GLOBAL TECHNOCRATS LIMITED

Regd. Office: 139/140 Min Kapashera Village, South-West Delhi, Kapashera, Delhi- 110037
CIN: U51909DL1998PLC092507
Email Id: atul@globaltechnocrats.in
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DIRECTORS REPORT

To,
The Members,
GLOBAL TECHNOCRATS LIMITED

Your directors have pleasure in presenting herewith their 29th Annual Report on the business and operation of the Company together with the Audited Statements of Accounts of the Company for the year ended on 31st March, 2026.

1. FINANCIAL PERFORMANCE OF THE COMPANY

(In Lakhs)

PARTICULARS	YEAR ENDED 31ST MARCH 2026	YEAR ENDED 31ST MARCH 2025
Income for the year	9,711.78	11,319.74
Expenditure for the year excluding Depreciation and Amortization Exp.	8,873.86	9,972.89
Earnings before Tax, Depreciation and Amortization Exp.	837.92	1,346.85
Less: Depreciation and Amortization Exp.	72.92	77.66
Profit/Loss after Depreciation and Amortization Exp.	765	1269.19
Current Tax	240.00	380.00
Income tax earlier years	8.67	(1.40)
Deferred Tax	(17.27)	(3.60)
Profit & Loss after tax	613.10	982.09

VARIATION IN THE NET WORTH OF THE COMPANY

(In Rs)

PARTICULARS	31ST MARCH, 2026	31STMARCH, 2025
Paid-Up Share Capital	1,164.18	1,164.18
Add: Free Reserves	1,743.39	1,130.30
Net Worth	**2907.57**	**2294.48**

2. OPERATIONS AND STATE OF COMPANY'S AFFAIR

Global Technocrats Limited (Formerly Global Technocrats Private Limited) is a public limited company registered under the Companies Act, 1956. The Company is engaged in the business to manufacture, assemble, trade, import, export all type of engineering goods. The company is a premium player in defence technology in India.

We are specialized in Defence security solutions. The company is initiating in Defence sector with fencing products, and across the year has navigated to full assembly of hi-tech Mobile Mortar Systems. We are on-going development of Defence plant in defence

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corridor near Jhansi (Uttar Pradesh). We expect to be one of premium manufacturer of defence equipment supplier in the country.

The Company has generated revenue from operations of Rs. 9,660.77 (in lakhs) in the current financial year as compared to revenue from operation of Rs 11,301.11 (in lakhs) in previous year.

3. CHANGE IN THE NATURE OF BUSINESS

During the financial year under review, no changes have occurred in the nature of the Company's business.

4. DIVIDEND

To conserve the funds for the business of the Company including the funding for the expansion plans, your directors regret their inability to recommend any dividend for the financial period 2025-26.

5. AMOUNT TRANSFERRED TO RESERVES

No amount has been transferred to reserves during the Financial Year ended 31st March 2026.

6. SHARE CAPITAL

During the year under review, there is increase in the Authorized Capital of the company. The Authorised Share Capital of the Company as of 31st March 2026 was of Rs. 30,00,00,000/- divided into 30,00,00,000 Equity Shares of Rs.1/- each.
The paid-up share capital of the company is Rs. 11,64,17,760 divided into 8,05,96,800 shares of Rs 1/- each and 11,94,03,200 shares @Rs 1, partly paid Rs. 0.30/-per shares amounting to Rs. 3,58,20,960/.

7. SUBSIDIARY, JOINT VENTURE AND ASSOCIATES

During the Year under review, the company has no subsidiary, Joint Venture and Associate Company and therefore no details are required to be given.

8. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATED AND THE DATE OF AUDIT REPORT

No material changes and commitments affecting the financial position of the company occurred at the end of the financial year to which this financial statement relates and the date of this report.

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9. DIRECTORS

APPOINTMENT

There were no appointments of Directors in company during the year under review.

RE-APPOINTMENT

Under Section 152(6) of the Companies Act, 2013 Mr. Amrit Rai Aggarwal (DIN: 00345443) shall retire at the ensuing AGM and being eligible, seeks re-appointment. The Board recommends his appointment.

RESIGNATION

There was no resignation in the Board of Directors of the Company during the year, under review.

10. BOARD MEETINGS

Eight Board meetings were held during the year ended on 31st March 2026 on 21st April 2025, 16th June 2025, 4th July 2025, 6th September 2025, 22nd October 2025, 27th November 2025, 23rd December 2025, 09th January 2026 and 28.03.2026. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. Details of the attendance of the Directors attending the Board Meeting(s) are provided hereunder:

NAME OF THE DIRECTOR	CATEGORY	NO. OF MEETINGS ATTENDED
Atul Aggarwal	Managing Director	8
Amrit Rai Aggarwal	Director	8
Monica Aggarwal	Director	8
Vanshika Khandelwal	Independent Director	8
Milan Shrimali	Independent Director	8

MEETING: Two meetings of Independent Director were held as on 03.08.2025 and 06.02.2026 during the year under review. All members of committee were present at the Meeting of Nomination and remuneration Committee.

DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of Directors duly constituted with Mr. Atul Aggarwal (Managing Director), Mr. Amrit Rai Aggarwal (Director) and Ms. Monica Aggarwal (Director), Mr. Mahesh Gupta (CFO) and Ms. Anjali Bindal as Company secretary of the Company.

*Ms. Nupur Garg, Company Secretary of the Company, resigned from the office of Company Secretary with effect from 09 January 2026 and Ms. Anjali Bindal has been appointed as company secretary of the company as on 02.07.2026

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11. MEETINGS OF SHARESHOLDERS

During the financial year ended 31st March 2026, one Extra-Ordinary General Meeting (EGM) of the members of the Company was held on 20th December 2025.

The said EGM was convened, inter alia, for obtaining the approval of the members for increase in the Authorized Share Capital of the Company from ₹20,00,00,000 (Rupees Twenty Crore only) to ₹30,00,00,000 (Rupees Thirty Crore only),

12. MANAGERIAL/DIRECTOR REMUNERATION

During the year under review, Rs 180, 00,000 has been paid to the Director of company as director remuneration. Which may be referred to the Notes to financial assets.

13. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received the necessary declaration from each Independent Directors in accordance with Section 149(7) of the Companies Act, 2013, that he meets the criteria of independence as laid out in sub-section (6) of Section149 of the Companies Act, 2013.

14. BOARD EVALUATION

The Board of Directors have evaluated the performance of all Independent Directors, Non-Independent Directors and its Committees. The Board deliberated on various evaluation attributes for all directors and after due deliberations made an objective assessment and evaluated that all the directors in the Board have adequate expertise drawn from diverse industries and businesses and bring specific competencies relevant to the Company's business and operations. The Board found that the performance of all the Directors was quite satisfactory.

The Board also noted that the terms of reference and composition of the Committees was clearly defined. The Committee performed their duties diligently and contributed effectively to the decisions of the Board.

The functioning of the Board and its committees was quite effective. The Board evaluated its performance as a whole and was satisfied with its performance and composition of Independent and Non-Independent Directors.

15. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

The management has been highly conscious of conservation of energy at all the operational levels and efforts are made in this direction on a continuous basis

- **Conservation of Energy:**

Adequate measures have been taken to reduce energy consumption as per following details:

- Fans in the lobby and rooms will be used as and when required basis and discontinued the use of air conditioners to save the cost.
- Saving energy by using LEDs against CFL & incandescent light bulbs.
- Using capacitors to maintain power factors and to save electricity energy.

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- Technology Absorption:

Efforts made for technology absorption	:	Nil
Benefits derived	:	Nil
Expenditure on Research & Development, if any	:	Nil
Details of technology imported, if any	:	Nil

Foreign Exchange Earnings and Outgo: (21,54,000)

16. EXTRACT OF ANNUAL RETURN

Pursuant to the notification dated August 28, 2020, issued by Ministry of Corporate Affairs, the requirement to annex the Annual Return in Form MGT-9 to the Board's Report is repealed. Further, the Company is required to upload the annual return in Form MGT-7 on its website, if any. However, due to non-availability of designated website of the Company, the copy of annual report will be provided upon the request to the members.

17. CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and at arm's length price. The Disclosure of such transactions is mentioned in Form AOC-2 as Annexure-1.

18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT, 2013

There are no loans, guarantees or investments more than the limits prescribed u/s 186 of the Act.

19. INTERNAL FINANCIAL CONTROL

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

20. INFORMATION PURSUANT TO RULE-5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION) OF MANAGERIAL PERSON, RULE, 2014 OF THE COMPANIES ACT, 2013

None of the employees is received remuneration more than of the limits prescribed under Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 i.e., the Company has not employed any employee for any post that has paid remuneration more than Rs. 1,02,00,000/- per annum or more than of Rs. 8,50,000/- per month. However, Mr. Atul Aggarwal, Managing Director of the Company, drew the remuneration more than the prescribed limit as mentioned above.

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Table No.1

Name	Atul Aggarwal
Designation	Managing Director
Remuneration Received	**1,80,00,000.00**
Nature of employment, whether contractual or otherwise;	Appointed for a period of 3 Years as Managing Director of the Company (29/03/24 to 28/03/2027)
Qualifications and experience of the employee;	Post-Graduate and having Experience more than 15 Years.
Date of commencement of employment;	(29/03/2024 to 28/03/2029)
the age of such employee;	**56 Years**
the last employment held by such employee before joining the company;	N. A
Percentage of Shares held in the Company	63.74%
whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager:	1. Amrit Rai Aggarwal 2. Monica Aggarwal

21. DEPOSITS FROM PUBLIC

During the year under review, your Company has neither accepted nor renewed any deposits from public.

22. SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL

Registrar of companies, Delhi has passed order to Increase Authorized share of the company from ₹20,00,00,000 (Rupees Twenty Crore only) to ₹30,00,00,000 (Rupees Thirty Crore only).

23. AUDITORS

Statutory auditors:

The Report given by M/s D. Bhatia & Co. Chartered Accountants (Firm Registration No. 000971N), Statutory Auditors on the financial statements of the Company for the Financial year 2025-26, is part of Annual Report. The Notes on financial statements referred to in Auditor's Report are self-explanatory and do not call for any further comments. There has been no qualification, reservation or adverse remark or disclaimer in their Report on Financial Statement for F.Y. 2025-26.

Cost Auditors:

The Central Government has not prescribed maintenance of cost record for the business activity in which the Company is engaged; therefore, the provisions of Section 148 of the Companies Act, 2013 and the Companies (Cost Records and Audit) Amendment Rules, 2014 are not applicable to the Company.

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Secretarial Audit:

The Paid-up Capital of the Company is less than Rupees 50 Crore and turnover is less than Rupees 250 Crore, therefore provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 in relation to audit of secretarial and related records are not applicable to the Company.

24. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND ANNUAL GENERAL MEETINGS

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board meetings and Annual General Meetings.

25. DETAILS IN RESPECT OF FRAUD REPORTED BY AUDITORS UNDER SECTION 143(12)

No fraud has been reported by the auditor in the Company during the financial year.

26. CORPORATE SOCIAL RESPONSIBILITY

Corporate Social Responsibility (CSR) is a way of conducting business, by which corporate entities visibly contribute to the social good. The essence of CSR is to integrate economic, environmental and social objectives with the Company's operations and growth. CSR is the process by which an organization thinks about and evolves its relationships with society for the common good and demonstrates commitment by giving back to society for the resources it used to flourish by adoption of appropriate business processes and strategies.

In accordance with the provisions of section 135 of the Act read with the Companies (Corporate Social Responsibility policy) Rules, 2014, the annual report on Corporate Social Responsibility activities is given at "Annexure-2"to this Report.

The company does not require to constitute CSR Committee as per Companies Act 2013.

27. BUSINESS RISK MANAGEMENT

The Board of Directors of the Company identifies and evaluates the business risks and opportunities. The directors of the Company take proactive steps to minimize adverse impact on the business objectives and enhance the Company's competitive advantage. Presently no material risk has been identified by the directors except for general business risks, for which the Company is leveraging on their expertise and experience.



28. VIGIL MECHANISM

The provisions of Section 177(9), read with Chapter XII Rules of the Companies Act, 2013 with vigil mechanism are not applicable to the Company since it is applicable to every listed Company and other companies which accepts deposits from the public and companies which have borrowed money from the banks and public financial institutions in excess of fifty Crore rupees.

29. EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY AUDITOR IN HIS REPORT:

The audit report signed by the auditor is neither qualified nor contains any adverse remark which would affect the position of the Company in any manner hence the board is of the opinion that there are no explanations or comments or any material disclosures to be recorded in respect of the report.

30. ISSUE OF EQUITY SHARES WIH DIFFERENTIAL RIGHTS, SWEAT EQUITY, DETAILS OF ESOS

The Company has not issued any shares with differential rights, sweat equity, ESOS hence the provisions of Rule 4(4), 8(13) and 12(9) of Chapter IV Rules are not applicable to the Company.

31. DISCLOSURE PRESCRIBED IN TERMS OF SECTION 67

Section 67 of the Companies Act, 2013 imposes restrictions on purchase by Company or giving of loans by it for purchase of its shares. No Company limited by shares or by guarantee and having a share capital shall have power to buy its own shares unless the consequent reduction of share capital is affected under the provisions of this Act.
The Company has not purchased or has not given any loans for purchasing its shares and hence complied with the provisions of this section.

32. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE

The provisions of Section 177 of the Companies Act, 2013, read with Rule 6 and 7 of the Companies (Meetings of the Board and their Powers) Rules, 2013, are applicable to the Company. Hence, Company has constituted Audit Committee as per provision of section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and their Powers) Rules, 2013.

Composition of Audit Committee

Name	Designation
Mr. Milan Shrimali	Non-Executive Independent Director (Chairman)
Mrs. Monica Aggarwal	Director (Member)
Ms. Vanshika Khandelwal	Non-Executive Independent Director (Member)

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MEETING: Four meetings were held as on 05.06.2025, 06.09.2025, 05.12.2025 and 06.03.2026 during the year under review. All member of committee were present in the Meeting of audit committee.

33. DISCLOSURE OF COMPOSITION OF NOMINATION AND REMUNERATION COMMITTEE

The provisions of Section 178 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and their Powers) Rules,2013, is applicable to the Company. Hence, Company has constituted Nomination and Remuneration Committee as per the provision section 178 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and their Powers) Rules, 2013.

Composition of Nomination and Remuneration Committee

Name	Designation
Mr. Milan Shrimali	Non-Executive Independent Director (Chairman)
Mr. Amrit Rai Aggarwal	Non-Executive Director (Member)
Ms. Vanshika Khandelwal	Non-Executive Independent Director (Member)

MEETING: Two meetings were held on 05.08.2025 and 06.02.2026 during the year under review. All members of committee were present at the Meeting of Nomination and remuneration Committee.

34. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCYCODE, 2016

There is no application made or any proceeding pending under the Insolvency and Bankruptcy Code 2016.

35. NUMBER OF CASES FILED (IF ANY), AND THEIR DISPOSAL U/S 22 OF THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has constituted an **Internal Complaints Committee (ICC)** in accordance with the provisions of the **Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.**

Composition of Internal Complaints Committee

Name	Designation
Ms. Monica Aggarwal	Presiding Officer
Mr. Krishan Khanna	Member
Mr. Vijay Verma	Member
Mrs. Vanshika Khandelwal	External **Member**

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The Company has zero tolerance towards any action on the part of any of its official, which may fall under the ambit of 'Sexual Harassment' at workplace, and is fully committed to uphold and maintain the dignity of every women employee of the Company. The Company's Sexual Harassment Policy provides for protection against sexual harassment of Women at workplace and for Prevention and redressal of such complaints. During the financial year no case of Sexual Harassment were reported.
One Meeting of POSH Committee was held as on 30.03.2026.

36. THE 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 ABNKS OR FINANCIAL INTITUTION ALONG WITH THE REASON THEREOF.

No settlement is made by the company during the year under review. Therefore, this clause is not applicable to the company

37. MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER MATERNITY BENEFIT ACT 1961

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

38. DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:
a) In the preparation of the annual accounts for the financial year ended 31st March, 2026, the applicable accounting standards had been followed along with proper explanation relating to material departures;

b) The directors selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent to give a true and fair view of the state of affairs of the company as of 31st March 2026 and of the profit and loss of the Company for that period;
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 have prepared the annual accounts on a going concern basis;
e) The company being unlisted, Sec 134(3)(e) of the Companies Act, 2013 pertaining to laying down internal financial controls is not applicable to the company; 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.

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39. ACKNOWLEDGMENT

Your directors place on records their sincere appreciation for contribution made by all concerned at all levels through their dedication, hard work, work commitment and look forward to their continued support.

Date:05.09.2026
Place: Delhi

By Order of the Board
GLOBAL TECHNOCRATS LIMITED

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ATUL AGGARWAL
Manging Director/Chairman
DIN: 00302019

ANNEXURE –1

FORM NO. AOC -2
RELATED PARTY TRANSACTION

Form for disclosure of particulars of contracts/arrangements entered by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

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

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

Sl. No.	Particulars	Reply
(a)	Name(s) of the related party and nature of relationship	N.A.
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts / arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	Date(s) of approval by the Board	
(g)	Amount paid as advances, if any	
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

2. Details of material contracts or arrangements or transactions on an arm's length basis:

Sl. No.	Particulars	Reply
	PAN No.	**AADPA0683Q**
(a)	Name(s) of the related party and nature of relationship	**Monica Aggarwal (Director)**
(b)	Nature of contracts/arrangements/transactions	**Rent Paid**
(c)	Duration of the contracts / arrangements / transactions	Recurring Nature
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	**As per Board Resolution**
(e)	Date(s) of approval by the Board	**21/04/2025**
(f)	Amount paid, if any	**₹ 43,20,000**

Date: 05.09.2026
Place: Delhi

By Order of the Board
GLOBAL TECHNOCRATS LIMITED

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ATUL AGGARWAL
Manging Director/Chairman
DIN: 00302019

"Annexure-2"

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2026

1. A brief outline of the company's CSR Policy, including overview of projects or programs undertaken and a reference to the web-link to the CSR policy and projects or programs:

Corporate Social Responsibility (CSR) is a way of conducting business, by which corporate entities visibly contribute to the social good. The essence of CSR is to integrate economic, environmental, and social objectives with the company's operations and growth. CSR is the process by which an organization thinks about and evolves its relationships with society for the common good and demonstrates commitment by giving back to society for the resources it used to flourish by adoption of appropriate business processes and strategies.

2. The composition of the CSR committee: Not Applicable

3. Average net profit/loss of the company for last three financial years:
The average net Profit of the Company for the preceding three financial years was Rs. 59,37,866/-

4. Prescribed CSR expenditure (2% of the amount as in item no.3 above): 11,87,573/-

5. Details of CSR spent during the financial year : 11,90,000

(a) Total amount to be spent for the financial year : **11,87,573**
(b) Amount unspent, if any : -2427

As a socially responsible company, your Company is committed to increase its CSR impact and spend over the coming years, with its aim of playing a larger role in India's sustainable development by embedding wider economic, social, and environmental objectives.

(c) Manner in which the amount spent during the financial year is detailed below:

S. No.	CSR project or activity identified	Sector in which the project is covered	Projects or Program (a) local area or other (b) specify the state and district where projects or program was undertaken	Amount outlay (budget) project or programs wise (in Rs. Lakhs)	Amount spent on the projects or programs sub – head: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative Expenditure up to the reporting Period	Amount spent: Di or throug implemer g agency Rs. Lakhs
	Plantation and Prevention of Environment Pollution by Akashiganga Foundation	Environmental sustainability	Delhi NCR	264 Crore Approx.	1190000	1190000	RTGS

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6. In case the company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board Report:

Note: - Since the CSR was applicable to the Company from the Financial year 2025-26 onwards, the company will spend at least 11,90,000 (2% of average net profit of the company made during the three immediately preceding financial year.

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