FLORA CORPORATION LIMITED

38TH ANNUAL REPORT
2025-26

CONTENTS

CORPORATE INFORMATION

CIN: L01403TG1988PLC154725

BOARD OF DIRECTORS

1. Mr. Rajesh Gandhi -- Executive Director
2. Mr. Padamkumar Jabbarchand Gandhi -- Non-Executive-Independent Director
3. Mr. Raja Bidhania -- Non-Executive-Independent Director
4. Mrs. Inturi Bramaramba -- Non-Executive Women Director

KEY MANAGERIAL PERSONNEL

1. Mr. Rajesh Gandhi -- Whole- Time Director (WTD)
2. Mr. Rajesh Gandhi -- Chief Financial Officer (CFO)
3. Ms. Nikita Dinesh Bhatia -- Company Secretary & Compliance Officer

COMMITTEES OF THE BOARD

A. AUDIT COMMITTEE

S. No.	Name	Category of Director	Designation
1.	Mr. Padamkumar Jabbarchand Gandhi	Non-Executive, Independent Director	Chairperson
2.	Mr. Raja Bidhania Singh	Non-Executive, Independent Director	Member
3.	Mr. Rajesh Gandhi	Executive Director	Member

B. NOMINATION & REMUNERATION COMMITTEE

S. No.	Name	Category of Director	Designation
1.	Mr. Padamkumar Jabbarchand Gandhi	Non-Executive, Independent Director	Chairperson
2.	Mr. Raja Bidhania Singh	Non-Executive, Independent Director	Member
3.	Mrs. Inturi Bramaramba	Non-Executive Director	Member

C. STAKEHOLDERS RELATIONSHIP COMMITTEE

S. No.	Name	Category of Director	Designation
1.	Mr. Padamkumar Jabbarchand Gandhi	Non-Executive, Independent Director	Chairperson
2.	Mr. Raja Bidhania	Non-Executive, Independent Director	Member
3.	Mr. Rajesh Gandhi	Executive Director	Member

REGISTERED OFFICE ADDRESS

Plot No.57,
Text Book Colony, Secunderabad
Hyderabad, Telangana-500009

CORPORATE OFFICE:

H.No:14-8-346/1B,
Ground Floor, Jummerat Bazar,
Hyderabad-500012,
Telangana, India

INVESTOR MAIL-ID: csfloracorp@gmail.com

WEBSITE: www.floracorp.in

STATUTORY AUDITORS

M/s. Sapna Toshniwal & Co,
Chartered Accountant
4-1-6/B/4&5, Opp church
Tilak Road, Ramkote, Hyderabad

SECRETARIAL AUDITOR

M/s. Piyush Gandhi & Associates,
Company Secretaries,
BLOCK-D, Aditya Elite, D-101, BS Maktha Ln,
Nishat Bagh Colony, Somajiguda,
Hyderabad, Telangana 500082

INTERNAL AUDITOR

V. Singhi & Associates
Chartered Accountants
109, SMR Sartaz Plaza, Jupiter colony
Sikh Road, Secunderabad
Telangana-500009

BANKERS

State Bank of India, Hyderabad
Axis Bank, Hyderabad

LISTING

BSE Limited

REGISTRAR & SHARE TRANSFER AGENTS

Aarthi Consultants Private Limited
1-2-285, Domalguda,
Hyderabad-500 029,
Telangana, India
Ph.No. 040-27638111/27634445,
Email id: info@aarthiconsultants.com
Website: www.aarthiconsultants.com

FLORA CORPORATION LIMITED
CIN: L01403TG1988PLC154725
Registered Office: Plot No.57, Text Book Colony, Secunderabad, Hyderabad, Telangana-500009
Corporate Office: H.No:14-8-346/1B, Ground Floor, Jummerat Bazar, Hyderabad-500012, Telangana, India
Email:csfloracorp@gmail.com, Website: www.Floracorp.in, Phone:04029300300

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 38th Annual General Meeting (AGM) of the Shareholders of **FLORA CORPORATION LIMITED** (“**the Company**”) will be held on **Saturday, the 26th September, 2026 at 12:00 Noon IST** through Video Conferencing **(“VC”)**/ Other AudioVisual Means (**“OAVM”**) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements for the Financial Year ended March 31, 2026 and the reports of Board of Directors and Auditors thereon and in this regard, pass the following resolutions as Ordinary Resolution:

   “RESOLVED THAT the audited financial statements of the Company for the Financial Year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

2. To re-appoint Mrs. Inturi Bramaramba (DIN: 08117184), who retires by rotation as a Director at this Annual General Meeting and being eligible seeks re-appointment and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

   “RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, (“the Act”) Mrs. Inturi Bramaramba (DIN: 08117184), who retires by rotation at this AGM, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

For and on behalf of the Board
Flora Corporation Limited

SD/-
Rajesh Gandhi
Whole-Time Director/CFO
(DIN: 02120813)

Place: Hyderabad
Date: 02.09.2026

Important Communication to Members

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents can be sent by e-mail to its members whose email id is registered with the company. Members whose e-mail id's are not registered with the Company, shall be sent a letter by permitted mode of dispatch to their registered address, containing the web-link and the exact path through which the complete Annual Report, including the Notice of the General Meeting and other relevant documents, can be accessed on the website of the Company. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository Participants. Members who hold shares in physical form are requested to register their email address with Company's Registrar and Transfer Agents i.e., Aarthi Consultants Private Limited, 1-2-285, Domalguda, Hyderabad-500 029, Telangana, India

NOTES:

1. As per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 and the latest being General Circular No. 03/2025 dated September 22, 2025 the forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. **Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this AGM Notice.**

4. This AGM Notice is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as on 28th August, 2026.

5. The Board of Directors of the Company (the "Board") has appointed Mr. Piyush Gandhi (Membership No. 54730), Proprietor of M/s. Piyush Gandhi & Associates, Practicing Company Secretary, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

6. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting or voting during the AGM. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to piyushgandhiandassociates@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com.

7. The Member's log-in to the Video Conferencing platform using the remote e-voting credentials shall be considered for record of attendance at the AGM and such Member attending the Meeting will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

8. Since the AGM will be held through VC/OAVM, the route map is not annexed to this AGM Notice.

9. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to Remote e-voting are given in this Notice under Note No. 19. The Company will also send communication relating to Remote e-voting which inter alia would contain details about User ID and password along with a copy of this Notice to the members, separately.

10. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Aarthi Consultants Private Limited (**"RTA"**) for assistance in this regard.

11. 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., to their DPs in case the shares are held by them in electronic form and to RTA in case the shares are held by them in physical form.

12. The Securities and Exchange Board of India (SEBI) vide circular ref no. MRD/DoP/CIR-05/2007 dated April 27, 2007, made PAN the sole identification number for all participants transacting in the securities market, irrespective of the amount of transaction. In continuation of the aforesaid circular, it is hereby clarified that for securities market transactions and off market/private transactions involving transfer of shares of listed companies in physical form, it shall be mandatory for the transferee(s) to furnish a copy of their PAN card to the Company / RTAs for registration of such transfer of shares.

13. In terms of Section 72 of the Companies Act, 2013, a member of the Company may nominate a person on whom the shares held by him / her shall vest in the event of his / her death. Members desirous of availing this facility may submit nomination in prescribed Form SH - 13 to the Company / RTA, in case of shares held in physical form, and to their respective depository participant, if held in electronic form.

14. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

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

16. Members seeking any information with regard to the accounts or any matter to be placed at the AGM are requested to write to the Company on or before September 19th, 2026 through email on csfloracorp@gmail.com. The same will be replied by the Company suitably.

17. No Dividend on equity shares as recommended by the Board of Directors for the financial year ended March 31, 2026.

18. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2025-26 will

also be available on the Company's website www.floracorp.in, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.

19. Instructions for e-voting and joining the AGM are as follows:

A. VOTING THROUGH ELECTRONIC MEANS:

1. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.

2. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.

3. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date, a person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, only shall be entitled to avail the facility of Remote e-voting / Poll.

4. Any person, who becomes members of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date, may obtain the User ID and password for Remote e-voting by sending email to CDSL intimating DP ID and Client ID / Folio No. at www.evotingindia.com.

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

6. The remote e-voting facility will be available during the following period:

Commencement of remote e-voting:	**9:00 a.m. IST on Wednesday, September 23, 2026**
End of remote e-voting:	**5:00 p.m. IST on Friday, September 25, 2026**

During this period, Members holding shares either in physical form or in dematerialized form, as on **September 19, 2026 i.e. cut-off date**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

7. The Remote e-voting will not be allowed beyond the aforesaid date and time and the Remote e-voting module shall be disabled by CDSL upon expiry of aforesaid period.

8. The Scrutinizer, after scrutinizing the votes cast at the meeting (Poll) and through Remote e-voting, will, not later than 48 hours of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.Floracorp.inand on the website of CDSL at www.evotingindia.com. The results shall simultaneously be communicated to the Stock Exchanges.

9. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. September 26, 2026.

THE DETAILS OF THE PROCESS AND MANNER FOR REMOTE E-VOTING ARE EXPLAINED HEREIN BELOW:

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

2. The shareholders should log on to the e-voting website www.evotingindia.com.

3. Click on "Shareholders" module.

4. Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

   or;

   Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at https://www.cdslindia.comfrom **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

5. Next enter the Image Verification as displayed and Click on Login.

6. If you are holding shares in demat form and had logged on to www.evotingindia.comand voted on an earlier e-voting of any company, then your existing password is to be used.

7. If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	• Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

8. After entering these details appropriately, click on "SUBMIT" tab.

9. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

11. Click on the EVSN for the relevant <Company Name> on which you choose to vote.

12. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

13. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

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

15. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

16. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

17. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

18. Shareholders can also cast their vote using CDSL’s mobile app “**m-Voting”.** The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

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

2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to **Company/RTA email id**.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at https://www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

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

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

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

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

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

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

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

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

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

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

19. **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.comand register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; csfloracorp@gmail.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com,under help section or write an email to helpdesk.evoting@cdslindia.comor contact Mr. Nitin Kunder (022-23058738) or Mr. Bhavesh Pimputkar (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Mr. Bhupendra Patel, Web Information Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

For and on behalf of the Board
Flora Corporation Limited

SD/-
Rajesh Gandhi
Whole-Time Director
(DIN: 02120813)

Place: Hyderabad
Date: 02.09.2026

ANNEXURE - A

FORM FOR REGISTRATION OF EMAIL ADDRESS FOR RECEIVING DOCUMENTS / NOTICES BY ELECTRONIC MODE

To
Aarthi Consultants Private Limited
Hyderabad.

Company: Flora Corporation Limited

I agree to receive all documents / notices including the Annual Report of the Company in electronic mode. Please register my email address given below in your records for sending communication through email.

Name of Sole / First Holder : ________________________

DP ID / Client ID / Regd. Folio No. : ________________________

PAN No. : ________________________

E-mail Address : ________________________

Date:
Place: (Signature of Member)

ANNEXURE - B

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Name of the Director	**Mrs. Inturi Bramaramba**
Director Identification Number	**08117184**
Date of Birth	16/03/1967
Nationality	Indian
Date of Appointment	10/11/2020
Qualifications	Graduate
Shareholding in the Company	0
Expertise in specific functional areas	Finance and General Management
Chairmanships/ Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)	1 Company
Chairmanships/ Memberships of Committees of other Public Companies (includes only Audit Committee; and Shareholders/ Investors Grievance Committee)	Nil

*Directorships and Committee memberships in Flora Corporation Limited and its Committees are not included in the aforesaid disclosure.

For and on behalf of the Board
Flora Corporation Limited

SD/-
Rajesh Gandhi
Whole-Time Director
(DIN: 02120813)

Place: Hyderabad
Date: 02.09.2026

ANNEXURE – C
WTD/CFO - CERTIFICATE

To
The Board of Directors,
Flora Corporation Limited

I, **Rajesh Gandhi**, Whole-Time Director and Chief Financial Officer of **Flora Corporation Limited** certify that:

A. I have reviewed Financial Statements and the Cash Flow Statement for the year ended March 31, 2026 and that to the best of our knowledge and belief:

   1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

C. I accept responsibility for establishing and maintaining internal controls for Financial Reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to Financial Reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the Auditors and the Audit Committee
   1. Significant changes in internal control over Financial Reporting during the year;
   2. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the Financial Statements; and
   3. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over Financial Reporting.

For and on behalf of the Board
Flora Corporation Limited

Place: Hyderabad
Date: 02.09.2026

Sd/-
Rajesh Gandhi
Whole-Time Director/CFO
(DIN: 02120813)

BOARDS' REPORT

To
The Members
Flora Corporation Limited

Your Directors have pleasure in presenting the 38th Annual Report with Audited Statements of Accounts for the year ended March 31, 2026.

FINANCIAL RESULTS:

The performance during the period ended March 31, 2026 has been as under:

(Amount in Rs.)

Particulars	Current Year 2025-26	Previous Year 2024-25
Revenue from Operations	84,52,15,135	1,47,90,73,129
Other Income	-	-
Total Revenue	**84,52,15,135**	**1,47,90,73,129**
Total Expenditure	**84,20,11,869**	**1,47,76,46,479**
Profit / (loss) Before exceptional and extraordinary items and Tax	**31,34,740**	**14,26,650**
Less: exceptional and extraordinary items	-	-
Prior Period Adjustment	-	-
Profit/ (loss) Before Taxation	**31,34,740**	**14,26,650**
Less: - Current Tax - Tax adjustment relating to prior years - Deferred Tax	- - (7348)	3,70,882 - 1,555
Profit / (loss) After Tax	**31,42,088**	**10,54,213**

PERFORMANCE REVIEW:

During the year under review, overall performance of the Company was reasonable considering to the sector and market conditions. The revenue of the Company was Rs. 84,52,15,135/- compared to Rs. 1,47,90,73,129/- in the previous year and the Company earned a profit of Rs. 31,42,088/- during the current financial year.

CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There was no change in the nature of business during Financial Year under review.

MATERIAL CHANGES AND COMMITMENTS IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There are no material changes and commitments affecting the financial position of the Company which occurred between the end of the Financial Year to which the Financial Statements relate and the date of this report.

PUBLIC DEPOSITS:

The Company has not accepted any deposits falling within the meaning of Sec.73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 during the financial year under review and as such no amount of principal or interest on public deposits was outstanding as on the date of balance sheet.

APPROPRIATIONS:

Transfer to Reserves

The company has transferred Rs. 31,42,088/- to Profit and Loss account during the Financial Year under review.

Apart from above, no amounts were transferred to the reserves.

Dividend

Due to conservation of profits, the Company has not declared any dividend during the Financial Year under review.

CAPITAL OF THE COMPANY:

During the year under review, the Authorized Share Capital of the Company is Rs.9,00,00,000/- (Rupees Nine Crore only) divided into 90,00,000 (Ninety Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each.

The Issued, Subscribed and Paid up Capital of the Company as on March 31, 2026 is Rs. 8,73,38,750/- (Eight Crore Seventy Three Lakh Thirty Eight Thousand Seven Hundred and Fifty only) divided into 87,33,875 (Eighty Seven Lakh Thirty Three Thousand Eight Hundred and Seventy Five) Equity Shares of Rs. 10/- (Rupees Ten only) each.

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a) (ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

DIRECTORS AND KMP:

Appropriate resolutions for the re-appointment of Directors are being placed before you for your approval at the ensuing Annual General Meeting. The brief resume of the Director and other information have been detailed in the Notice. Your Directors recommend their re-appointment as Directors of your Company.

In accordance with the Companies Act, 2013 read with Articles of Association of the company, Mrs. Inturi Bramaramba, retires by rotation at the forthcoming Annual General Meeting and being eligible, offers herself for re-appointment. Your Directors recommend her re-appointment at the ensuing Annual General Meeting.

Apart from the above stated, there were no appointments/ re-appointments and resignation of Directors and Key Managerial Personnel during the Financial Year under review.

MEETINGS:

During the year under review, the Board of Directors duly met 6 (Six) times on 15.04.2025, 28.05.2025, 08.08.2025, 14.08.2025, 14.11.2025 and 13.02.2026 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION:

The Board has, on the recommendation of the Nomination & Remuneration committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

BOARD EVALUATION:

Your Company believes formal evaluation of the board and of the individual Directors, on an annual basis, is a potentially effective way to respond to the demand for greater board accountability and effectiveness. For the Company, evaluation provides an ongoing means for Directors to assess their individual and collective performance and effectiveness. In addition to greater board accountability, evaluation of board members helps in;

a. More effective board process
b. Better collaboration and communication
c. Greater clarity with regard to member's roles and responsibilities
d. Improved Chairman – Directors and Board relations

The evaluation process covers the following aspects:

- Self-evaluation of Directors

- Evaluation of the performance and effectiveness of the board
- Evaluation of the performance and effectiveness of the committees
- Feedback from the Non-Executive Directors to the chairman
- Feedback on management support to the board.

Pursuant to Section 178 of the Companies Act, 2013 the Nomination and Remuneration Committee has evaluated the performance of individual directors in its duly convened meeting.

Pursuant to Section 134 (3) (p) of the Companies Act, 2013 read with Regulation 4(2)(f)(ii)(9) of SEBI (LODR) Regulations, 2015, the Board carried out an annual performance evaluation of its own performance the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees.

DECLARATION GIVEN BY INDEPENDENT DIRECTORS:

The Company has received necessary declaration from each independent director under section 149(7) of the Companies Act, 2013 that he meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013, along with Rules framed thereunder and along with the criteria of independence laid down under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

There has been no change in the circumstances affecting their status as Independent Directors of the Company during the Financial Year under review.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The Company shall through its Senior Managerial personnel familiarise the Independent Directors with the strategy, operations and functions of the Company. The Independent Directors will also be familiarised with their roles, rights and responsibilities and orientation on Statutory Compliances as a Board Member.

On appointment of the Independent Directors, they will be asked to get familiarised about the Company’s operations and businesses. An Interaction with the key executives of the Company is also facilitated to make them more familiar with the operations carried by the Company. Detailed presentations on the business of the Company are also made to the Directors. Direct meetings with the Chairman and the Whole-time Director are further facilitated for the new appointee to familiarize him/her about the Company/its businesses and the group practices as the case may be.

CONSTITUTION OF COMMITTEES:

A. AUDIT COMMITTEE:

The Audit Committee of the Company is duly constituted as per Section 177 of the Companies Act, 2013.

The Committee comprises of ***Three*** (3) members and majority of the directors are Non-Executive Independent Directors. The Committee had met four times during the year and the necessary quorum was present for the meeting.

S. No.	**Name**	**Category of Director**	**Designation**
1.	Mr. Padamkumar Jabbarchand Gandhi	Non-Executive, Independent Director	Chairperson
2.	Mr. Raja Bidhania	Non-Executive, Independent Director	Member
3.	Mr. Rajesh Gandhi	Executive Director	Member

B. NOMINATION & REMUNERATION COMMITTEE CUM COMPENSATION COMMITTEE:

The Nomination & Remuneration Committee cum Compensation Committee is constituted as per Section 178 of the Companies Act, 2013.

The Committee comprises of ***Three*** (3) members. During the year, the Committee had met T*wo* (2) times and the necessary quorum was present at the meeting.

S. No.	**Name**	**Category of Director**	**Designation**
1.	Mr. Padamkumar Jabbarchand Gandhi	Non-Executive, Independent Director	Chairperson
2.	Mr. Raja Bidhania	Non-Executive, Independent Director	Member
3.	Mrs. Inturi Bramaramba	Non-Executive Director	Member

C. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee is duly constituted as per the provisions of the Companies Act, 2013.

The Committee comprises of ***Three*** (3) members and majority of the directors are Non-Executive Independent Directors. During the year, the Committee had met One (1) time and the necessary quorum was present at the meeting.

S. No.	**Name**	**Category of Director**	**Designation**
1.	Mr. Padamkumar Jabbarchand Gandhi	Non-Executive,	Chairperson

		Independent Director	
2.	Mr. Raja Bidhania	Non-Executive, Independent Director	Member
3.	Mr. Rajesh Gandhi	Executive Director	Member

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

Particulars of every contract or arrangements entered into 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 shall be disclosed in **Form No. AOC-2 as 'Annexure- A'** to this report.

The policy on Related Party Transactions as approved by the Board is uploaded on the website of the Company at https://floracorp.in/investors-relation/

RATIO OF REMUNERATION TO EACH DIRECTOR:

The details or remuneration pursuant to the provisions of Section 197(12) of the Companies Act,2013 and Rule 5(1)(2) & (3) of the Companies (Appointment & Remuneration Rules,2014 are provided in ***Annexure-B*** to this report.

AUDITORS:

A. STATUTORY AUDITORS:

M/s. Sapna Toshniwal & Co., Chartered Accountants, Hyderabad were appointed as Statutory Auditors for a period of 5 years at the Annual General Meeting held on 25/09/2023 and holds office till the conclusion of Annual General Meeting to be held in the year 2028.

Further the Auditors' Report is unmodified i.e. it does not contain any qualification, reservation or adverse remark. The Auditor's Report is enclosed with the financial statements in this annual report.

The Auditors' Report does not contain any qualification. Auditors' observations are suitably explained in notes to the Accounts and are self-explanatory.

Details in Respect of Fraud reported by Auditors: *During the period under review, no fraud reported by Statutory Auditor's of the Company.*

B. SECRETARIAL AUDITORS:

According 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, the Board has appointed M/s. Piyush Gandhi & Associates, Practicing Company Secretary as the

Secretarial Auditors of the Company and Secretarial Audit Report submitted is enclosed as ***Annexure- C and Annexure-D*** to this report.

Auditors' observations are suitably explained in the Secretarial Audit Report and are self-explanatory.

C. INTERNAL AUDITORS

M/s. V.Singhi & Associates, Chartered Accountants, performs the duties of internal auditors of the company and their report is reviewed by the audit committee from time to time.

MAINTENANCE OF COST RECORDS:

Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not required by the company and hence such accounts and records are not applicable.

BUSINESS RESPONSIBILITY REPORT (BRR):

Securities Exchange Board of India (SEBI) vide circular CIR/CFD/DIL/8/2012 dated August 13, 2012 has mandated the inclusion of BRR as part of the Annual Report for the top 100 listed entities based on their market capitalization on Bombay Stock Exchange Ltd and National Stock Exchange of India Ltd as at March 31, 2026. In view of the requirements specified, the Company is not mandated for the providing the BRR and hence do not form part of this Report.

CORPORATE SOCIAL RESPONSIBILITY:

The provision w.r.t. Corporate Social Responsibility is not applicable to the Company. Therefore, the Company has not constituted CSR committee during the year 2025-26.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The Company has not given loans, Guarantees or made any investments during the year under review.

ANNUAL RETURN

The copy of the Annual Return as on 31st March, 2026 pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is available on the website of the company and the same can be accessed at https://www.floracorp.in/

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES:

The Company does not have any Subsidiary, Joint Venture or Associate Company as on March 31, 2026.

DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS OF THE COMPANY AND COMPANYS' OPERATION IN FUTURE:

No significant and material orders have been passed by the Regulators or Courts or Tribunals impacting the going concern status and the Company's operations in future.

LISTING ARRANGEMENTS

Company's shares are presently listed on The Bombay Stock Exchange Limited & other details are listed below.

Stock Exchange Name	The Bombay Stock Exchange Limited
Scrip Code	540267
Scrip ID	Flora Corporation Limited
ISIN	INE318U01016

DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY:

The Risk Management Policy in place in the Company enables the Company to proactively take care of the internal and external risks of the Company and ensures smooth business operations.

The Company's risk management policy ensures that all its material risk exposures are properly covered, all compliance risks are covered and the Company's business growth and financial stability are assured. Board of Directors decide the policies and ensure their implementation to ensure protection of Company from any type of risks.

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

Information on conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo required to be disclosed under Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are as follows:

A. CONSERVATION OF ENERGY:

Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.

(i)	the steps taken or impact on conservation of energy	NIL
(ii)	the steps taken by the company for utilizing alternate sources of energy	NIL
(iii)	the capital investment on energy conservation equipment's	NIL

B. TECHNOLOGY ABSORPTION:

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

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign Exchange Earnings : NIL
Foreign Exchange Outgo : NIL

DISCLOSURE OF INTERNAL FINANCIAL CONTROLS:

The Company has effective 'internal financial controls' that ensure an orderly and efficient conduct of its business, including adherence to company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information.

There are adequate controls relating to strategic, operational, environmental and quality related aspects too. While these controls have been effective through-out the year, these are reviewed on a periodic basis for any changes/ modifications to align to business needs.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

Pursuant to the provisions of Section 177 of the Companies Act, 2013 and the rules framed there under and pursuant to the applicable provision of SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015, the Company has established a mechanism through which all stake holders can report the suspected frauds and genuine grievances to the appropriate authority. The Whistle blower policy which has been approved by the Board of Directors of the Company has been hosted on the website of the Company viz www.floracorp.in

RISK MANAGEMENT POLICY:

The Risk Management Policy in place in the Company enables the Company to proactively take care of the internal and external risks of the Company and ensures smooth business operations.

CORPORATE GOVERNANCE:

As per Regulation 15(2) of SEBI (LODR) Regulations, 2015, the compliance with the corporate governance provisions as specified in Regulations 17, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C , D and E of Schedule V of SEBI (LODR) Regulations, 2015, shall not apply, in respect of - the listed entity having paid up equity share capital not exceeding Rs. 10 Crore (Rupees Ten Crore only) and networth not exceeding Rs. 25 Crore (Rupees Twenty Five Crore only), as on the last day of the previous financial year;

i. As per the Audited Financial Statements of the Company as on 31/03/2026 (last day of previous Financial Year), the paid-up equity share capital of the Company is Rs. 8,73,38,750/- (Eight Crore Seventy Three Lakh Thirty Eight Thousand Seven Hundred and Fifty only) and the networth is Rs. 5,13,50,499/- (Rupees Five Crores Thirteen Lakhs Fifty Thousand Four Hundred and Ninety Nine Only).

ii. In view of the above, the Corporate Governance regulations are not applicable to the Company.

DETAILS OF COMPLAINTS/REQUESTS RECEIVED, RESOLVED AND PENDING DURING THE YEAR 2025-26

NUMBER OF COMPLAINTS	NUMBER
Number of complaints received from the investors comprising non-receipt of securities sent for transfer and transmission	NIL
Complaints received from SEBI/Registrar of Companies/ Bombay Stock	NIL

exchange/National Stock Exchange/ SCORE and so on	
Number of complaints resolved	NA
Number of complaints not resolved to the satisfaction of the investors as on March 31, 2026	NA
Complaints pending as on March 31, 2026	NIL
Number of share transfers pending for approval as on March 31, 2026	NIL

MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis Report highlighting the industry structure and developments, opportunities and threats, future outlook, risks and concerns etc. is furnished separately and forms part of this report as ***Annexure-E***

LISTING FEES:

The equity shares of your company are listed on BSE Limited. The company confirms that it has paid Annual Listing Fees due to BSE for the financial year 2025-26.

DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board hereby submits its responsibility Statement: —

a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

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 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 this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

d) The directors had prepared the annual accounts on a going concern basis; and

e) The directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively - Internal financial control means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information.

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.

SECRETARIAL STANDARDS:

The Directors state that applicable Secretarial Standards as issued by ICSI (Institute of Company Secretaries of India) and notified by Central Government have been duly followed by the Company.

PARTICULARS OF EMPLOYEES:

There are no employees who are in receipt of remuneration as specified in Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

EVENT BASED DISCLOSURES:

Issue of Equity Share: N.A
Issue of Shares with Differential Rights: N.A
Issue of Shares under Employee's Stock Option Scheme: N.A
Disclosure on Purchase by Company or giving of loans by it for purchase of its shares: N.A
Buy Back of shares: N.A
Disclosure about revision: N.A Change of Name: N.A
Preferential Allotment of Share: N.A

HUMAN RESOURCES:

Your Company treats its "human resources" as one of its most important assets.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place a Sexual Harassment Policy in compliance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company always endeavours to create and provide an environment that is free from discrimination and harassment including sexual harassment. The Directors further states that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

To implement and uphold POSH policy, the Company has constituted an Internal Complaints Committee ICC") in accordance under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The ICC comprises of diverse members with relevant experience, dedicated to thoroughly investigate each case and make informed decision fairly and impartially. Beyond grievance redressal, the ICC also drives proactive initiatives—including awareness campaigns, training sessions, and regular communications—to prevent harassment and promote a culture of dignity and inclusion. Wherever violations have been identified, the Company as taken prompt and appropriate disciplinary action, reinforcing its unwavering commitment to a harassment-free workplace.

Details of complaints received and resolved during the financial year under review by the ICC are given below:

Number of complaints filed during the financial year	0
Number of complaints filed during the financial year	0
Number of cases pending for more than ninety days during the financial year	0
Number of complaints pending as at the end of the financial year	0

DISCLOSURE WITH RESPECT TO THE COMPLIANCE OF THE PROVISIONS RELATING TO THE 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.

DETAILS OF APPLICATIONS MADE UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

The company has neither made any application nor is any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the financial year 2025-26.

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 BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF.

The above clause is not applicable to the company as the company has not taken any loan from Banks or Financial Institutions during the year under review.

DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACOUNT

As per Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company hereby discloses the details of unpaid/unclaimed dividend and the respective share thereof as follows:

Aggregate No. of Shareholders and the outstanding shares in the suspense account at the beginning of the year.	NA
No. of shareholders who approached the Company for transfer of shares from suspense account during the year.	NA
No. of shareholders to whom shares were transferred from suspense account during the year.	NA
Aggregate No. of Shareholders and the outstanding shares in the suspense account at the end of the year.	NA

ACKNOWLEDGEMENTS:
Your Directors wish to place on record their appreciation of the contribution made by the employees at all levels, to the continued growth and prosperity of your Company.

Your Directors also wish to place on record their appreciation of business constituents, banks and other financial institutions and shareholders, of the Company for their continued support.

For and on behalf of the Board
Flora Corporation Limited

Sd/-
Rajesh Gandhi
Whole-Time Director/CFO
DIN: 02120813

Sd/-
Inturi Bramaramba
Director
DIN: 08117184

Place: Hyderabad
Date: 02.09.2026

ANNEXURE – A

FORM NO. AOC – 2

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arms-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.

S. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	NIL
2.	Nature of contracts/arrangements/transaction	
3.	Duration of the contracts/ arrangements/ transaction	
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	
5.	Justification for entering into such contracts or arrangements or transactions'	
6.	Date of approval by the Board	
7.	Amount paid as advances, if any	
8.	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of contracts or arrangements or transactions at Arm's length basis.

S. No.	Particulars	Details	Details
1.	Name (s) of the related party & nature of relationship	Sipul Enterprises Limited Mr. Rajesh Gandhi, Director of the Company is Director.	Sipul Enterprises Limited Mr. Rajesh Gandhi, Director of the Company is Director.
2.	Nature of contracts/arrangements/transaction	Purchase	Sales
3.	Duration of the contracts/ arrangements/ transaction	As per the business requirements of the Company.	As per the business requirements of the Company.
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	Purchase-11,12,80,000/-	Sales- 4,83,10,000/-
5.	Date of approval by the Board	25/09/2023	25/09/2023

6.	Amount paid as advances, if any	-	-

S. No.	Particulars	Details	Details
1.	Name (s) of the related party & nature of relationship	Think Big Enterprises Private Limited Mr. Rajesh Gandhi, Director of the Company is Director.	Seshachal Technologies Limited Mr. Rajesh Gandhi, Director of the Company is Director.
2.	Nature of contracts/arrangements/transaction	Purchases	Sales
3.	Duration of the contracts/ arrangements/ transaction	As per the business requirements of the Company.	As per the business requirements of the Company.
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	Purchase- 71,76,30,000/-	Sales- 6,66,90,000/-
5.	Date of approval by the Board	08/08/2025	03/09/2024
6.	Amount paid as advances, if any	-	-

S. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	Shah Motilal Suresh Kumar Mr. Rajesh Gandhi, Director of the Company is Proprietor.
2.	Nature of contracts/arrangements/transaction	Sales
3.	Duration of the contracts/ arrangements/ transaction	As per the business requirements of the Company.
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	Sales- 13,21,60,000/-
5.	Date of approval by the Board	03/09/2024
6.	Amount paid as advances, if any	-

For and on behalf of the Board
Flora Corporation Limited

Place: Hyderabad
Date: 02.09.2026

Sd/-
Rajesh Gandhi
Whole-Time Director /CFO
DIN: 02120813

Sd/-
Inturi Bramaramba
Director
DIN: 08117184

ANNEXURE - B

The details of remuneration during the year 2025-26 as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 are as follows:

1. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the Financial Year: Nil

2. Percentage increase/ decrease in the median remuneration of the employees in the Financial Year –Nil

3. Total employees on the rolls of the Company as on 31st March, 2026- 62 employees

4. Explanation on relationship between average increase in remuneration and Company performance:

   The average increase in employee remuneration effected during the Financial Year 2025-26 was NIL. The Company in general has not undertaken any increment/performance appraisal during the previous Financial Year viz, 2025-26.

5. Affirmation that the remuneration is as per the remuneration policy of the Company.

   The Company is in Compliance with its remuneration policy.

6. Information under Section 197(12) of the Companies Act, 2013 read with the rule 5(2) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of Directors Report for the year ended March 31, 2026–

Names of top 10 Employees Employed throughout the Financial Year and in receipt of remuneration aggregating Rs. 1,02,00,000/- (Rupees One Crore and Two Lakh) or more.

Name of the Employee	Designation	Remuneration (in Rs.)	Qualification	Experience (years)	Date of Commencement of Employment	Age	Last employment held before joining the Company	% of equity shares held in the Company
___								

Names of top 10 Employees Employed throughout the Financial Year and in receipt of remuneration for a part of that year, at a rate which, in the aggregate, was not less than Rs. 8,50,000/- Per Month

Name of the Employee	Designation	Remuneration (in Rs.)	Qualification	Experience (years)	Date of Commencement of Employment	Age	Last employment held before joining the Company	% of equity shares held in the Company
NA								

7. If employed throughout the Financial Year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company – Nil

For and on behalf of the Board
Flora Corporation Limited

Sd/-
Rajesh Gandhi
Whole-Time Director /CFO
DIN: 02120813

Sd/-
Inturi Bramaramba
Director
DIN: 08117184

Place: Hyderabad
Date: 02.09.2026

ANNEXURE - C
Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2026

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To
The Members
Flora Corporation Limited
Plot No.57, Text book colony
Hyderabad. Telangana.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **FLORA CORPORATION LIMITED** (hereinafter called **"the Company"**). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2026**, complied with 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.

I 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:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;

2. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;

3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; ***Not applicable to the Company during the Audit period;***

5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations,2011;

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009. ***Not applicable to the Company during the audit period;***

d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999. ***Not applicable to the Company during the audit period;***

e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; ***Not applicable to the Company during the audit period;***

f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009. ***Not applicable to the Company during the audit period;***

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. ***Not applicable to the Company during the audit period;***

6. Other laws specifically applicable to the Company as per the representations made by the Management:

   (i) For the compliances of Labour Laws & other General Laws, our examination and reporting is based on the documents, records and files as produced and shown to us and the information and explanations as provided to us, by the officers and management of the Company and to the best of our judgement and understanding of the applicability of the different enactments upon the Company, in our opinion there are adequate systems and processes exist in the Company to monitor and ensure compliance with applicable General laws and Labour Laws.

   (ii) The compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this audit since the same have been subject to review by the statutory financial auditor and other designated professionals.

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

(a) Secretarial Standards issued by the Institute of Company Secretaries of India and notified by Central Government.

(b) Listing Agreements entered into by the Company with Stock Exchanges read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

1. Based on the records, information and explanations made available to us by the Company, the details of related party transactions entered into by the Company during the financial year have been disclosed in the financial statements/Notes to Accounts. The Statutory Auditor has also reported on the Company's compliance with the applicable provisions relating to related party transactions under Sections 177 and 188 of the Companies Act, 2013, as stated in the Statutory Auditor's Report.
   However, the underlying documentary evidence/supporting records in respect of the related party transactions were not made available to us for independent verification. Accordingly, our observations in this regard are based on the representations and confirmations provided by the management and the disclosures made in the financial statements, read together with the Statutory Auditor's Report, and we have not independently verified the underlying commercial or transactional documents.

2. During the course of our examination, it was observed that one of the Director of the Company, namely Ms. Inturi Bramaramba, is also a Director in M/s. Anusha Granites Private Limited, CIN U14102TG1995PTC007600. The said company had not filed its Annual Returns for the financial years 2022-23, 2023-24 and 2024-25 within the prescribed time. The management has informed us that the aforesaid position came to its knowledge recently. The management has further informed us that a scheme/relaxation notified by the Ministry of Corporate Affairs is presently available for regularisation of pending filings up to 15 September 2026, subject to the eligibility and conditions prescribed thereunder, and that the said company proposes to avail the benefit of the same and complete the pending filings within the prescribed period. The management has also informed us that, upon becoming aware of the aforesaid matter, the Company has decided to take necessary corrective measures, including the proposed resignation of the said Director and appointment of a new eligible Director, subject to compliance with the applicable provisions of the Companies Act, 2013 and completion of the requisite corporate and statutory formalities. Based on the records, information and explanations made available to us, the aforesaid matter is reported as an observation. The proposed regularisation of the pending filings and the proposed change in directorship are subsequent actions and, until actually completed, do not constitute retrospective rectification of any non-compliance, if any, existing during the period under review.

I further report that:

a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-executive, Woman Director and the Independent Director. No changes in the composition of the Board of Directors took place during the period under review.

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

c) Decision were carried through; the majority of the Board and No dissenting views were expressed by any Board member on any of the subject matters discussed, which were required to be captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines

I further report that during the audit period, the Company has no events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

For **M/s. Piyush Gandhi & Associates**
Company Secretaries

Sd/-
Piyush Gandhi
ACS: 54730
CP No:20183

Date: 02.09.2026
Place: Hyderabad
UDIN: A054730H001345624
PRCN: 2509/2022

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

ANNEXURE-D

To
The Members
Flora Corporation Limited
Plot No.57, Text book colony
Hyderabad. Telangana.

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. My responsibility is to express an opinion on these secretarial records based on my audit.
2. We have followed the audit practices and processes as are appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, We have obtained the management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **M/s. Piyush Gandhi & Associates**
Company Secretaries

Sd/-
Piyush Gandhi
ACS: 54730
C.P. No.:20183

Date: 02.09.2026
Place: Hyderabad
UDIN: A054730H001345624
PRCN: 2509/2022

ANNEXURE- E

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

❖ FORWARD-LOOKING STATEMENTS

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

❖ INDUSTRY STRUCTURE AND DEVELOPMENTS

Since the Company could not found any profitable business during the year under review, has operated in a very small scale. The Company is putting efforts in building up its network to play a significant role from time to time.

❖ BUSINESS OVERVIEW

The total revenue during the year 2025-26 was at Rs. 84,52,15,135/- compared to Rs. 1,47,90,73,129/- in the previous year. The company has been making a significant improvement in the turnovers of the company and increasing its profitability every year. The company is looking out for better alternatives to increase its market share in the industry.

❖ MARKETING

The Company is setting up a good marketing team to enter to increased turnover. In order to sustain and grown in the cut throat competition in the current scenario, the company is also focusing on brand building strategies and adopting modern marketing techniques which are cost effective for the company as well as help in achieving the desired results for the company.

❖ INTERNAL CONTROL

The Company has adequate internal control system, commensurate with the size of its operations. Adequate records and documents are maintained as required by laws. The Company's audit Committee reviewed the internal control system. All efforts are being made to make the internal control systems more effective.

❖ MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OFPEOPLEEMPLOYED

The company recognizes the importance and contribution of the employees. Human Resources is viewed to be as one of the most important factor in the growth process with a view to cross further frontiers in business performance, the company strives to organize training modules for understanding and improving the core skills of the employees. It is the continuous effort by the continuous effort by the company that helps to provide the right environment in order to maximize team efforts while exploiting individual growth of the company.

❖ OPPORTUNITIES, THREATS & OUTLOOK

In India we have been focusing on the increasing distribution network and product basket. With large population, increasing urbanization and disposable income, the industries in which we operate provide sustainable growth on a longer-term basis. Robust growth of emerging economies provides large opportunities to the Company. We are a well-established Company in these economies and will continue to focus on the growth, new product launches and increasing distribution strength. In other mature economies, the market trend is changing favorably. The strategy of the company is to get higher profitability and stable cash flow generations in these markets.

❖ RISKS, CONCERNS & THREATS:

The company is exposed to a variety of risks across its entire range of business operations. Any slowdown in these sectors can largely impact the demand for the company's products. In India, optimism is growing about the prospect of an economic recovery following a slowdown triggered by the global financial crisis. The company has taken best possible steps to protect itself from various risks to extent identifiable in advance in the best possible manner.

❖ CAUTIONARY STATEMENT

Statement in this Management's Discussion and Analysis detailing the Company's objectives,projections,estimates,estimates,expectationsorpredictionsare"forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand-supply conditions, finished goods prices, feeds to availability and prices, cyclicaldem and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries within which the Company conducts business and other factors such as litigation and labour negotiations.

❖ INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has a proper and adequate system of internal control proportionate to its size and volume of business. The internal control system of the Company is designed to ensure that the financial and other records are reliable for preparing financial statements and other data for maintaining accountability of assets.

❖ DISCUSSION OF FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

The Financial Statements are prepared under the historical cost convention in accordance with Indian general accepted accounting principles and the provisions of the Companies Act. All Income and Expenditure having a material bearing on the Financial Statements are recognized on accrual basis. The Management has taken utmost care for the integrity and the objectivity of these Financial Statements, as well as for various estimates and judgments used therein.

❖ MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE OF INVOLVED

The Company continues to maintain excellent relationship with its buyers and sellers, relationship with the staff is quite cordial and supportive for continuous human resource development. During the year under review, company performance has improved due to efforts put in by the existing and additional staff recruited.

For and on behalf of the Board
Flora Corporation Limited

Sd/-	**Sd/-**
Rajesh Gandhi	**Inturi Bramaramba**
Whole-Time Director/CFO	**Director**
DIN: 02120813	**DIN: 08117184**

Place: Hyderabad
Date: 02.09.2026

DECLARATION BY CHIEF EXECUTIVE OFFICER ON CODE OF BUSINESS CONDUCT AND ETHICS OF THE COMPANY

In accordance with the provisions of Para D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Rajesh Gandhi, Chief Executive Officer of Flora Corporation Limited, hereby declare that all members of the Board and Senior Management Personnel have affirmed compliance with the Code of Business Conduct and Ethics of the Company for the financial year 2025-26.

For and on behalf of the Board
Flora Corporation Limited

Sd/-
Rajesh Gandhi
Whole-Time Director/CFO
DIN: 02120813

Place: Hyderabad
Date: 02.09.2026

INDEPENDENT AUDITORS' REPORT

To The Members of Flora Corporation Limited
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Flora Corporation Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements"). In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2026, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matter is the matter that, in our professional judgment, was of most significance in our audit of the standalone financial statements of the current period. This matter was addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter. We have determined the matter described below to be the key audit matter to be communicated in our report.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report, Management Discussion and Analysis, Corporate Governance Report and Business Responsibility Report in the Annual Report but does not include the consolidated financial statements, standalone financial statements and our auditor's reports thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the Company to express an opinion on the standalone financial statements.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

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

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in
accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

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

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

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

iv.

(a) The Management has represented that, to the best of it's knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies),including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of it's knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The company has not declared dividend during the financial year 2025-26.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Sapna Toshniwal & Co
Chartered Accountants
(Firm's Registration No. 012638S)

SD/-
Sapna Kumari
Proprietor
Membership No. 224395
Place: Hyderabad
Date: 13.05.2026
UDIN: 26224395LJDTJO4298

ANNEXURE-A

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of Flora Corporation Limited **of even date)**

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Flora Corporation Limited("the Company") as of 31st March, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend
on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2026, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For Sapna Toshniwal & Co
Chartered Accountants
(Firm's Registration No. 012638S)

SD/-
Sapna Kumari
Proprietor
Membership No. 224395
Place: Hyderabad
Date: 13.05.2026
UDIN: 26224395LJDTJO4298

ANNEXURE "B"

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of Flora Corporation Limited **of even date)**

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

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work-in-progress and right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a program of verification of property, plant and equipment, capital work-in progress and right-of-use assets so to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain property, plant and equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) This Clause is not applicable as company doesn't own any immovable Property.

(d) The Company has not revalued any of its property, plant and equipment (including Right of Use Assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The inventories (except goods-in-transit, which have been received subsequent to the year-end or confirmations have been obtained from the parties), were physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 1% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories / alternate procedures performed as applicable, when compared with the books of account.

(b) The Company has not been sanctioned any working capital facility from financial institutions.

(iii) The Company has not made investments, provided / stood guarantee and granted loans, secured or unsecured. The Company has not provided any advances in the nature of loans or security to any other entity during the year.

(iv) The Company has not granted any loans which require compliance under the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable. Hence, reporting under clause (iv) of the Order is not applicable.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.

(vi) The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013. Hence, reporting under clause (vi) of the Order is not applicable.

(vii) (a) In respect of statutory dues: Undisputed statutory dues, including Goods and Service tax, Provident Fund, Income-tax, Sales Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material, statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authorities though there has been a delay in respect of remittance of tax deducted at source. There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at March 31,2026 for a period of more than six months from the date they became payable.

There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) To the best of our knowledge and belief, in our opinion, if any term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.
(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, an associate or a joint venture.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

(x) (a) The Company has not issued any of its securities (including debt instruments)during the year and hence reporting under clause (x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT- 4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year and provided to us, when performing our audit.
(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto March 2026.

(xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or directors of it’s subsidiaries, an associate company and a joint venture or persons connected with such directors and hence provisions of section 192 of the Companies
Act, 2013 are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) The Provisions of CSR is not applicable to the company. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For Sapna Toshniwal & Co
Chartered Accountants
(Firm's Registration No. 012638S)

SD/-
Sapna Kumari
Proprietor
Membership No. 224395
Place: Hyderabad
Date: 13.05.2026
UDIN: 26224395LJDTJO4298

FLORA CORPORATION LIMITED

CIN : L01403TG1988PLC154725

Plot No.57, Text Book Colony, Secunderabad, Hyderabad, Telangana-500009

Balance Sheet as at 31st March, 2026

Amount in Millions

Sl. No.	Particulars	Note no.	As at March 31, 2026	As at March 31, 2025
I	**ASSETS**			
1	**Non-Current Assets**			
	(a) Property, Plant and Equipment	2	0.44	0.40
	(b) Financial Assets			
	(i) Investments	3	-	-
	(ii) Loans & Advances	4	-	-
2	**Current Assets**			
	(a) Inventories	5	79.89	121.34
	(b) Financial Assets			
	(i) Trade receivables	6	71.55	4.85
	(ii) Cash & Cash Equivalents	7	23.03	15.70
	(iii) Loans & Advances	8	0.20	0.60
	(c) Other Current Assets	9	3.21	3.02
	(d) Deferred Tax Asset	-	0.03	0.03
	TOTAL ASSETS		**178.35**	**145.94**
II	**EQUITY AND LIABILITIES**			
1	**EQUITY**			
	(a) Equity Share Capital	10	87.34	87.34
	(b) Other Equity	11	(35.99)	(39.13)
2	**Non-Current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	12	-	-
3	**Current Liabilities**			
	Trade Payables	13	126.51	95.63
	Other Current Liabilities	14	0.26	0.40
	Provisions	15	0.23	1.71
	Deferred Tax Liability		-	-
	TOTAL EQUITY AND LIABILITIES		**178.35**	**145.94**

As per our report of even date	**For and on behalf of the Board of Directors**	
For M/s Sapna Toshniwal & Co.,	**Flora Corporation Limited**	
Chartered Accountants		
Firm Reg No. 012638S	SD/- **Rajesh Gandhi** Whole Time Director & CFO DIN:02120813	SD/- **Inturi Bramaramba** Director DIN: 08117184
SD/- **Sapna Kumari** **Propt** **M.NO. 224395**	SD/- **Nikita Dinesh Bhatia** Company Secretary PAN: CLDPB8820P	
Place : Hyderabad Date: 13.05.2026 UDIN: 26224395LJDTJO4298		

FLORA CORPORATION LIMITED

CIN : L01403TG1988PLC154725

Plot No.57, Text Book Colony, Secunderabad, Hyderabad, Telangana-500009

Statement of Profit and Loss for the year ended 31st March,2026

Amount In Millons except for Basic and Diluted EPS

Sl. No.	Particulars	Note No	Year Ended March 31, 2026	Year Ended March 31, 2025
I	Revenue from Operations	16	845.22	1,479.07
II	Other Income	17	-	-
III	**Total Income(I+II)**	-	**845.22**	**1,479.07**
IV	**EXPENSES**			
	Cost of materials consumed	18	828.32	1,389.88
	Purchases of Stock in trade		-	-
	Changes in Inventories of finished goods, Stock-in-trade and work in progress		-	-
	Employee benefits expense	19	11.82	34.24
	Finance Costs	20	0.01	0.23
	Depreciation and amortization expenses	2	0.06	0.05
	Administrative Charges	21	1.87	53.26
	Other expenses	9	-	-
	Total Expenses		**842.08**	**1,477.65**
V	**Profit/(loss) before exceptional items and tax(I-IV)**		**3.13**	**1.43**
VI	Exceptional Items			
VII	**Profit/(loss) before tax(V-VI)**		**3.13**	**1.43**
VIII	Tax Expense			
	(1) Current Tax		-	0.37
	(2) Deferred Tax		(0.01)	0.00
IX	**Profit/(Loss) for the period from continuing operations(VII-VIII)**		**3.14**	**1.05**
X	Profit/(Loss) from discontinued operations			
XI	Tax Expense of discontinued operations			
XII	Profit/(loss)from Discontinued operations(After Tax) (X-XI)			
XIII	**Profit/(loss) for the period (IX+XII)**		**3.14**	**1.05**

XIV	Other Comprehensive Income			
	A (i) items that will not be classified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassifed to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XV	**Total Comprehensive Income for the period (XIII+XIV) [Comprising Profit (Loss) and Other Comprehensive Income for the period]**		**3.14**	**1.05**
XVI	Earnings per Equity Share (for continuing operation)			
	(1) Basic		0.36	0.12
	(2) Diluted		0.36	0.12
XVII	Earnings per Equity Share (for discontinued operation)			
	(1) Basic			
	(2) Diluted			
XVIII	Earnings per Equity Share (for continuing & discontinued operation)			
	(1) Basic		0.36	0.12
	(2) Diluted		0.36	0.12

As per our report of even date
For M/s Sapna Toshniwal & Co.,
Chartered Accountants
Firm Reg No. 012638S

For and on behalf of the Board of Directors
Flora Corporation Limited

SD/-
Rajesh Gandhi
Whole Time Director & CFO
DIN:02120813

SD/-
Inturi Bramaramba
Director
DIN: 08117184

SD/-
Sapna Kumari
Propt
M.NO. 224395

SD/-
Nikita Dinesh Bhatia
Company Secretary
PAN: CLDPB8820P

Place : Hyderabad
Date: 13.05.2026
UDIN: 26224395LJDTJO4298

FLORA CORPORATION LIMITED

CIN : L01403TG1988PLC154725

Plot No.57, Text Book Colony, Secunderabad, Hyderabad, Telangana-500009

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31st MARCH, 2026

Amount in Millions

PARTICULARS	Year ended 31-03-2026	Year ended 31-03-2025
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net profit before tax	3.13	1.43
Adjustment for:		
Depreciation and Amortization	0.06	0.05
Preliminary Expenses Written off	-	-
Interest Earned	-	-
Interest paid	-	-
Cash Flows from Operations before changes in assets and liabilities	3.19	1.47
Movements in Working Capital::		
(Increase)/ Decrease in trade receivables	(66.69)	186.60
(Increase)/Decrease in other Current Assets	(0.19)	11.42
(Increase) / Decrease in Inventories	41.45	29.08
(Increase) / Decrease in Loans and Advances	0.40	(0.05)
Increase / (Decrease) in Trade Payables	30.88	(224.99)
Increase / (Decrease) in Short Term Provision	(1.48)	(0.15)
Increase/(Decrease) in Other current liabilities	(0.13)	0.21
Change in Working Capital	**4.24**	**2.12**
Changes in non current assets and liabilities		
Decrease/(Increase) in loans & advances	-	-
(Decrease) / Increase in Long Term Provisions	-	-
Decrease / (Increase) in Other non Current Assets	-	-
Changes in non current assets and liabilities		
Cash Generated From Operations	7.43	3.59
Less: Taxes paid	-	0.37
Net Cash from operating activities(A)	**7.43**	**3.22**
B. CASH FLOW FROM INVESTING ACTIVITIES		
(Increase) / Decrease in Fixed assets and Capital Work In progress	(0.10)	(0.02)
Sale of Equity shares	-	-
Bank Balances not considered as Cash and Cash equivalents	-	-
Investment in equity Shares	-	-

-Balance of Unclaimed Dividend	-	-
Net cash used in Investing activities (B)	**(0.10)**	**(0.02)**
C.CASH FLOW FROM FINANCING ACTIVITIES		
Increase / (Decrease) in Share Capital	-	-
Increase / (Decrease) in Borrowings	-	-
Interest paid	-	-
Net cash Flow from Financing Activities (C)	**-**	**-**
D. Effect of exchange differences on translation of foreign currency cash and cash equivalents		
Net Increase/(Decrease) in cash & cash equivalents [A+B+C]	7.33	3.21
CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	15.70	12.49
CASH & CASH EQUIVALENTS AT THE END OF THE YEAR	**23.03**	**15.70**

As per our report of even date
For M/s Sapna Toshniwal & Co.,
Chartered Accountants
Firm Reg No. 012638S

For and on behalf of the Board of Directors
Flora Corporation Limited

SD/-
Rajesh Gandhi
Whole Time Director & CFO
DIN:02120813

SD/-
Inturi Bramaramba
Director
DIN: 08117184

SD/-
Sapna Kumari
Propt
M.NO. 224395

SD/-
Nikita Dinesh Bhatia
Company Secretary
PAN: CLDPB8820P

Place : Hyderabad
Date: 13.05.2026
UDIN: 26224395LJDTJO4298

FLORA CORPORATION LIMITED

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NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

CORPORATE INFORMATION

Flora Corporation Limited, is a public limited company incorporated on 22/03/1988 having its registered office at Plot No 57, AP Text Book Press Colony, Gunrock, Kharkhana, Secunderabad The company is engaged in the business of Marine & Fisheries Products, dealing of Scrap Products and Dairy Products. The Shares of the Company is listed on Bombay Stock Exchange Limited.

BASIS OF PREPARATION

(A) ACCOUNTING CONVENTION

These standalone Ind AS financial statements of the company have been prepared in accordance with Indian Accounting standard (Hereinafter referred to as the "Ind AS") as noticed by the Ministry of corporate Affairs pursuant to the section 133 of the Companies Act, 2013 ("the Act") read along with the companies (Indian Accounting standard) Rules, 2015 and the companies (Indian Accounting standard) amendment rules, 2016 and other relevant provisions of the companies act as applicable in India.

(B) Use of Estimates

The preparation of these Ind AS financial statements in conformity with Ind AS requires the management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amount of assets and liabilities, the disclosures of contingent assets and liabilities at the date of Ind AS financial statements and reported amount of revenues and expenses during the periods. The application of the accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these Ind AS financial statement have been disclosed in "Notes to Ind As Financial Statements.".

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates. Change in estimates and reflected in the Ind AS financial statements".

(C) Current/ Non- Current Classification

Any assets or liabilities are classified as Current if it satisfies any of the following conditions:

i)The assets/liabilities are expected to be realized/ settled in the company's normal operating cycle;

ii)The assets is intend for sales or consumptions;

iii)The assets/liabilities are held primarily for the purpose of trading;

iv)The assets/ liabilities are expected to be realized/ settled within a 12 month of period after the end if the reporting period.

v)The assets is considered as currents when it is as cash or cash Equivalents unless it is restricted from being exchanged or used to settle a liability for at least 12 month after the reporting periods.

vi)In the case of liabilities, the Company does not have and unconditional right to defer the settlement of the liabilities for at least 12 month after the end of the reporting period. All other assets and liabilities are classified as Non – current.

For the purpose of liabilities classification, the Company has ascertained, the Company has ascertained its normal operating cycles as 12 months. This bases on the nature of services and the time between the acquisition of assets or inventories for processing and their realization in cash Equivalents.

(D)Property, plants and equipments

(i) Measurement at recognition:

An Item of property, plants and Equipments that qualifies as an asset is measured on initial recognition at cost, net of recoverable taxes, if any less accumulated depreciation/amortization and impairment losses, if any.

The Company identifies and determines cost of each part of an item of property, plants and Equipment separately. If the part has a cost which is significant to the total cost of that item of property, plant and equipment and has a useful life that is materially different from that of remaining items.

The cost comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable to the cost of bringing the asset to its present location and working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discount and rebates are deducted in arriving at the purchase prices of such property, plants and Equipments.

Such cost also includes the cost of replacing a part of the plants and Equipments and the borrowing cost of the long term construction projects, if the recognition criteria are met. When the significant parts of property, plants and Equipment are required to be replaced at periodical intervals, the Company recognizes such part as individual assets with specific useful lives and depreciates them accordingly. Likewise, When a major inspection is performed, its cost is recognized in the carrying amount of the plants and Equipments as a replacement as a replacement if the recognition criteria are satisfied.

All other repair and maintenance costs are recognized in the statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of assets after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

All costs, including administrative, financing and general overhead expenses, as are specifically attributable to construction of a project or to the acquisition of a property, plants and Equipments or bringing it to its present location and working condition, is included as a part of the cost of construction of a project or as a part of the cost of property, plants and Equipments, till the commencement of the property, plants and Equipments are capitalized as aforementioned. borrowing cost relating to the acquisition / construction of property, plants and Equipments are ready to be put to use. Any subsequent expenditure related to an item of property plants and Equipments is added to its book value only if it increases the future economic benefits from the existing property, plants and Equipments beyond its previously assessed standard of performance. Any items such as spare parts, stand by equipment are servicing equipment that meet the definitions of the property, plants and equipments are capitalized at cost and depreciated over the useful life of the respective property, plants and Equipments. Cost is in the nature of repair and maintance are recognised in the statement of profit and loss as and when incurred.

(ii) Capital work-in-progress and capital advances

Cost of any property, plants and equipments nit ready for intended use, as on the balance sheet date, is shown as a Capital work-in-progress. Any advance given towards acquisition of property, plants and equipments outstanding at each balance sheet date are disclosed as "Other Non- current Asset".

(iii)Depreciation

Depreciation on each part of property, plants and equipment is provided to the extent of the depreciable amount of the assets on the basis of "Written Down Value Method (WDV)" on the useful life the property, plants and Equipments as estimated by the management and is changed to the statement of profit and loss as per the requirements of schedule-II to the companies Act, 2013. The estimated useful life of the property, plants Equipments has been assessed based on the technical advice which is considered in the property, plants and equipments, the usage of the property,, plants and equipments, expected physical wear and tear of the property, plants and equipments, the operating conditions, anticipated technological changes, manufactured warranties and maintenance support of the property and Equipment etc.

When the parts of an item of the property, plants and Equipments have different useful life, they are accounted for as a separate item (major components) and are depreciated over their useful life of the principal property, plants and Equipments whichever is less.

(e)Inventories

Inventories of the raw material, work-in-progress, finished goods, packing material, stores and spares, components, consumable and trading stock are carried at lower of cost and net realizable value. However, raw material and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item by item basis. Cost of inventories included the cost incurred in bringing the each product to its present location and conditions are accounted as follows:

a)Raw material: - cost included the purchase price and other direct or indirect costs incurred to bring the inventories into their present location and conditions. Cost is determined on first in first out basis (FIFO).

b)Finished goods and work-in-progress:- cost included cost of direct materials and the labour cost and a proportion of manufacturing overhead based on the normal operating capacity, but excluding the borrowing costs. Cost is determined on first out basis (FIFO).

c)Trading stock: - cost included the purchase price and other direct or indirect costs incurred in bringing the inventories to their present location and conditions. Cost is determined on weighted average basis.

All other inventories of stores and spares, consumable, project material at site are valued at cost. The stock of waste or scrap is valued at net realizable value. Excise duty wherever applicable is provided on the finished goods lying within the factory and bonded warehouse at the end of the reporting period.

(f) Revenue recognitions

Revenue is recognised when it is probable that economic benefit associated with the transaction flows to the company in ordinary course of its activities and the amount of revenue can be measured reliable, regardless of when the payment is being made. Revenue is measured at the fair values of consideration received or receivable taking into the account contractually defined terms of payments, net of its returns, trade discounts and volume rebates allowed.

Revenue includes only the gross inflows of economic benefits, including the Excise duty received and receivable by the company, on its own account. Amount collected on behalf of third parties such as goods and service tax (GST) value added tax (VAT) and sales tax are excluded from revenue.

Sales of products

Revenue from sale of products is recognized when the company transfer all significant risks and rewards of ownership to the buyer, while the company retains neither continuing managerial involvement nor effective control over the products sold, which generally coincide with dispatch. Revenue from export sales is recognized on shipment basis based on the bill of lading.

(g)Cash and cash equivalents

cash and cash equivalents in the balance sheet comprises cash at banks cash in hand and also the short term deposits with maturity of three month or less, which are subject to an in significant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consists of cash and short term deposits, as defined above.

(h)Provisions and contingencies

The company recognizes the provisions when a there is present obligation (legal or constructive) as a results of a past events exists and it is probable that am outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance costs.

A disclosure of contingent liability is made there is possible obligation or a present obligation that may, but probably will not require an out flow of resources embodying the economic benefits is remote, no provision or disclosure is made.

(i) Measurement of EBITDA

The company has opted to present earnings before interest (finance cot), tax, depreciation and amortization (EBITDA) as a separate line item on the face of statement of profit and loss for the period ended. The company measure EBITDA on the basis of profit / loss from continuing operations.

(j) Employee benefits

All the employee benefits payable wholly within 12 months of rendering the services are classified as shorted term employee benefits and they are recognized in the period in which the employee renders the related device. The company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expenses) after deducting any amount already paid.

(k) Cash flow statements

Cash flows are reported using the "Indirect methods", whereby profit for the period is adjusted for the effects of transactions of a non-cash nature any deferral or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flow from operating investing and financing activities of the company is segregated.

Note 2: Property, Plant and Equipment **Amount in millions**

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Tangible Assets		
Gross Block	1.85	1.75
Less: Accumulated Depreciation	1.41	1.35
Total	**0.44**	**0.40**

Note 3 : Investments

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Investments		
Non Current Investments	-	-
Total	**-**	**-**

Note 4 : Loans and Advances

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Loans and advances		
Total	**-**	**-**

Note 5: Inventories

Particulars	As at March 31, 2026	As at March 31, 2025
Inventory		
Closing Stock	79.89	121.34
Total	**79.89**	**121.34**

Note 6 : Trade Receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Receivables		
Other debts:	-	-
Secured, considered good	-	-
Unsecured, considered good (Less than Six Months)	71.55	4.85
Total	**71.55**	**4.85**

Note 7: Cash & Cash Equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and Cash Equivalents		
Cash in hand	13.51	12.95
Cash at Bank	9.52	2.75
Total	**23.03**	**15.70**

Note 8: Loans & Advances

Particulars	As at March 31, 2026	As at March 31, 2025
Short term Loans & Advances		
Unsecured and Considered Goods		
Advances recoverable in cash or kind	0.20	0.60
Total	**0.20**	**0.60**

Note 9: Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
Security Deposit	0.05	0.05
Balance with Revenue Authorities	1.17	0.74
TDS	1.99	2.23
Advance IT Services		

Total	**3.21**	**0.79**

Note 11: Other Equity

Particulars	As at March 31, 2026	As at March 31, 2025
Reserves and Surplus		
General reserve		
Opening balance(Profit/Loss)	(39.13)	(40.18)
Add: Net Profit/(Loss) for the current period	**3.14**	**1.05**
Amount available for appropriation	3.14	1.05
Appropriations:	**-**	**-**
Closing Balance	**(35.99)**	**(39.13)**
Total	**(35.99)**	**(39.13)**

Note 12 : Borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Long term borrowings		
Unsecured loans		
From Directors and Their relatives	-	-
Total	**-**	**-**

Note 13: Trade Payables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Payables	126.51	95.63
Total	**126.51**	**95.63**

Note 14: Current Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current Liabilities and Provisions		
Other Current Liabilites		
Expenses Payable	0.01	0.01
Audit Fee Payable	0.25	0.39
Total	**0.26**	**0.40**

Note 15: Provisions

Particulars	As at March 31, 2026	As at March 31, 2025

TDS payable	0.23	1.28
TCS payable	-	0.06
Provision for Income tax	-	0.37
Income Tax Refund		
Total	**0.23**	**1.71**

Note 16: Revenue from Operations

Particulars	As at March 31, 2026	As at March 31, 2025
Revenue from operations		
Sales,Services	845.22	1,479.07
Total	**845.22**	**1,479.07**

Note 17: Other Income

Particulars	As at March 31, 2026	As at March 31, 2025
Indirect incomes		
Interest received	-	-
	-	-
Total	**-**	**-**

Note 18: Cost of materials consumed

Particulars	As at March 31, 2026	As at March 31, 2025
Cost of Goods Sold		
Total Purchases	786.53	1,360.58
Add: Opening Stock	121.34	150.43
Direct expenses:		
Transport Charges (taxable purchase)	0.06	-
Transport Charges (Exempted purchase)	0.28	0.21
Sub - Total	**908.21**	**1,511.22**
Less: Closing Stock	79.89	121.34
Total	**828.32**	**1,389.88**

Note 19: Employee Benefit Expense

Particulars	As at March 31, 2026	As at March 31, 2025
Employee benefit expense		
Salaries and wages	11.82	32.94
Staff welfare	-	1.30
Total	**11.82**	**34.24**

Note 20 : Finance Cost

Particulars	As at March 31, 2026	As at March 31, 2025
Finance Cost		
Bank Charges	0.01	0.02
Intrest charges	-	0.20
Total	**0.01**	**0.23**

Note 21: Administrative Expenses

Particulars	As at March 31, 2026	As at March 31, 2025
Administrative Expenses		
Audit fees	0.25	0.24
Advertisement Charges	0.07	0.06
Bse Listing Fee	0.39	0.33
Cold Room Charges	-	0.05
Conveyance Charges	-	-
Custodian charges	0.05	0.05
Data Processing Fees	-	
Discounts	-	
Electricity charges	-	0.01
Email Charges	-	
E voting Charges		
Internal Audit Fee		
Misc Expenses	0.08	0.01
Other Expenses		
Office Maintenance	-	-
Office expenses	-	-
Rent	0.09	0.72
NSDL and CDSL Charges	-	-
GST Paid	-	50.02
Exp Written off	-	-
Printing and Stationary	0.03	0.01
Professional Fee	0.12	0.78
Professional Tax		-
Postage and courier expenses	0.00	0.00
Pooja Expenses	-	0.01
Rates & Taxes		-
ROC Charges	-	0.07
Software Expenses	-	

VC Charges	-	0.02
Water Charges	0.05	0.00
WEBSITE EXPENSES	0.01	0.01
White & Blocks		-
Waiver Application Fees	-	
Transsolutions Logistics		
Transport outward charges	-	0.33
Transfer Cum Demart Charges	0.08	
Telephone & Internet	-	0.01
Travelling Exp	0.24	0.02
Total	**1.44**	**52.73**

Note 22 **Earnings per share In INR**

Particulars	**For the year ended 31 March , 2026**	**For the year ended 31 March , 2025**
Profit for the year (before other Comprehensive Income/ (Expenses)	3,134,740	1,426,650
Weighted Average number of Equity Shares of Rs. 10/- each	8,733,875	8,733,875
Earnings Per Equity Share(Basic & Diluted)	0.36	0.16

Note 23

Related Parties

Names of related parties and description of their relationship:

1. Key Managerial Person :- 1. Rajesh Gandhi 2.PADAMKUMAR JABBARCHAND GANDHI 3.INTURI BRAMARAMBA 4.RAJA BIDHANIA SINGH
2. Company in which the directors having significant influence: 1. SESHACHAL TECHNOLOGIES LIMITED 2. SIPUL ENTERPRISES LIMITED, Think big enterprises pvt ltd 3 4. NAVYA DAIRY PRODUCTS PRIVATE LIMITED 5.VIRGO GLOBAL LIMITED
3. Firms in which directors of the company are Partners: Shah Motilal Suresh Kumar

In Millons

Transaction with related parties		**31.03.2026**	**31.03.2025**
Sipul Enterprises Limited-Sales		48.31	22.03
Sipul Enterprises Limited-Purchases		111.28	137.14
Virgo Global Limited-Purchases		-	
Virgo Global Limited- Sales		-	
Seshachal Technologies Limited-Purchases		-	
Seshachal Technologies Limited-Sales		66.69	
Thinkbig Enterprises Pvt Ltd- Sales		-	462.94
Thinkbig Enterprises Pvt Ltd- Purchases		717.63	279.44
Surya Mitra Traders- Sales		-	19.89
Shah Motilal Suresh Kumar- Sales		132.16	60.11
Shah Motilal Suresh Kumar- Purchase		-	8.91

Note 24 **Dues to Micro and Small Enterprises**

Note 25 There are no delays in payments to Micro and Small enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act,2006. The information regarding Micro and Small Enterprises has been determined to the extent such parties have been identified on the basis of information available with the company.

As per our report of even date
For M/s Sapna Toshniwal & Co.,
Chartered Accountants
Firm Reg No. 012638S

SD/-
Sapna Kumari
Propt
M.NO. 224395

For and on behalf of the Board of Directors
Flora Corporation Limited

SD/-
Rajesh Gandhi
Whole Time Director & CFO
DIN:02120813

SD/-
Inturi Bramaramba
Director
DIN: 08117184

SD/-
Nikita Dinesh Bhatia
Company Secretary
PAN: CLDPB8820P

Place : Hyderabad
Date: 13.05.2026
UDIN: 26224395LJDTJO4298

Note 10: Equity Share Capital **Amount in Millions**

Particulars	**As at March 31,2026**		**As at March 31,2025**	
Share Capital	**No. of Shares**	**Amount**	**No. of Shares**	**Amount**
Authorized				
90,00,000 Equity Shares of Rs.10/- each				
(PY 90,00,000 Equity Shares of Rs. 10/- each)	9.00	90.00	9.00	90.00
Issued, Subscibed and Paid up Capital	-	-	-	-
87,33,875 Equity Shares of Rs.10/- each fully paid	8.73	87.34	8.73	87.34
(Refer foot note (a) to (d) below)	-	-	-	-
TOTAL	8.73	87.34	8.73	87.34
Subscribed and paid up share capital includes:				

a) Reconciliation of number of shares outstanding as at March 31,2026 and March 31, 2025

Particulars	**As at March 31,2026**		**As at March 31,2025**	
Share Capital	No.of Shares	Amount	No.of Shares	Amount
Balance at the beginning of the year	8.73	87.34	8.73	87.34
Additions/ deductions in the number of shares				
Balance at the end of the year	8.73	87.34	8.73	87.34

b) Details of Shareholders holding more than 5% shares

Name of the share holder	**FY 2025-26**		**FY 2024-25**	
	No.of Shares	**% of holding**	**No.of Shares**	**% of holding**
Devendra Korapati	0.66	7.60	0.66	7.60
Sudheer Bala	0.67	7.70	0.67	7.70
Murali Krishna P	0.59	6.70	0.59	6.70
Muvva Sujatha	0.72	8.20	0.72	8.20

Terms and Rights attached to the Shares :
The company has one class of equity shares having a par value of Rs.10 per share. Each Share holder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

Statement of Changes in Equity

For the year ended 31 March 2026

a. Equity share capital

		Amount
	Balance as at the 31 March 2024	**87.34**
	Changes in equity share capital during 2024-25	-
	Balance as at the 31 March 2025	**87.34**
	Changes in equity share capital during 2025-26	-
	Balance as at the 31 March 2026	**87.34**

b. Other equity

		Reserves and surplus				Items of Other comprehensive income (OCI)	Total
		General Reserve	Capital Reserve	Securities Premium Reserve	Retained earnings	Others	
	Balance at 1 April 2024				(44.90)		**(44.90)**
	Profit or loss				1.05		**1.05**
	Other comprehensive income(net of tax)				-		-
	Total comprehensive income as on 31st March,2024				**(43.85)**		**(43.85)**

	Transactions with owners in their capacity as owners directly in equity				-		-
	Balance at 31 March 2025				**(43.85)**		**(43.85)**
	Total comprehensive income for the year ended 31 March 2026				**-**		
	Profit or loss				3.14		**3.14**
	Other comprehensive income(net of tax)				**-**		**-**
	Total comprehensive income				**(40.71)**		**(40.71)**
	Transactions with owners in their capacity as owners				-		-
	Balance at 31 March 2026				**(40.71)**		**(40.71)**

Depreciation Statement As At 31st March, 2026 as per Companies Act 2013

In Millons

Particulars	**Rate**	**Gross Block**				**Depreciation**			**Net Block**	
		01.04.2025	**Additions**	**Sale/Adj.**	**31.03.2026**	**01.04.2025**	**For the Year**	**31.03.2026**	**31.03.2026**	**31.03.2026**
Computer	63.16%	1.00	-	-	1.00	1.00	0.00	1.00	0.00	0.00
Mobile Phone	13.91%	0.09	0.10	-	0.19	0.05	0.02	0.08	0.12	0.04
Furniture & Fixtures	9.50 %	0.60	-	-	0.60	0.28	0.03	0.31	0.29	0.32
Oxygen Concentrator	9.50 %	0.05	-	-	0.05	0.02	0.00	0.02	0.03	0.03
TOTAL		**1.75**	**0.10**	**-**	**1.85**	**1.35**	**0.06**	**1.41**	**0.44**	**0.40**