163

BOARD OF DIRECTORS:

Name	DIN	Designation
Shailesh Narayanchand Mehta	00994497	Chairman & Managing Director
Raj Shailesh Mehta	08994714	Whole-Time Director
Sangita Mehta	00994441	Non-Executive Director
Marmik Girishbhai Shah	06477087	Non-Executive Independent Director
Tanmay Rajendrakumar Mehta	10214147	Non-Executive Independent Director
Rushabh Anilkumar Shah	09012222	Non-Executive Independent Director

KEY MANAGERIAL PERSONNEL:

Name	Designation
Deep Bharatbhai Adatiya	Chief Financial Officer
Namrata Goyal	Company Secretary and Compliance Officer

REGISTERED OFFICE
Plot No. 3, Road No. 1, GIDC, Kathwada, Ahmedabad-382430, Gujarat, India. Tel No. +91-79-26840551/ 26840552/ 26840553/ 7575009626 **Email:** cs@mehtaindia.com **Web:** www.mehtaindia.com

STATUTORY AUDITOR	REGISTRAR & SHARE TRANSFER AGENT
Talati & Talati LLP **Chartered Accountants** (**FRN**: 110758W/W100377) Ambica Chambers, Near Old High Court, Navrangpura, Ahmedabad- 380009 **Tel. No.**:27544571 **Email Id:** info@talatiandtalati.com	**Kfin Technologies Limited** **Address:** Selenium Tower-B, Plot No. 31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Telangana, 500032 **Tel. Number:** + 91 40 6716 2222, 79611000 **Email Id:** einward.ris@kfintech.com **Website:** www.kfintech.com
BANKERS TO THE COMPANY	
Standard Chartered Bank	

COMMITTEES OF BOARD:

AUDIT COMMITTEE:			
Name	**DIN**	**Designation**	**Nature of Directorship**
Mr. Marmik Girishbhai Shah	06477087	Chairperson	Independent Director
Mr. Tanmay Rajendrakumar Mehta	10214147	Member	Independent Director
Mr. Rushabh Anilkumar Shah	09012222	Member	Independent Director
Mr. Shailesh Narayanchand Mehta	00994497	Member	Chairman and Managing Director

STAKEHOLDER'S RELATIONSHIP COMMITTEE:			
Name	**DIN**	**Designation**	**Nature of Directorship**
Mr. Tanmay Rajendrakumar Mehta	10214147	Chairperson	Independent Director
Mr. Marmik Girishbhai Shah	06477087	Member	Independent Director
Mr. Rushabh Anilkumar Shah	09012222	Member	Independent Director
Mr. Raj Shailesh Mehta	08994714	Member	Whole-time director

NOMINATION AND REMUNERATION COMMITTEE:			
Name	**DIN**	**Designation**	**Nature of Directorship**
Mr. Tanmay Rajendrakumar Mehta	10214147	Chairperson	Independent Director
Mr. Marmik Girishbhai Shah	06477087	Member	Independent Director
Mr. Rushabh Anilkumar Shah	09012222	Member	Independent Director
Mrs. Sangita Mehta	00994441	Member	Non-Executive Director

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:			
Name	**DIN**	**Designation**	**Nature of Directorship**
Mr. Shailesh Narayanchand Mehta	00994497	Chairperson	Chairman and Managing Director
Mr. Raj Shailesh Mehta	08994714	Member	Whole-time director
Mr. Rushabh Anilkumar Shah	09012222	Member	Independent Director

NOTICE OF 26th ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Twenty Sixth (26th) Annual General Meeting (AGM)** of the Members of Mehta Hitech Industries Limited (Formerly Known as Mehta Cad Cam Systems Private Limited) ("the Company") will be held on **Wednesday, September 30, 2026** at **01:00 P.M**. at the Registered office of the Company situated at Plot No. 3, Road No. 1, GIDC, Kathwada- 382430, Ahmedabad, Gujarat, India to transact the following businesses:

ORDINARY BUSINESSES:

1. **Adoption of Financial Statements:**

   To receive, consider and adopt;

   i. The Audited Standalone Financial Statement of the Company for the Financial Year ended on March 31, 2026 and the report of the Board of Directors and Auditors thereon and,

   ii. The Audited Consolidated Financial Statement of the Company for the Financial Year ended on March 31, 2026 and the report of Auditors thereon.

   In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as an **Ordinary Resolutions;**

   i. "**RESOLVED THAT** the Audited Standalone financial statement of the Company for the financial year ended on March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

   ii. "**RESOLVED THAT** the Audited Consolidated financial statement of the Company for the financial year ended on March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. **To appoint a director in place of Mr. Shailesh Narayanchand Mehta (DIN:00994497) who retires by rotation and being eligible offers himself for reappointment.**

   Explanation: Based on the terms of appointment, executive directors and the non-executive directors (other than Independent Directors) are subject to retirement by rotation. Mr. Shailesh Narayanchand Mehta (DIN: 00994497), who was appointed as Chairman and Managing Director, for the current term, and is the longest-serving member on the Board and whose office is liable to retire at this Annual General Meeting, being eligible, seeks re-appointment. Based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his reappointment.

   "**RESOLVED THAT**, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the shareholders of the Company be, and is hereby accorded for the reappointment of Mr. Shailesh Narayanchand Mehta (DIN: 00994497), as a Director, who is liable to retire by rotation."

3. **To approve Appointment of M/s SCS and CO LLP, Practicing Company Secretaries, Ahmedabad (COP:23630) as the Secretarial Auditor of the Company for a term of 5 (Five) consecutive Years -:**

To consider and if thought fit to pass with or without modifications the following resolution as an **Ordinary Resolution:**

RESOLVED THAT pursuant to the provision of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), and in consonance to approval of the Board of Directors, appoint M/s SCS and CO LLP, Practicing Company Secretaries, Ahmedabad (Peer Review Number: 5333/2023), be and are hereby appointed as Secretarial Auditors of the Company for a term of upto 5 (Five) consecutive years, to conduct the Secretarial Audit of five consecutive financial years from 2026-27 to 2030-31 and to hold office from the conclusion of this Annual General Meeting ('AGM') till the conclusion of AGM of the Company to be held in the Year 2031, on such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Audit Committee/Board of Directors of the Company.

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditors may be eligible to provide or issue under the applicable laws, at a remuneration to be determined by the Audit committee/Board of Directors of the Company;

RESOLVED FURTHER THAT the Board of Directors, (including its committees thereof), of the Company, be and are hereby authorized to do all such acts, deeds, things as may be deemed proper and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

SPECIAL BUSINESSES:

4. **To Ratify the Remuneration payable to the Cost Auditors for the Financial Year 2026-27:**

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

"**RESOLVED THAT** pursuant to the provisions of Section 148 read with Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory amendment(s)/modification(s) thereof for the time being in force), the Members be and hereby approve and ratify the remuneration of Rupees 30,000/- (Rupees Thirty Thousand Only) excluding out of pocket expenses & taxes as applicable to M/s. Maulin Shah and Associates, Cost Accountants (Firm Registration No.: 101527) who were appointed as Cost Auditors of the Company by the Board of Directors on the recommendation of the Audit Committee to conduct audit of cost accounting records for the financial year 2026-27, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company, (including its committees thereof), be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto."

5. Adoption of new set of articles of association of the company:

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

"RESOLVED THAT pursuant to the provisions of Sections 5, 14 and 15 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the shareholders of the Company be and is hereby accorded to the adoption of a new set of Articles of Association of the Company, in substitution of and to the entire exclusion of the existing Articles of Association of the Company, as amended from time to time, in connection with the proposed Initial Public Offering (IPO) and listing of the equity shares of the Company.

RESOLVED FURTHER THAT the new set of Articles of Association be suitably aligned with Table F of Schedule I to the Companies Act, 2013, to the extent applicable, and incorporate such provisions as may be necessary to comply with the applicable legal, regulatory and stock exchange requirements in connection with the proposed IPO and listing of the equity shares of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company or any person(s) authorised by the Board be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

Registered office:
Plot No. 3, Road No. 1, GIDC,
Kathwada, Ahmedabad-382430, Gujarat, India

For and on behalf of Board of Directors
Mehta Hitech Industries Limited
CIN: U72200GJ2000PLC038163

SD/-
Shailesh Narayanchand Mehta
Chairman & Managing Director
(DIN: 00994497)

SD/-
Raj Shailesh Mehta
Whole Time Director
(DIN: 08994714)

Place: Ahmedabad
Date: September 18, 2026

IMPORTANT NOTES

1. Notice calling the AGM has been sent by electronic means to all members at the respective registered addresses with the Company/Depositories. The Notice has also been uploaded on the website of the Company at www.mehtaindia.com

2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote in the meeting and the proxy need not be a member of the company. Proxies in order to be effective MGT-11 must be deposited not less than 48 hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding 50 (fifty) members and holding in the aggregate not more than 10% (ten percent) of the total share capital of the Company. However, a member holding more than 10% (ten percent) of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the Meeting.

4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, is attached and forms part of this Notice.

5. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days between 11.00 a.m. and 1.00 p.m. up to the date of the Meeting.

6. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.

7. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,

8. Members seeking clarifications on the Annual Report are requested to send in writing queries to the Company at least one week before the date of the meeting. This would enable the Company to compile the information and provide the replies at the Meeting.

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

10. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during

the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. September 30, 2026. Members seeking to inspect such documents can send an email to cs@mehtaindia.com.

11. A Route Map showing directions to reach the venue of 26th Annual General Meeting is provided at the end of the Notice.

12. Members are requested to reach the venue of the Meeting at least fifteen minutes before the scheduled time of commencement of the Meeting to complete the attendance formalities.

Registered office:
Plot No. 3, Road No. 1, GIDC,
Kathwada, Ahmedabad-382430, Gujarat, India

For and on behalf of Board of Directors
Mehta Hitech Industries Limited
CIN: U72200GJ2000PLC038163

SD/-
Shailesh Narayanchand Mehta
Chairman & Managing Director
(DIN: 00994497)

SD/-
Raj Shailesh Mehta
Whole Time Director
(DIN: 08994714)

Place: Ahmedabad
Date: September 18, 2026

ANNEXURE TO NOTICE OF 26TH ANNUAL GENERAL MEETING

Disclosure under Secretarial Standards-II issued by ICSI for Item No.02

Name	**Shailesh Narayanchand Mehta (DIN: 00994497)**
Date of Birth	21st August, 1967
Qualification	Bachelors in Mechanical Engineering
Experience - Expertise in specific functional areas - profile and suitability	He is the Chairman and Managing Director of our Company and is also one of the Promoters of the Company. He holds a bachelor's of engineering (mechanical) degree from The Maharaja Sayajirao University of Baroda and has been associated with our Company since its incorporation. He has over 26 years of experience in the production of machine and tool industry and is involved in the overall management and operations of our Company.
No. of Shares held as on March 31, 2026 including shareholding as a Beneficial Owner.	Holds 32,42,176 Equity Shares
Terms & Conditions	Liable to retire by rotation
Remuneration Last Drawn	Rs. 48,00,000/-
Remuneration sought to be paid	-
Number of Board Meetings attended during the Financial Year 2025-26	16 out of 16 Board Meetings
Date of Original Appointment	June 06, 2000
Date of Appointment in current terms	January 06, 2025
Directorships held in public companies including deemed public companies	Mehta Mechatronix Private Limited (deemed Public Company)
Memberships / Chairmanships of committees of public companies (other than our company)	NIL
Interse Relationship with other Directors.	• He is husband of Mrs. Sangita Mehta who is Non- Executive Director of the Company. and; • He is Father of Mr. Raj Shailesh Mehta who is Whole time Director of the Company.

EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) of the Companies Act 2013 and Secretarial Standard II on General Meetings)

Item No. 03:

Appointment of M/s. SCS and CO LLP, Practicing Company Secretaries, Ahmedabad (Peer reviewed Number: 5333/2023) as the Secretarial Auditor of the Company for a term of 5 (five) consecutive: ORDINARY RESOLUTION

In view of the proposed listing of the equity shares of the Company on the stock exchange, and to ensure compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder, as well as the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, upon their applicability to the Company, the Board of Directors proposes to appoint M/s. SCS and Co LLP, Practicing Company Secretaries, Ahmedabad, as the Secretarial Auditors of the Company for a term of five consecutive financial years.

Based on the recommendation of the Audit Committee, wherever applicable, and after considering the qualifications, experience, professional expertise and suitability of M/s. SCS and Co LLP, the Board of Directors has approved the proposed appointment of the said firm as the Secretarial Auditors of the Company for a period of five consecutive financial years commencing from the financial year 2026–27 and ending with the financial year 2030–31, subject to the approval of the Members of the Company.

Profile:

M/s. SCS and Co LLP is a firm of Practicing Company Secretaries providing professional services in the areas of corporate laws, securities laws, secretarial audit, regulatory compliances and corporate governance. The firm has experience in advising companies on various corporate law and regulatory matters and assisting them in complying with applicable statutory and regulatory requirements.

Term of appointment:

M/s. SCS and Co LLP is proposed to be appointed as the Secretarial Auditors of the Company for a term of five (5) consecutive financial years, commencing from FY 2026–27 and ending with FY 2030–31, subject to the approval of the Members and compliance with applicable statutory and regulatory requirements.

Proposed Fees:

The remuneration payable to M/s. SCS and Co LLP for conducting the Secretarial Audit shall be such as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors. In addition to the Secretarial Audit, the firm may undertake such other permissible professional assignments, certifications and related work as may be approved by the Board of Directors, for which the remuneration shall be determined separately, in accordance with applicable laws.

The proposed remuneration shall be determined after considering the nature and scope of work, professional expertise, industry experience, time and efforts required, and other relevant factors.

Basis of recommendations:
The recommendation for appointment of M/s. SCS and Co LLP is based on the firm's professional qualifications, experience in corporate and securities laws, expertise in secretarial audit and regulatory compliances, and its suitability to undertake the Secretarial Audit of the Company.

M/s. SCS and Co LLP has given its consent to act as the Secretarial Auditors of the Company and has confirmed its eligibility for the proposed appointment, subject to the applicable provisions of the Companies Act, 2013, the rules made thereunder and other applicable laws and regulations.
None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding, if any, in the Company.

The Board of Directors recommends the resolution set out at Item No. 02 of the accompanying Notice for approval of the Members as an Ordinary Resolution

Item No: 04:

To Ratify the Remuneration payable to the Cost Auditors for the Financial Year 2026-27: ORDINARY RESOLUTION

The Board, on the recommendation of the Audit Committee, has approved the reappointment and remuneration of M/s. Maulin Shah and Associates, Cost Accountants (Firm Registration No.: 101527) as the Cost Auditors of the Company to conduct the audit of the cost records of the activities carried down by the Company for the financial year 2026-27, at a remuneration of Rs. 30,000/- (Rupees Thirty Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the cost auditors has to be ratified by the members of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 3 of this Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2027.

The Board of Directors recommend the said resolution, as set out in item no. 3 of this Notice for your approval.

None of the Directors or key managerial personnel or their relatives is in any way concerned or interested, financially or otherwise in the said resolution.

Item No. 05:

To Adopt new set of articles of association of the company: SPECIAL RESOLUTION

The Company had previously adopted its Articles of Association in accordance with the provisions of the Companies Act, 2013, which have been amended from time to time. In connection with the proposed Initial Public Offering (IPO) of the equity shares of the Company and the proposed listing of its equity shares on the recognised stock exchange(s), it is considered appropriate to adopt a new set of Articles of Association to consolidate and align the constitutional documents of the Company with the applicable legal, regulatory and stock exchange requirements.

Accordingly, the Company proposes to adopt a new set of Articles of Association in substitution of and to the entire exclusion of the existing Articles of Association, as amended from time to time. The proposed new set of Articles of Association is intended to align the Company's constitutional documents with the applicable provisions of the Companies Act, 2013, including Table F of Schedule I thereto, to the extent applicable, the Securities Contracts (Regulation) Rules, 1957, the applicable regulations and guidelines issued by the Securities and Exchange Board of India (SEBI), including the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and the applicable requirements of the recognised stock exchange(s) on which the equity shares of the Company are proposed to be listed.

The Board of Directors of the Company, at its meeting held on September 18, 2026, considered and approved the proposal for adoption of the new set of Articles of Association and recommended the same for approval of the members of the Company.

Pursuant to Section 14 of the Companies Act, 2013, any alteration of the Articles of Association requires the approval of the members by way of a special resolution. Accordingly, the approval of the members is sought for adoption of the proposed new set of Articles of Association in substitution of the existing Articles of Association, as amended from time to time.

A copy of the existing Articles of Association and the proposed new set of Articles of Association will be available for inspection by the members at the registered office of the Company during business hours on all working days up to the date of the meeting. The documents will also be made available through electronic means, wherever applicable and as permitted under the provisions of the Companies Act, 2013 and the rules made thereunder.

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

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 shareholding, if any, in the Company.

Registered office:
Plot No. 3, Road No. 1, GIDC,
Kathwada, Ahmedabad-382430, Gujarat, India

For and on behalf of Board of Directors
Mehta Hitech Industries Limited
CIN: U72200GJ2000PLC038163

SD/-
Shailesh Narayanchand Mehta
Chairman & Managing Director
(DIN: 00994497)

SD/-
Raj Shailesh Mehta
Whole Time Director
(DIN: 08994714)

Place: Ahmedabad
Date: September 18, 2026

Form No. MGT-11
Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the company	**Mehta Hitech Industries Limited** *(Formerly Known as Mehta Cad Cam Systems Private Limited)*
Registered Office	"Plot No. 3, Road No. 1, GIDC, Kathwada, Ahmedabad-382430, Gujarat, India."
CIN	U72200GJ2000PLC038163

Name of the Member(s)	
Registered Office	
E-mail Id	
Folio No /Client ID	
DP ID	

I/We, being the member(s) of _____shares of the above-named company. Hereby appoint

Name :	
Address:	
E-mail Id:	
Signature, or failing him	

Name:	
Address:	
E-mail Id:	
Signature, or failing him	

Name:	
Address:	
E-mail Id:	
Signature, or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th (Twenty-Sixth) Annual General Meeting of the company, to be held on the Wednesday, September 30, 2026 at 02:00 P.M. at the Registered office of the Company situated at "Plot No. 3, Road No. 1, GIDC, Kathwada, Ahmedabad-382430, Gujarat, India." and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. Adoption of Financial Statements
2. To appoint a director in place of Mr. Shailesh Narayanchand Mehta (DIN: 00994497) who retires by rotation and being eligible offers himself for reappointment.
3. To approve Appointment of M/s. SCS and CO LLP, Practicing Company Secretaries, Ahmedabad, as the Secretarial Auditor of the Company for a term of five years from the financial year 2026-27.
4. To Ratify the Remuneration payable to the Cost Auditors for the Financial Year 2026-27.
5. To adopt new set of Articles of Association of Company.

Affix Revenue Stamps

Signed this___day of ____2026

Signature of Shareholder

Note: This Form of Proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.

ATTENDANCE SLIP

26th Annual General Meeting – September 30, 2026

Regd. Folio No. ____/ No. of shares held _____ **equity shares**

I certify that I am a registered shareholder/proxy for the registered Shareholder-of the Company and hereby record my presence at the Annual General Meeting of the Company on the Wednesday, September 30, 2026 at 02:00 P.M. at the registered office of the Company situated at "Plot No. 3, Road No. 1, GIDC, Kathwada, Ahmedabad-382430, Gujarat, India.".

_____ _____

Member's/Proxy's name in Block Letters Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the registered office.

ROUTE MAP FOR THE 26th ANNUAL GENERAL MEETING



Mehta Hitech Industries Limited

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4.0 ★★★★☆ (362)

Manufacturer · ♿

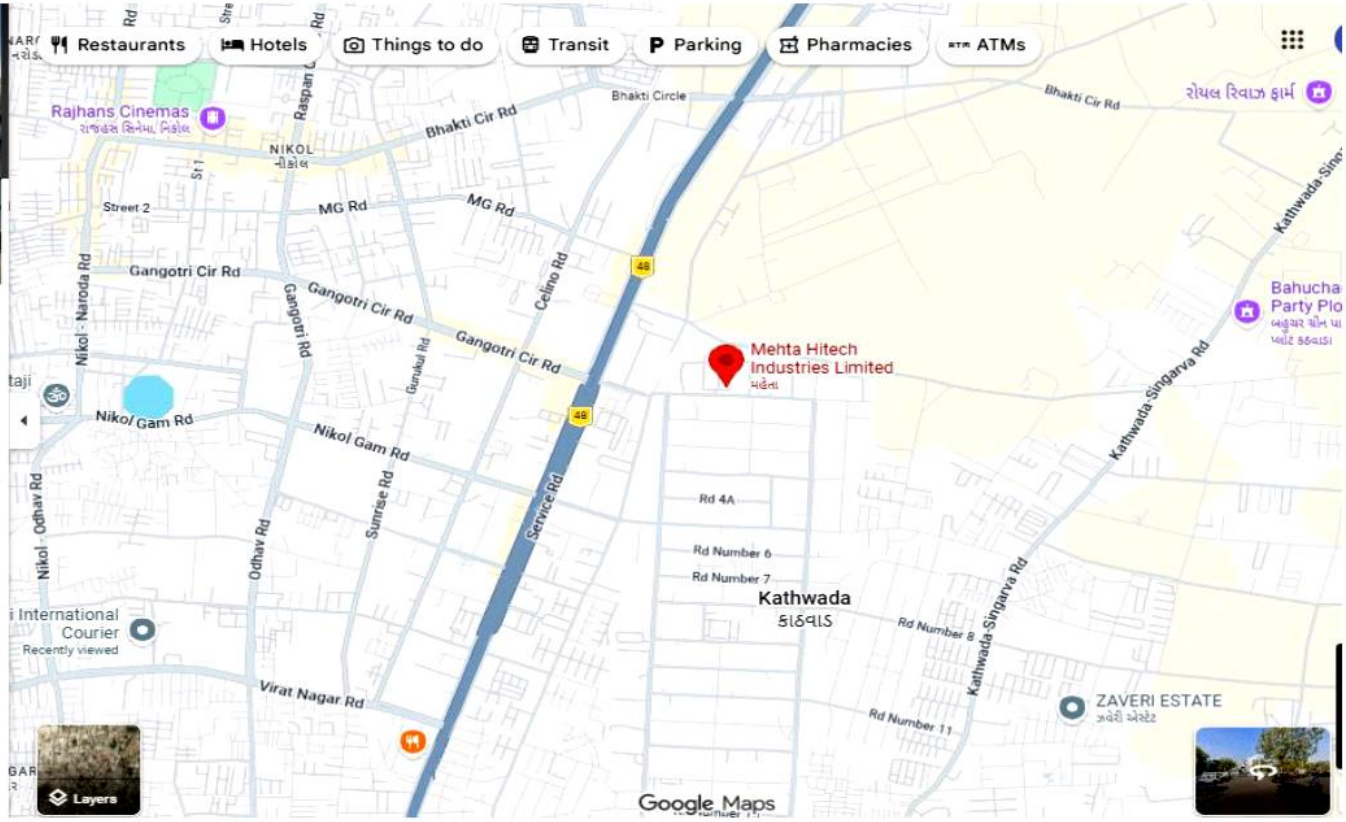
Overview Reviews About

Directions Save Nearby Send to phone Share

Plot No. 3, Road No.1 Kathawada GIDC, Kathawada SP Ring Road, Kathwada, Ahmedabad, Gujarat 382430

Open · Closes 7 pm

mehtaindia.com



DIRECTOR'S REPORT

Dear Shareholders,

The Board of Directors hereby submits the 26th Report on the business and operations of your company ("the Company) together with the Standalone & Consolidated Audited Financial Statements for the financial year ended on 31st March, 2026. ("FY 2025-26").

FINANCIAL HIGHLIGHTS:

The Financial performances of the Company for the financial year ended on 31st March, 2026 are as follows: -

(Amt. in Millions)

Particulars	**Standalone-Year Ended**		**Consolidated-Year Ended**	
	31/03/2026	31/03/2025	31/03/2026	31/03/2025
Revenue From Operations	3291.45	2561.18	3291.45	2561.18
Other Income	11.29	14.04	11.29	14.04
Total Income	3320.74	2575.22	3320.74	2575.22
Less: Total Expenses before Depreciation, Finance Cost and Tax	3092	2260.09	3092.02	2260.13
Profit before Depreciation, Finance Cost and Tax	**210.74**	**315.13**	**210.72**	**315.09**
Less: Depreciation	19.03	41.75	19.03	41.75
Less: Finance Cost	32.25	41..34	32.25	41.34
Profit Before Prior Period Items and Tax	**159.46**	**232.04**	**159.44**	**232.00**
Prior Period Items	-	-	-	-
Less: Current Tax	41.34	50.60	41.34	50.60
Less: Deferred tax Liability (Asset)	(2.03)	(1.73)	(2.03)	(1.73)
Less: Income Tax Prior period	0.35	(2.16)	0.35	(2.16)
Profit After Tax	**119.80**	**185.33**	**119.78**	**185.29**

BUSINESS OVERVIEW:

Financial Performance on Standalone Basis:

- During the financial year 2025-26, the Company recorded revenue from operations of ₹ 3291.45 million, as compared to ₹ 2561.18 million in the previous financial year 2024-25, registering a robust growth of 28.5%. This significant increase reflects the Company's continued focus on strengthening its core operations, expanding its market presence, and driving sustainable growth.

- The Company reported a Net Profit After Tax of ₹ 119.80 million for the year under review, compared to ₹ 185.33 million in the financial year 2024-25.

- The substantial increase in profitability is primarily attributed to higher operational revenues, improved operational efficiency, and better cost management across the business. The results underline the Company's strong financial discipline and its ability to capitalize on emerging opportunities in a dynamic business environment.

Financial Performance on Consolidate Basis:

The Consolidated Financial Statements presented by your Company include the financial results of following Subsidiary Company:

• Mehta Mechatronix Private Limited

Mehta Mechatronix Private Limited was incorporated on February 24, 2024, and accordingly, the consolidated financial results include the financial performance of the subsidiary from the date of its incorporation.

The consolidated financial statements for the financial year 2025-26 have been prepared in accordance with the applicable provisions of the Companies Act, 2013, the prescribed Accounting Standards (AS). These statements form an integral part of this Annual Report.

During the year under review, your Company achieved a Consolidated Revenue from Operations of ₹ 3291.45 million, as compared to ₹ 2561.18 million in the previous financial year, marking a significant milestone in the Group's business evolution.

The Consolidated Total Income stood at ₹ 3320.74 million for the year ended March 31, 2026, reflecting strong operational performance across entities under the Group structure.

Your Company recorded a Consolidated Net Profit After Tax of ₹ 119.78 million during the financial year 2025-26. This performance demonstrates the strength of the Company's consolidated business model and its ability to generate sustainable value for stakeholders through strategic growth and operational synergies.

DIVIDEND:

With a view to conserving resources and strengthening the financial position of the Company for future growth opportunities, the Board of Directors has not recommended any dividend for the financial year 2025-26.

During the period under review, there is no unpaid/unclaimed dividend which is required to transfer in IEPF (Investor Education and Protection Fund) as per the provisions of the Companies Act, 2013.

TRANSFER TO GENERAL RESERVE:

During the year, the Company has not apportioned any amount to other reserves. Total amount of net profit is carried to the Reserves & Surplus as shown in the Balance Sheet of the Company.

COMPANY BACKGROUND:

Your Company, Mehta Hitech Industries Limited, was originally incorporated as Mehta Cad Cam Systems Private Limited on June 6, 2000, under the Companies Act, 1956. On August 24, 2023, the Company was converted to a public limited company, and its name was changed to Mehta Cad Cam Systems Limited. Later, on December 12, 2023, following shareholder approval, the name was further changed to Mehta Hitech Industries Limited.

With over 26 years of industry leadership, your Company is a global manufacturer of CNC routers, Co2 and fiber laser Equipments, digital printing solutions, and CAD/CAM technologies. Our products cater to industries such as textiles, furniture, metal fabrication, signage, and packaging, among others.

Headquartered in Ahmedabad, your Company is ISO 9001:2005 certified, committed to delivering high-quality manufacturing and operational excellence. Our advanced product range includes Co2 Laser Machines, Fiber Laser Equipments, CNC Routers, and Digital Printers, all built using high-quality components sourced from globally renowned brands. Your Company remains focused on providing innovative and reliable solutions that empower customers and drive business growth.

CHANGE IN NATURE OF BUSINESS:

During the year, your Company has not changed its business or object and continues to be in the same line of business as per the main object of the Company.

SHARE CAPITAL:

During the year under review, following changes were made in the Authorized and Paid-up share capital of the Company.

AUTHORISED CAPITAL

There has been no change in the Authorised Capital of the company and it remains at Rs. 25,00,00,000/- (Rupees Twenty-Five Crore Only) divided into 2,50,00,000 (Two Crore Fifty Lakhs) equity shares of Rs. 10/- (Rupees Ten only) each.

ISSUED, SUBSCRIBED, PAID-UP CAPITAL:

As of April 01, 2025, the Company's issued, subscribed and paid-up equity share capital was: ₹ 16,80,00,000 (Rupees Sixteen Crores Eighty Lakhs) divided into 1,68,00,000 (One crore Sixty Eight Lakhs) Equity Shares of ₹10/- each.

Changes during the year:

Private placement of Equity Shares:

- The Board of Directors, in its meeting held on July 30, 2025, approved the proposal for the issuance of 8,42,500 (Eight Lakh Forty-Two Thousand Five Hundred) Equity Shares of ₹10/- each at an issue price of ₹190/- per share on a private placement basis.

  Subsequently, the members of the Company, at the Extra-Ordinary General Meeting held on August 01, 2025, approved the said private placement by passing a Special Resolution.

Thereafter, upon receipt of the subscription amounts from the respective allottees, the Board of Directors, in its meeting held on August 13, 2025, approved the allotment of 8,03,025 (Eight Lakh Three Thousand Twenty-Five) Equity Shares to the eligible investors under the private placement.

Private placement of Equity Shares

- The Board of Directors, in its meeting held on September 09, 2025, approved the proposal for the issuance of 52,632 (Fifty-Two Thousand Six Hundred Thirty-Two) Equity Shares of ₹10/- each at an issue price of ₹190/- per share on a private placement basis.

  Subsequently, the members of the Company, at the Extra-Ordinary General Meeting held on September 11, 2025, approved the said private placement by passing a Special Resolution.

Thereafter, upon receipt of the subscription amounts from the respective allottees, the Board of Directors, in its meeting held on September 16, 2025, approved the allotment of 52,632 (Fifty-Two Thousand Six Hundred Thirty-Two) Equity Shares to the eligible investors under the private placement.

The present issued, Subscribed and Paid-up Share Capital of the Company is Rs. 17,65,56,570 /- (Rupees Seventeen Crore Sixty-Five Lakhs Fifty-Six Thousand Five Hundred Seventy Only) divided into 1,76,55,657 (One crore Seventy-six Lakh Fifty-Five Thousand Six Hundred Fifty-Seven) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Constitution of Board

As of March 31, 2026, your Company's Board had 6 (Six) directors comprising of 2 (Two) Executive Directors, 1 (one) Non-Executive Non-Independent Director and 3 (Three) Non-Executive Independent Directors. The details of Board and Committee composition, tenure of Directors, and other details are as mentioned herewith.

Name of Director	Designation	Date of Appointment at current designation	Total Directorships in other companies [2]	No. of committee in which Director is a member[1]	No. of committee in which Director is Chairman	No. of Shares held as on March 31, 2026
Shailesh Narayanchand Mehta	Chairman and Managing Director	January 06, 2025	3	1	1	32,42,176
Sangita Mehta	Non-Executive Non-Independent Director	January 06, 2025	1	1	-	54,93,740
Raj Shailesh Mehta	Whole Time Director	April 09, 2025	3	1	-	2,52,000
Tanmay Rajendrakumar Mehta	Non-Executive Independent Director	January 06, 2025	3	4	5	-
Marmik Girishbhai Shah	Non-Executive Independent Director	January 06, 2025	2	2	1	-
Rushabh Anilkumar Shah	Non-Executive Independent Director	September 09, 2025	5	11	8	-

1 Committee includes Audit Committee, and Shareholders' Grievances Committee across all Public Companies including our Company according to Regulation 26 of Listing Regulations
2 excluding Section 8 Company, Struck off Company, Amalgamated Company and LLPs

The composition of Board complies with the requirements of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Changes in Board Composition during the financial year 2025-26 and up to the date of this report is furnished below:

a) Appointment of Directors and KMP during the financial year 2025-26-

Sr. No.	Name of Directors/KMP	Particulars	Date of Board/General Meeting	Date of Cessation
1.	Mr. Raj Shailesh Mehta (DIN: 08994714)	Shareholders approved Change in Designation of Mr. Raj Shailesh Mehta from Executive Director to **Whole Time Director** w.e.f. April 09, 2025 for a period of 5 years in their Extra Ordinary General Meeting	April 09, 2025 (Extra Ordinary General Meeting)	-
2.	Mr. Rushabh Anilkumar Shah (DIN: 09012222)	Board has approved appointment as **Additional Non-Executive Independent Director** W.e.f. September 09, 2025	September 09, 2025 (Board Meeting)	-
3.	Mr. Rushabh Anilkumar Shah (DIN: 09012222)	Shareholders approved the regularization of **Non-Executive Independent Director** of the company in their Extra Ordinary General Meeting held on September 11, 2025	September 11, 2025 (Extra Ordinary General Meeting)	-

b) Appointment/Cessation/Changes of Directors/KMP after closure of the financial year:

No changes occurred in the board's composition after closure of the financial year.

Key Managerial Personnel

In accordance with the provisions of Section 203 of the Companies Act, 2013, the following individuals served as Key Managerial Personnel (KMP) of the Company during the financial year 2025–26:

Sr. No.	Name of Directors/KMP	Designation
1.	Mr. Shailesh Narayanchand Mehta (DIN:00994497)	Managing Director
1.	Mr. Raj Shailesh Mehta (DIN: 08994714)	Whole Time Director
2.	Ms. Namrta Goyal	Company Secretary and Compliance Officer
3.	Mr. Deep Bharatbhai Aaditya	Chief Financial Officer

INFORMATION ON DIRECTORATE:

Re-appointment of director(s) retiring by rotation:

In accordance with the provisions of Section 152 of the Act, read with rules made thereunder and the Articles of Association of your Company, Mr. Shailesh Narayanchand Mehta (DIN:00994497) is liable to retire by rotation at the ensuing AGM and being eligible, offers himself for re-appointment.

The Board, on the recommendation of Nomination and Remuneration Committee (NRC) of the Company, recommends the re-appointment of Mr. Shailesh Narayanchand Mehta (DIN:00994497).

The brief profile and other requisite details of the Directors proposed to be re-appointed, as required under Secretarial Standard-2 ("SS-2") on General Meetings and Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are provided in the Notice convening the ensuing AGM and form part of this Annual Report.

DISCLOSURE BY DIRECTORS:

The Directors on the Board have submitted notice of interest under Section 184(1) of the Companies Act, 2013 i.e. in Form MBP-1, intimation under Section 164(2) of the Companies Act, 2013 i.e. in Form DIR 8 and declaration as to compliance with the Code of Conduct of the Company.

INDEPENDENT DIRECTORS:

The Company has received necessary declaration from each Independent Director under Section 149 (7) of the act that they meet the criteria of independence laid down in Section 149 (6) of the Act. Further, all the Independent Directors of the Company have registered themselves in the Independent Director Data Bank. In the opinion of the Board, all our Independent Directors possess requisite qualifications, experience, expertise including the Proficiency and hold high standards of integrity for the purpose of Rule 8(5) (iiia) of the Companies (Accounts) Rules, 2014.

A separate meeting of Independent Directors was held on March 23, 2026 to review the performance of Non-Independent Directors and Board as whole and performance of Chairperson of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board.

CHANGE IN REGISTERED OFFICE:

During the year under review, there was no change in Registered Office of the Company.

FORMAL EVALUATION OF THE BOARD, ITS ACTIVITIES AND OF INDIVIDUAL DIRECTOR:

In terms of the provisions of Rule 8(4) of the Companies (Accounts) Rules, 2014, every listed company and every other public company having a paid-up share capital of ₹ 25 crore or more is required to include in its Board's Report a statement indicating the manner of formal annual evaluation made by the Board of its own performance, that of its committees, and of individual directors.

Since the paid-up share capital of the Company is below ₹ 25 crore, the said provision is not applicable to the Company. Accordingly, the requirement of including a statement on formal annual evaluation of the Board, its committees and individual Directors do not apply for the financial year under review.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

a) In preparation of annual accounts for the year ended March 31, 2026, the applicable accounting standards have been followed and that no material departures have been made from the same;
b) The Directors 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 or loss of the Company for that year;
c) The Directors 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;
d) The Directors had prepared the annual accounts for the year ended March 31, 2026 on going concern basis.
e) The Directors had laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

BOARD MEETING:

The Board of the Company meets regularly to discuss various business opportunities. Additional meetings are convened as and when required to deliberate and decide on business policies, strategies, and other matters concerning the Company.

During the year under review, the Board of Directors of the Company met Sixteen (16) times, as detailed below:

April 07, 2025; 15 May 2025; 11 June 2025; 30 July 2025; 13 August 2025; 01 September 2025; 09 September 2025; 16 September 2025; 17 September 2025; 19 September 2025; 10 November 2025; 17 December 2025; 28 December 2025; 30 December 2025; 10 February 2026; 23 March 2026.

The gap between two consecutive meetings was not more than 120 (one hundred twenty) days as provided in section 173 of the Act.

The details of attendance of each Director at the Board Meetings are given as below:

Name of Director	Date of Original Appointment	Date of Cessation	Number of Board Meetings Eligible to attend	Number of Board Meetings attended
Shailesh Narayanchand Mehta	June 06, 2000	-	16	16
Sangita Mehta	June 06, 2000	-	16	11
Raj Shailesh Mehta	July 15, 2023	-	16	16
Tanmay Rajendrakumar Mehta	January 06, 2025	-	16	11
Marmik Girishbhai Shah	January 06, 2025	-	16	11
Rushabh Anilkumar Shah	September 09, 2025	-	9	7

GENERAL MEETINGS:

During the year under review, the following General Meetings were held, the details of which are given as under:

Sr. No.	Type of General Meeting	Date of General Meeting
1.	Extra Ordinary General Meeting	April 09, 2025
2.	Extra Ordinary General Meeting	August 01, 2025
3.	Extra Ordinary General Meeting	September 11, 2025
4.	Extra Ordinary General Meeting	September 18, 2025
5.	Annual General Meeting	September 30, 2025
6.	Extra Ordinary General Meeting	December 18, 2025

COMMITTEES OF BOARD

The Board of Directors, in line with the requirement of the act, has formed various committees, details of which are given hereunder.

A. Audit Committee:

In compliance with Section 177 of the Companies Act, 2013, the Board of Directors of the Company constituted the Audit Committee during its meeting held on Monday, January 06, 2025 which was further reconstituted on Wednesday, September 17, 2025. The committee is tasked with overseeing the financial reporting process, ensuring regulatory compliance, and evaluating the effectiveness of the company's internal controls.

During the year under review, Board of Directors of the Company met 5 (Five) times as on 01 September 2025; 09 September 2025; 19 September 2025; 30 December 2025; 10 February 2026.

The composition of the committee is as follows:

Before Re-constitution:

Name of Director	Designation on the Board of the Company	Designation in the Committee
Marmik Girishbhai Shah	Independent Director	Chairperson
Tanmay Rajendrakumar Mehta	Independent Director	Member
Shailesh Narayanchand Mehta	Chairman & Managing Director	Member

After Re-constitution:

Name of Director	Designation on the Board of the Company	Designation in the Committee
Marmik Girishbhai Shah	Independent Director	Chairperson
Tanmay Rajendrakumar Mehta	Independent Director	Member
Shailesh Narayanchand Mehta	Chairman & Managing Director	Member
Rushabh Anilkumar Shah	Independent Director	Member

The attendance of the members of the audit committee is as follows:

Before re-constitution

Name of Director	Designation on the Board of the Company	Designation in the Committee	Number of meetings held in the year 2025-26	
			Eligible to attend	Attended
Marmik Girishbhai Shah	Independent Director	Chairperson	2	2
Tanmay Rajendrakumar Mehta	Independent Director	Member	2	2
Shailesh Narayanchand Mehta	Chairman & Managing Director	Member	2	2

After Re-constitution:

Name of Director	Designation on the Board of the Company	Designation in the Committee	Number of meetings held in the year 2025-26	
			Eligible to attend	Eligible to attend
Marmik Girishbhai Shah	Independent Director	Chairperson	3	3
Tanmay Rajendrakumar Mehta	Independent Director	Member	3	3
Shailesh Narayanchand Mehta	Chairman & Managing Director	Member	3	3
Rushabh Anilkumar Shah	Independent Director	Member	3	2

The Statutory Auditors of the Company are invited in the meeting of the Committee wherever requires as well as Company Secretary and Chief Financial Officer of the Company are regular invitees at the Meeting.

Recommendations of Audit Committee, wherever/whenever given, have been accepted by the Board of Directors.

VIGIL MECHANISM:

The Company has established a vigil mechanism and accordingly framed a Whistle Blower Policy. The policy enables the employees to report to the management instances of unethical behaviour actual or suspected fraud or violation of Company's Code of Conduct.

Further the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provide for adequate safeguards against victimization of the Whistle Blower who avails of such mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases. The functioning of vigil mechanism is reviewed by the Audit Committee from time to time. None of the Whistle blowers has been denied access to the Audit Committee of the Board. The Whistle Blower Policy of the Company is available on the website of the Company https://mehtaindia.com/wp-content/uploads/2025/10/2.-Vigil-Mechanisam-Whistle-Blower-Policy.pdf
During the year under review, no complaint was received and/ or pending under the Vigil Mechanism/ Whistle Blower Policy of the Company.

B. Stakeholder's Relationship Committee:

In compliance with Section 178 of the Companies Act, 2013, the Board of Directors of the Company constituted the Stakeholder's Relationship Committee in their meeting held on Monday, January 06, 2025 which was reconstituted on Wednesday, September 17, 2025. The committee is responsible for overseeing the company's processes related to the handling of stakeholder grievances, including shareholders, investors, and other stakeholders, and ensuring that their rights are protected in accordance with the law.
The composition of the committee is as follows:

Before Re-constitution:

Name of Director	Designation on the Board of the Company	Designation in the Committee
Tanmay Rajendrakumar Mehta	Independent Director	Chairperson
Marmik Girishbhai Shah	Independent Director	Member
Raj Shailesh Mehta	Whole Time Director	Member

After Re-constitution:

Name of Director	Designation on the Board of the Company	Designation in the Committee
Tanmay Rajendrakumar Mehta	Independent Director	Chairperson
Marmik Girishbhai Shah	Independent Director	Member
Rushabh Anilkumar Shah	Independent Director	Member
Raj Shailesh Mehta	Whole Time Director	Member

During the year under review, one meeting of the Stakeholder's Relationship Committee was held on 15th January 2026.

The attendance of the members of the Stakeholder's Relationship Committee is as follows:

Name of Director	Designation on the Board of the Company	Designation in the Committee	Number of meetings held in the year 2025-26	
			Eligible to attend	Eligible to attend
Tanmay Rajendrakumar Mehta	Independent Director	Chairperson	1	1
Marmik Girishbhai Shah	Independent Director	Member	1	1
Raj Shailesh Mehta	Whole Time Director	Member	1	0
Rushabh Anilkumar Shah	Independent Director	Member	1	1

The Statutory Auditors of the Company are invited in the meeting of the Committee wherever requires as well as Company Secretary and Chief Financial Officer of the Company are regular invitees at the Meeting.

C. Nomination and Remuneration Committee:

In compliance with Section 178 of the Companies Act, 2013, the Board of Directors of the company, constituted the Nomination and Remuneration Committee in their meeting held on Monday, January 06, 2025 which was further reconstituted on Wednesday, September 17, 2025. The committee is responsible for formulating policies related to the appointment, remuneration, and evaluation of directors, key managerial personnel, and senior management, as well as ensuring that the company's compensation structure is in line with the best interests of the company and its stakeholders.

The composition of the Nomination and Remuneration Committee is as follows; further, During the year under review, Nomination and Remuneration Committee met 3(Three) times, i.e., on September 09 2025, September 19, 2025 and March 23, 2026. The composition & attendance of the Nomination and Remuneration Committee are as given below:

The composition of the committee is as follows:

Before Re-constitution:

Name of Director	Designation on the Board of the Company	Designation in the Committee
Tanmay Rajendrakumar Mehta	Independent Director	Chairperson
Marmik Girishbhai Shah	Independent Director	Member
Sangita Mehta	Non Executive Non Independent Director	Member

After Re-constitution:

Name of Director	Designation on the Board of the Company	Designation in the Committee
Tanmay Rajendrakumar Mehta	Independent Director	Chairperson
Marmik Girishbhai Shah	Independent Director	Member
Sangita Mehta	Non Executive Non Independent Director	Member
Rushabh Anilkumar Shah	Independent Director	Member

The attendance of the meeting is as follows:

Before reconstitution

Name of Director	Designation on the Board of the Company	Designation in the Committee	Number of Meetings During the Financial Year 2025-26	
			Eligible to Attend	Attended
Tanmay Rajendrakumar Mehta	Independent Director	Chairperson	1	1
Marmik Girishbhai Shah	Independent Director	Member	1	1
Sangita Mehta	Non-Executive Director	Member	1	1

After re-constitution

Name of Director	Designation on the Board of the Company	Designation in the Committee	Number of Meetings During the Financial Year 2025-26	
			Eligible to Attend	Attended
Tanmay Rajendrakumar Mehta	Independent Director	Chairperson	2	2
Marmik Girishbhai Shah	Independent Director	Member	2	2
Sangita Mehta	Non-Executive Director	Member	2	2
Rushabh Anilkumar Shah	Independent Director	Member	2	1

Nomination and Remuneration Policy:

Nomination and Remuneration Policy in the Company is designed to create a high-performance culture. It enables the Company to attract motivated and retained manpower in competitive market, and to harmonize the aspirations of human resources consistent with the goals of the Company. The Company pays remuneration by way of salary, benefits, perquisites and allowances to its Executive Directors and Key Managerial Personnel. Annual increments are decided by the Nomination and Remuneration Committee within the salary scale approved by the members and are effective from April 1stof each year.

The Nomination and Remuneration Policy, as adopted by the Board of Directors, is placed on the website of the Company at https://mehtaindia.com/wp-content/uploads/2025/10/6.-Nomination-and-Remuneration-Policy.pdf

Remuneration of Director:

The details of remuneration paid during the financial year 2025-26 to directors of the Company provided in the financials of the company as well as in Form MGT-7 which will be available at website of the Company, i.e. https://mehtaindia.com/investor-relations/

D. Corporate Social Responsibility Committee:

Pursuant to Section 135 of Companies Act, 2013, the Company has constituted Corporate Social Responsibility Committee ("The CSR Committee") w.e.f. September 17, 2025 with object to recommend the Board a Policy on Corporate Social Responsibility and amount to be spent towards Corporate Social Responsibility. The CSR Committee is

responsible for indicating the activities to be undertaken by the Company, monitoring the implementation of the framework of the CSR Policy and recommending the amount to be spent on CSR activities.

The composition of the Corporate Social Responsibility Committee is as follows:

Name of Director	DIN	Designation on the Board of the Company	Designation in the Committee
Shailesh Narayanchand Mehta	00994497	Chairman and Managing Director	Chairperson
Raj Shailesh Mehta	08994714	Whole-time Director	Member
Rushabh Anilkumar Shah	09012222	Independent Director	Member

During the year under review, there was one meeting of the Corporate Social Responsibility Committee held on September 19, 2025, where all the members were attendees of the meeting.

E. IPO Committee:

During the Financial year and in line with the Company's plans for the proposed Initial Public Offering (IPO) of Mehta Hitech Industries Limited, the IPO Committee was constituted by the Board of Directors in their meeting held on September 17, 2025. The committee was formed to oversee and manage various legal, statutory, and procedural formalities required for the IPO, including the appointment of intermediaries, filing of necessary documents with the Securities and Exchange Board of India (SEBI) and the relevant stock exchanges, and ensuring compliance with applicable laws.

The composition of the IPO Committee is as follows:

Name of Director	DIN	Designation on the Board of the Company	Designation in the Committee
Shailesh Narayanchand Mehta	00994497	Chairman & Managing Director	Chairperson
Sangita Mehta	00994441	Non-Executive Director	Member
Raj Shailesh Mehta	08994714	Whole Time Director	Member

Ms. Namrta Goyal, the Company Secretary and Compliance Officer, remains a regular invitee to the committee meetings.

The IPO Committee is authorized to carry out a wide range of activities in connection with the proposed IPO, including negotiating and finalizing agreements, filing the Draft Red Herring Prospectus (DRHP), managing IPO-related processes, and engaging with various statutory and regulatory authorities. The committee will also oversee the appointment of necessary intermediaries, such as book-running lead managers (BRLMs), underwriters, and other parties essential to the IPO process.

PUBLIC DEPOSIT:

The company has not accepted any deposits from the public. Hence, the directives issued by the Reserve Bank of India & the Provision of Section 73 to 76 of the Company Act, 2013 or any other relevant provisions of the Act and the Rules there under are not applicable.

PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS & SECURITY:

Details of Loans, Guarantees, Investments and Security covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statement.

ANNUAL RETURN:

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the copy of Annual Return will be available on the Company's website on https://mehtaindia.com/investor-relations/

INFORMATION ON SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES:

Your company has the following mentioned Subsidiary Company as on the closure of financial year 2025-26.

Sr. No.	Name of Company	Address of Registered Office	Nature of Business
1.	Mehta Mechatronix Private Limited	4 & 5, Sumel Complex, Nr Tej Motors, SG Highway, Bodakdev, Ahmedabad, Ahmadabad City, Gujarat, India, 380054	Manufacture of other general-purpose machinery to carry on the business of manufacturers, importers, exporters, traders, distributors, processors, converters of CNC and Digital Printers, Co2 Laser, Fiber Laser, Laser Cutting Equipment, CNC Router and end users to connect and explore the latest innovations in the field technology.

Further, your Company have Following Associate Companies as on March 31, 2026.

- Mehta Expai Private Limited;
- Mehta Softech Private Limited.

However, your Company does not have Joint Venture as on March 31, 2026:

In accordance with Section 129(3) of the Companies Act, 2013, a statement containing salient features of the financial statements of the subsidiary companies/ Joint ventures, in Form AOC-1 is annexed to this Report as **Annexure "A"**.

During the year, the Board of Directors reviewed the affairs of the Subsidiary and Associates. In accordance with Section 129(3) of Companies Act, 2013, Consolidated Financial Statements of your Company and all its subsidiaries in accordance with the relevant accounting standards have been prepared which forms part of the Annual Report.

TRANSACTIONS WITH RELATED PARTIES:

All the Related Party Transactions entered into during the financial year were on an Arm's Length basis and in the Ordinary Course of Business. Further, the company has also obtained approval from its shareholders in its previous General Meetings for entering into certain transactions with the related parties for an amount not exceeding the limits as specified under the Act, as amended from time to time.

Accordingly, the disclosure of particulars of contracts or arrangements with related parties in Form AOC-2, as required under Section 134(3)(h) of the Companies Act, 2013, is not applicable.

The details of the related party transactions for the financial year 2025-26 is given in notes of the financial statements which is part of Annual Report.

The Policy on Related Party Transactions as approved by the Board of Directors is available on the website of the Company at
https://mehtaindia.com/wp-content/uploads/2025/10/8.-Related-Party-Transaction-Policy.pdf

MATERIAL CHANGES AND COMMITMENT:

There are no material changes and commitments, affecting the financial position of the Company, have occurred between the end of financial year of the Company i.e. March 31, 2026 to the date of this Report.

SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

To foster a positive workplace environment, free from harassment of any nature, we have institutionalized the Anti-Sexual Harassment Initiative (ASHI) framework, through which we address complaints of sexual harassment at all the workplaces of the Company. Our policy assures discretion and guarantees non-retaliation to complainants. We follow a gender-neutral approach in handling complaints of sexual harassment and we are compliant with the law of the land where we operate. The Company has set up an Internal Complaints Committee (ICC) for redressal of Complaints.

During the financial year 2025-26, the Company has received nil complaints on sexual harassment, out of which nil complaints have been disposed off and nil complaints remained pending as of March 31, 2026. The Policy on Anti Sexual Harassment as approved by the Board of Directors is available on the website of the Company at https://mehtaindia.com/wp-content/uploads/2025/10/18.-Anti-Sexual-Harassment-Policy.pdf

COMPLIANCE TO THE PROVISIONS RELATING TO THE MATERNITY BENEFITS ACT, 1961:

The company is in Compliance with the Maternity Benefit Act, 1961. There is only one case of maternity benefit been claimed during the year.

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

No such instances occurred during the financial year.

RISK MANAGEMENT:

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process is in place. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate it. The mechanism works on the principles of probability of occurrence and impact, if triggered. A detailed exercise is being carried out to identify, evaluate, monitor and manage both business and non-business risks.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

A. Conservation of energy –

i. **The steps taken or impact on conservation of energy:**
Company ensures that the operations are conducted in a manner whereby optimum utilization and maximum possiblesavings of energy is achieved.

ii. **The steps taken by the Company for utilizing alternate sources of energy:**
No alternate source has been adopted.

iii. **The capital investment on energy conservation equipment:** No specific investment has been made in reduction in energy consumption.

B. Technology absorption –

i. **The effort made towards technology absorption:** Nil

ii. **The benefit 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: Nil.
b) The year of import: Nil
c) Whether the technology has been fully absorbed: Nil
d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Nil
e) The expenditure incurred on Research and Development: Nil
f) Foreign Exchange Earnings & Expenditure:

(Rs. in Millions)

Sr. No.	Particulars	F.Y. 2025-26	F.Y. 2024-25
1	Foreign Exchange Earnings	104.94	110.76
2	Foreign Exchange Expenditure	939.63	621.12

COMPLIANCE WITH THE PROVISIONS OF SECRETARIAL STANDARD 1 AND SECRETARIAL STANDARD 2:

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively. During the year under review, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India, New Delhi.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has in place adequate internal financial controls with reference to financial statements. The internal financial controls with reference to the Financial Statements are adequate in the opinion of the Board of Directors. Also, the Company has a proper system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that transactions are authorized, recorded and reported correctly.

During the Financial Year 2025-26, such controls were tested and no reportable material weakness in the design or operation was observed.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

As per the provisions of Section 135(1) of the Companies Act, 2013, the net profit of the Company for the financial year ended March 31, 2026, exceeds ₹ 5.00 crore. Accordingly, the provisions relating to Corporate Social Responsibility (CSR) are applicable to the Company.

However, in accordance with Section 135(9) of the Companies Act, 2013, since the total CSR expenditure obligation of the Company during the financial year is less than ₹50 lakh and there are no unspent CSR funds lying in the Unspent CSR Account as per Section 135(6), the constitution of a separate CSR Committee is not mandatory. Nonetheless, the Company has voluntarily constituted a CSR Committee to ensure that its CSR activities are well-governed and align with the objectives set forth in the CSR Policy. The details of this Committee and its functioning are included in the Annual Report as **Annexure B.**

The Board of Directors has approved the Corporate Social Responsibility Policy at its meeting held on September 17, 2025.

The policy outlines the Company's approach toward undertaking CSR initiatives in line with its commitment to contribute meaningfully to society. The same is available on the Company's website at:https://mehtaindia.com/wp-content/uploads/2025/10/1.-Corporate-Social-Responsibility-Policy_.pdf

The Annual Report on Corporate Social Responsibility pursuant to Clause (o) of Sub-Section 3 of Section 134 of the Act, Section 135 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed as **Annexure B**.

The Company remains committed to its social responsibilities and will continue to undertake CSR initiatives that create a positive impact on the community and environment.

The Chief Financial Officer of your Company has certified that CSR spends of your Company for FY25-26 have been utilized for the purpose and in the manner approved by the Board of your Company.

STATUTORY AUDITOR AND THEIR REPORT:

Pursuant to the provision of Section 139 of the companies act, 2013, read with rules made thereunder, M/s. Talati & Talati LLP, Chartered Accountants (FRN: 110758W/ W100377), Ahmedabad, were appointed as the Statutory Auditors of the Company in the Annual General Meeting held on September 30, 2025, to hold office till conclusion of the Annual General Meeting to be held for FY 2029-30.

The Notes to the financial statements referred to in the Auditors Report are self-explanatory and therefore do not call for any comments under Section 134 of the Companies Act, 2013. The Auditors' Report is enclosed with the financial statements in this Annual Report.

There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

SECRETARIAL AUDITOR AND THEIR REPORT:

In accordance with the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors appointed M/s. SCS & Co. LLP, Practicing Company Secretaries, Ahmedabad, (Firm Registration No. L2020GJ008700, Peer Review No. 5333/2023) to conduct secretarial audit of the Company for the year ended March 31, 2026. The Report of the Secretarial Auditor for Financial Year 2025-26 is Annexed herewith as Annexure C. The report of Secretarial Audit does not contain any qualification, reservations, or adverse remarks or disclaimer except:

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary	Management Reply
i.	Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, read with Regulation 4(1) of the Foreign Exchange Management (Mode of Payment and Reporting of Non-Debt Instruments) Regulations, 2019, issued under the Foreign Exchange	Non-filing / Failure to file Form FC-GPR on the RBI's FIRMS portal within the prescribed statutory period of 30 days from the date of allotment of equity shares issued on a preferential basis to a Non-Resident Indian (NRI) allottee.	During the audit period under review, the Company undertook a preferential issue and allotted equity shares to allottees including a Non-Resident Indian (NRI). Pursuant to the law the Company was required to file Form FC-GPR on the Foreign Investment Reporting and Management System (FIRMS) portal of the Reserve Bank of India within 30 days from the date of allotment of the said equity shares. However, the Company filed the form in the	The Company had filed Form FC-GPR on the FIRMS portal during FY 2025-26. The form was subsequently subject to certain queries and rejections by the Reserve Bank of India, requiring clarifications and resubmissions which resulted in a delay in obtaining approval. The form was finally approved by the RBI during FY 2026-27. The Company has taken note of the observation and shall ensure timely compliance with applicable regulatory requirements in

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary	Management Reply
	Management Act, 1999 (FEMA)		current financial year i.e. 2026-27 and the same was approved by RBI.	future.

Pursuant to the provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014), the Board based on the recommendation of the Audit Committee, approved appointment of M/s SCS & Co. LLP, Company Secretaries, a peer reviewed firm of Company Secretaries in Practice as Secretarial Auditors of the Company for a period of five years, i.e., from April 1, 2026 to March 31, 2031, subject to approval of the Shareholders of the Company at the ensuing AGM. . M/s. SCS and Co. LLP have provided their consent to act as the Secretarial Auditors of the Company and have confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act.

The Board recommends that the proposed resolution regarding the appointment of the Secretarial Auditors be passed by the requisite majority at the ensuing AGM.

INTERNAL AUDITOR:

Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, M/s. M D Shah & Associates, Chartered Accountants (FRN: 144593W) was appointed by the Board on the recommendation of audit committee as internal auditor for the FY 2025-26 for the purpose of maintaining proper and adequate internal financial control.

They have conducted periodic internal audits of various operational and financial functions and submitted their reports to the Audit Committee and the Board. Their observations and recommendations have helped strengthen the internal control systems and ensure compliance.

REPORTING OF FRAUD:

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

COST RECORDS AND COST AUDITORS:

Pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder, the Board of Directors of your Company, in their meeting held on September 09, 2025, appointed M/s. Maulin Shah and Associates, Cost Accountants (Firm Registration No.: 101527) as the Cost Auditor of the Company to audit the cost records for the financial year 2025-26.

M/s. Maulin Shah and Associates, have confirmed that they are free from disqualification specified under Section 141(3) and proviso to Section 148(3) read with Section 141(4) of the Act and that their appointment meets the requirements of Section 141(3) (g) of the Act. They have further confirmed their independent status and an arm's length relationship with the Company.

Further, as per Section 148 of the Companies Act, 2013, the remuneration payable to the Cost Auditor is required to be ratified at the ensuing Annual General Meeting. Your Company has maintained cost accounts and records in accordance with provisions of Section 148 of the Companies Act, 2013 and rules thereof.

SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATORS INTERNAL AUDITOR:

There are no other significant/material orders passed by the Regulators, Courts, Tribunals, Statutory and quasi-judicial body impacting the going concern status of the Company and its operations in future.

CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC):

During the period under review no corporate insolvency resolution process is initiated against the company under the Insolvency and Bankruptcy Code, 2016 (IBC).

WEBSITE:

Your Company has its fully functional website https://mehtaindia.com/ which has been designed to exhibit all the relevant details about the Company. The site carries a comprehensive database of information of the Company including the Financial Results of your Company, details of Board Committees, Corporate Policies/ Codes, business activities and current affairs of your Company. All the mandatory information and disclosures as per the requirements of the Companies Act, 2013, Companies Rules, 2014 and also the non-mandatory information of Investors' interest/knowledge has been duly presented on the website of the Company.

PARTICULARS OF EMPLOYEES:

During the period under review there are no employees drawing remuneration which is in excess of the limit prescribed under Section 197 of Companies Act, 2013 read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

GENERAL DISCLOSURE

In accordance with the provisions of Section 134(3) of the Companies Act, 2013, Rule 8 of the Companies (Accounts) Rules, 2014, and other applicable provisions, your Directors confirm that all necessary disclosures have been made in this Board Report.

Your directors state that during the year under review:

1. Your Company did not issue any equity shares with differential rights as to dividend, voting or otherwise.
2. Your Company did not issue shares (including sweat equity shares) to employees of your Company under any scheme
3. No significant or material orders were passed by the regulators or courts or tribunals which could impact the going concern status and your Company's operation in future.
4. No application was made and no proceeding was pending under the Insolvency and Bankruptcy Code, 2016.
5. No one time settlement of loan was obtained from the banks or financial institutions.

6. No revisions were made in the financial statements and Directors' Report of your Company; however, for the purpose of IPO to the mainboard of NSE and BSE, company adopted Restated Financial Statements on December 28, 2025.

APPRECIATIONS AND ACKNOWLEDGEMENT:

Your directors wish to place on record their sincere appreciation for significant contributions made by the employees at all levels through their dedication, hard work and commitment during the year under review.

The Board places on record its appreciation for the support and co-operation your Company has been receiving from its suppliers, distributors, retailers, business partners and others associated with it as its trading partners. Your Company looks upon them as partners in its progress and has shared with them the rewards for growth. It will be your Company's endeavor to build and nurture strong links with the trade based on mutuality of benefits, respect for and co-operation with each other, consistent with consumer interests.

Your directors also take this opportunity to thank all Shareholders, Clients, Vendors, Banks, Government and Regulatory Authorities for their continued support.

Registered office:
Plot No. 3, Road No. 1, GIDC,
Kathwada, Ahmedabad-382430, Gujarat, India

For and on behalf of Board of Directors
Mehta Hitech Industries Limited
CIN: U72200GJ2000PLC038163

SD/-
Shailesh Narayanchand Mehta
Chairman & Managing Director
(DIN: 00994497)

SD/-
Raj Shailesh Mehta
Whole Time Director
(DIN: 08994714)

Place: Ahmedabad
Date: September 18, 2026

ANNEXURE A

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or Joint ventures

Part A: Subsidiary

(Rs. In Millions)

1. **Number of subsidiaries:** 1

Sr. No.	Particulars	Details
1.	Name of the subsidiary	Mehta Mechatronix Private Limited
2.	The date since when subsidiary was acquired	24/02/2024
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	-
4.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	N.A.
5.	Share capital	1.00
6.	Reserves & surplus	(63781)
7.	Total assets	47219.00
8.	Total Liabilities	11000.00
9.	Investments	0.00
10.	Turnover	0.00
11.	Profit before taxation	(28691)
12.	Provision for taxation	0.00
13.	Profit after taxation	(28691)
14.	Proposed Dividend	-
15.	% of shareholding	99.90 %

2. **Number of subsidiaries which are yet to commence operations:**
   Not Applicable

3. **Number of subsidiaries which have been liquidated or have ceased to be a subsidiary during the year:**
   Not Applicable

Part B: Associate and Joint Venture:

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

4. Number of Associate / Joint Venture: 2

(Rs. In Millions)

Sr. No.	Particulars	Details
1.	Name of Associate/Joint Venture	Mehta Softech Private Limited
2.	Latest audited Balance Sheet Date	31/03/2026
3.	Date on which the Associate or Joint Venture was associated or acquired	18/03/2024
4.	Shares of Associate/Joint Ventures held by the company on the year end	
A	Number	0
B	Amount of Investment in Associates/Joint Venture	0
C	Extent of Holding %	0
5.	Description of how there is significant influence	By virtue of shareholding
6.	Reason why the associate/joint venture is not consolidated	NA
7.	Net worth attributable to Shareholding as per latest audited Balance Sheet	0
8.	Profit / Loss for the year	
A	Considered in Consolidation	0
B	Not Considered in Consolidation	22.90

Sr. No.	Particulars	Details
1.	Name of Associate/Joint Venture	Mehta Expai Technologies Private Limited
2.	Latest audited Balance Sheet Date	31/03/2026
3.	Date on which the Associate or Joint Venture was associated or acquired	16/07/2018
4.	Shares of Associate/Joint Ventures held by the company on the year end	
A	Number	0
B	Amount of Investment in Associates/Joint Venture	0
C	Extent of Holding %	0
5.	Description of how there is significant influence	By virtue of shareholding
6.	Reason why the associate/joint venture is not consolidated	NA
7.	Net worth attributable to Shareholding as per latest audited Balance Sheet	0
8.	Profit / Loss for the year	
A	Considered in Consolidation	0
B	Not Considered in Consolidation	75.01

5. **Number of associates or joint ventures which are yet to commence operations:**
   Not Applicable

6. **Number of associates or joint ventures which have been liquidated or have ceased to be associate or joint venture during the year:**

   Not Applicable

Registered office:
Plot No. 3, Road No. 1, GIDC,
Kathwada, Ahmedabad-382430, Gujarat, India

For and on behalf of Board of Directors
Mehta Hitech Industries Limited
CIN: U72200GJ2000PLC038163

SD/-

Shailesh Narayanchand Mehta
Chairman & Managing Director
(DIN: 00994497)

SD/-

Raj Shailesh Mehta
Whole Time Director
(DIN: 08994714)

Place: Ahmedabad
Date: September 18, 2026

ANNEXURE B

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY

[Pursuant to clause (o) of Sub-Section 3 of Section 134 of the Act, Section 135 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended]

1. **A Brief outline of the Company's CSR Policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR Policy and Projects or programmes:**

   Your Company's CSR Policy is formulated in accordance with Section 135 of the Companies Act, 2013 and the CSR Rules. The Policy outlines the Company's commitment to undertake socially responsible activities in areas specified under Schedule VII, including education, healthcare, environmental sustainability, and rural development. CSR activities are monitored by the CSR Committee, which recommends projects, allocates budgets, and ensures proper implementation. The Company aims to contribute to sustainable development and spends at least 2% of the average net profits of the last three financial years on CSR activities, as required by law.

   Policy is placed on the Company's website and may be accessed at https://mehtaindia.com/wp-content/uploads/2025/10/1.-Corporate-Social-Responsibility-Policy_.pdf

2. **The Composition of CSR Committee as at March 31, 2026:**

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:			
Name	**DIN**	**Designation**	**Nature of Directorship**
Mr. Shailesh Narayanchand Mehta	00994497	Chairperson	Chairman and Managing Director
Mr. Raj Shailesh Mehta	08994714	Member	Whole-time director
Mr. Rushabh Anilkumar Shah	09012222	Member	Independent Director

3. **Web Link of the Website of the Company for Composition of CSR Committee, CSR Policy and ~~CSR Projects~~ Approved by the Board:**
   The details are available at https://mehtaindia.com/wp-content/uploads/2025/10/1.-Corporate-Social-Responsibility-Policy_.pdf

4. **Executive summary along with web-links of Impact assessment of CSR projects carried out in pursuance of Sub-rule (3) of Rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if any.**
   Not Applicable for the financial year under review.

5.

(amt. in millions)

Average net profit of the Company for last three financial years:	126.91 Millions
Two percent of average net profit of the company as per section 135(5):	2.54 Millions
Surplus arising out of CSR projects/ programmes/ activities of the previous financial years:	0.35 Millions
Amount required to be set off for the financial year:	0.016 Millions
Total CSR obligation for the financial year	2.52 Millions

6.

Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	2.52 millions
Amount spent in Administrative Overheads	-
Amount spent on Impact Assessment, if applicable	-
Total amount spent for the Financial Year [(a)+(b)+(c)]	**2.52 millions**

7.

Total Amount Spent for the Financial Year (In Rs.)	**Amount Unspent (in Rs.)**				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		**Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135 (5)**		
	Amount	**Date of Transfer**	**Name of Fund**	**Amount**	**Date of Transfer**
₹ 25,22,000	Not Applicable				

8. **Excess amount for set off, if any**

Sl. No.	**Particular**	**Amount (in Rs.)**
(i)	Two percent of average net profit of the company as per section 135(5)	25,38,301
(ii)	Total amount spent for the Financial Year	25,22,000
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	36,002.33
(v)	Amount available for set off in succeeding financial years	19,701.33

9.

(a) Details of unspent CSR amount for the preceding three financial years:

1	2	3	4	5	6		7	8
Sl. No.	**Preceding Financial Year**	**Total Amount transferred to Unspent CSR Account as per Section 135(6)**	**Balance Amount in Unspent CSR Account**	**Amount Spent in the F.Y.**	**Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135 (5)**		**Amount remaining to spent in succeeding F.Y**	**Deficiency**
					Amount	Date of Transfer		
N.A.								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year:

No capital asset was created / acquired for FY 2025-26 through CSR spent.

a)	**Date of creation or acquisition of the capital asset(s).**	:	Not Applicable
b)	**Amount of CSR spent for creation or acquisition of capital asset.**	:	Not Applicable
c)	**Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.**	:	Not Applicable
d)	**Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)**	:	Not Applicable

11. Specify the reason(s), if the company has failed to spend two percent of the average net profit as per Section 135(5):

Not Applicable

Registered office:
Plot No. 3, Road No. 1, GIDC,
Kathwada, Ahmedabad-382430, Gujarat, India

For and on behalf of Board of Directors
Mehta Hitech Industries Limited
CIN: U72200GJ2000PLC038163

SD/-
Shailesh Narayanchand Mehta
Chairman & Managing Director
(DIN: 00994497)

SD/-
Raj Shailesh Mehta
Whole Time Director
(DIN: 08994714)

Place: Ahmedabad
Date: September 18, 2026

ANNEXURE - C

SECRETARIAL AUDIT REPORT

Form No. MR-3

For the financial year ended March 31, 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and
Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Mehta Hitech Industries Limited
Plot no. 3, road no. 1, GIDC,
Kathwada, Ahmedabad- 382430

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

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

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

i. The Companies Act, 2013 ('the Act') and the rules made there under as applicable;
ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
iii. The Depositories Act,1996 and the Regulations and Bye-laws framed there under;
iv. Foreign Exchange Management Act, 1999 (FEMA) and the rules and regulations made there under to the extent of Foreign Direct Investment;
v. Revised Secretarial Standards issued by the Institute of Company Secretaries of India.

We further report that the Company is principally engaged in the business of manufacturing CO2 laser equipment, fibre laser equipment, CNC routers and digital printers. The Company's products and solutions cater to various industries, including leather, fabrics, pharmaceuticals, textiles, rubber, glass, ceramics, stone, marble, woodworking, metalworking, aerospace, automobiles and musical instrument manufacturing, amongst others.

We further report that, we have relied on the representation made by the company and its officers for system and mechanism framed by the company for compliances of the following law specifically applicable to the company: -

1. The Electricity Act, 2003 & Central Electricity Authority (CEA) Safety Regulations
2. Factories Act, 1948 (the "Factories Act")
3. Gujarat Shops and Establishments (Regulation of Employment and Conditions of Service) Act, 2019
4. The Occupational Safety, Health and Working Conditions Code, 2020
5. Code on Social Security, 2020 and other legal acts as applicable
6. Employees State Insurance Act, 1948
7. Employees Provident Fund and Miscellaneous Provisions Act, 1952
8. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
9. The Maternity Benefits Act, 1961
10. All other labour, employee and industrial laws to the extent applicable to the company.

We have relied on the representation made by the Company and its officers for system and mechanism framed by the Company for compliances of the said laws.

During the year under the report, the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above read with circulars, notifications and amended rules, regulations, standards etc. issued by the Ministry of Corporate Affairs, Securities and Exchange Board of India and such regulatory authorities for such acts, rules, regulations, standards etc. as may be applicable, from time to time issued for compliances, have been complied by the Company.

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
ii.	Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, read with Regulation 4(1) of the Foreign Exchange Management (Mode of Payment and Reporting of Non-Debt Instruments) Regulations, 2019, issued under the Foreign Exchange Management Act, 1999 (FEMA)	Non-filing / Failure to file Form FC-GPR on the RBI's FIRMS portal within the prescribed statutory period of 30 days from the date of allotment of equity shares issued on a preferential basis to a Non-Resident Indian (NRI) allottee.	During the audit period under review, the Company undertook a preferential issue and allotted equity shares to allottees including a Non-Resident Indian (NRI). Pursuant to the law the Company was required to file Form FC-GPR on the Foreign Investment Reporting and Management System (FIRMS) portal of the Reserve Bank of India within 30 days from the date of allotment of the said equity shares. However, the Company filed the form in the current financial year i.e. 2026-27 and the same was approved by RBI.

During the Period under review, provisions of the following Acts, Rules, Regulations, Guidelines, Standards, etc. were not applicable/ to the extent applicable to the Company:

i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended); **- Not applicable**
ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; **- to the extent applicable to company**

iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (as amended); - **to the extent applicable to company**

iv. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - **Not applicable**

v. The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021 (as amended); - **Not applicable**

vi. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client; - **Not applicable;** the Company is not registered as Registrar to an Issue & Share Transfer Agent.

However, the Company has appointed KFin Technologies Limited as Registrar & Share Transfer Agent as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

vii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (as amended); - **Not applicable**

viii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (as amended); - **Not applicable, and**

ix. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended - **to the extent applicable to company**

Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment and External Commercial Borrowings.

We further report that –

The Board of Directors of the Company is duly constituted with an appropriate mix of Executive, Non-Executive, and Independent Directors, as required under Section 149(4) of the Companies Act, 2013. The changes in the composition of the Board of Directors / appointment / re-appointments of Directors during the period under review were otherwise carried out in compliance with the provisions of the Act and Listing Regulations.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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.

The decisions at the meetings of the Board of Directors and Committees thereof were taken with the requisite majority and were duly recorded in the minutes of the respective meetings. No dissenting views were noted in the minutes of the meetings of the Board of Directors or Committees thereof during the period under review.

We further report that

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

We Further Report for the Period Under Review:

1. The Company filed its Draft Red Herring Prospectus ("DRHP") with the Securities and Exchange Board of India ("SEBI"), BSE Limited and National Stock Exchange of India Limited ("NSE") on December 30, 2025, in connection with the proposed Initial Public Offering ("IPO") of equity shares of the Company.

2. At the Extra-Ordinary General Meeting ("EGM") held on April 09, 2025, the following resolutions were passed:
   a. To authorise the Board of Directors to borrow money in excess of the aggregate of the paid-up share capital, free reserves and securities premium of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013;

   b. To authorise the Board of Directors to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company, or where the Company owns more than one undertaking, of the whole or substantially the whole of any such undertaking(s), pursuant to Section 180(1)(a) of the Companies Act, 2013;

   c. To grant powers to the Board of Directors under Section 186 of the Companies Act, 2013; and

   d. To approve loans, guarantees or securities under Section 185 of the Companies Act, 2013, as applicable.

3. At the meeting of the Board of Directors held on April 07, 2025, the Board approved the change in designation of Mr. Raj Mehta as Whole-time Director of the Company, which was subsequently approved by the members of the Company at the EGM held on April 09, 2025.

4. At the EGM held on August 01, 2025, based on the recommendation of the Board of Directors at its meeting held on July 30, 2025, the members approved the issue of 8,42,500 (Eight Lakh Forty-Two Thousand Five Hundred) equity shares of ₹10/- each at an issue price of ₹190/- per equity share on a preferential basis through private placement. The Board of Directors, at its meeting held on August 13, 2025, approved the allotment of 8,03,025 (Eight Lakh Three Thousand Twenty-Five) equity shares to the eligible investors pursuant to the said issue.

5. At the EGM held on September 11, 2025, based on the recommendation of the Board of Directors, the members approved the issue of 52,632 (Fifty-Two Thousand Six Hundred Thirty-Two) equity shares of ₹10/- each at an issue price of ₹190/- per equity share on a preferential basis through private placement. The Board of Directors, at its meeting held on September 16, 2025, approved the allotment of 52,632 (Fifty-Two Thousand Six Hundred Thirty-Two) equity shares to the eligible investors pursuant to the said issue.

6. Mr. Rushabh Anilkumar Shah (DIN: 09012222) was appointed as an Additional Non-Executive Independent Director at the meeting of the Board of Directors held on September 09, 2025, and was subsequently regularized as a Non-Executive Independent Director at the EGM held on September 11, 2025.

For, **SCS and Co. LLP**
Company Secretaries
Firm Registration Number: - L2020GJ008700
Peer Review Number: - 5333/2023

SD/-

Anjali Sangtani
Partner

FCS No.: 14118 **C P No.:** 23630
UDIN: F014118H001535363

Date: September 18, 2026
Place: Ahmedabad

Note: This Report is to be read with our letter of above date which is annexed as Annexure I and forms an integral part of this report.

ANNEXURE I

To,
The Members,
Mehta Hitech Industries Limited
Plot no. 3, road no. 1, GIDC,
Kathwada, Ahmedabad- 382430

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit findings.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis, on the records and documents provided by the Management of the Company, to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices followed by us 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 since the same have been subject to review by statutory financial audit and other designated professionals.
4. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to verification of procedures on test basis.
5. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For**, SCS and Co. LLP**
Company Secretaries
Firm Registration Number: - L2020GJ008700
Peer Review Number: - 5333/2023

SD/-
Anjali Sangtani
Partner
FCS No.: 14118 **C P No.:** 23630
UDIN: F014118H001535363

Date: September 18, 2026
Place: Ahmedabad