
SATTVA
ENGINEERING CONSTRUCTION LIMITED
(Formerly known as M/s.Sattva Engineering Construction Private Limited)
ANNUAL REPORT
FY2025-26
Engineering Sustainable Solutions for a Better Tomorrow
SEWAGE TREATMENT PLANTS (STP)
WATER TREATMENT PLANTS (WTP)
WATER SUPPLY SCHEMES (WSS)
UNDERGROUND SEWERAGE SYSTEMS (UGSS)
OPERATION & MAINTENANCE
ADDITIONAL EPC SOLUTIONS
ODOUR CONTROL SYSTENS
INDUSTRIAL & UTILITY BUILDINGS
www.sattvaengg.in

Sattva Engineering Construction Limited

(Formerly known as Sattva Engineering Construction Private Limited)

CIN: L45201TN2005PLC058383

Old No 149, New No. 64, 4th Floor, Greams Road, Chennai 600006

ANNUAL REPORT- FY2025-26

INDEX

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INVESTOR INFORMATION

CIN
L45201TN2005PLC058383

NSE – SYMBOL
SATTVAENGG

ISIN
INE14DW01018

AGM DATE
10th September, 2026

AGM MODE
(OAVM) Audio/Video Conferencing

VC PLATFORM
Instameet

VOTING
NSDL/CDSL/Instavote

MAIL
Investor.relation@sattvaengg.in

Corporate Information

Board of Directors

Mr.S.Seshadri (DIN: 00161517)	Whole-time Director
Mr.R.Sekar (DIN: 00207519)	Whole-time Director
Mrs.G.Sujatha (DIN: 10937139)	Whole-time Director & Chief Financial Officer
Mr. Venkatraman Sankar (DIN: 03562649)	Independent Director
Mr. Krishnamachari Doraiswamy (DIN: 03487869)	Independent Director
Mr. Venkatachalam Sesha Ayyar (DIN: 06698233)	Independent Director

Company Secretary and Compliance Officer:

Mr.Suraj Dubey
With effect from August 04, 2026

Committees of the Board of Directors

Audit Committee:

Sr. No.	Name of the Director	Nature of Membership	Nature of Directorship
1.	Mr. Venkatraman Sankar	Chairman	Independent Director
2.	Mr. Krishnamachari Doraiswamy	Member	Independent Director
3.	Mr. Venkatachalam Sesha Ayyar	Member	Independent Director

Nomination and Remuneration Committee:

Sr. No.	Name of the Director	Nature of Membership	Nature of Directorship
1.	Mr. Venkatachalam Sesha Ayyar	Chairman	Independent Director
2.	Mr. Venkatraman Sankar	Member	Independent Director
3.	Mr. Krishnamachari Doraiswamy	Member	Independent Director

Stakeholders Relationship Committee

Sr. No.	Name of the Director	Nature of Membership	Nature of Directorship
1.	Mr. Venkatraman Sankar	Chairman	Independent Director
2.	Mr.S.Seshadri	Member	Whole-time Director
3.	Mr.R.Sekar	Member	Whole-time Director

IPO Committee

Sr. No.	Name of the Director	Nature of Membership	Nature of Directorship
1.	Mr.S.Seshadri	Chairman	Whole-time Director
2.	Mr.R.Sekar	Member	Whole-time Director
3.	Mrs.G Sujatha	Member	Whole-time Director & CFO

Statutory Auditors:
M/s. Raghavan & Muralidharan,
Chartered Accountants
Firm Registration No. 007110S
Chennai, Ph : 044-2232 2066 / 2232 2069

Secretarial Auditors:
M/s. VAK & ASSOCIATES, Company Secretaries
Chennai.
Contact Details:9884984890

Internal Auditors:
M/s. Vikas Mishra & Company,
Chartered Accountants
Chennai.
Contact Details:8896845148

CIN: L45201TN2005PLC058383
Registered Office: Greams Dugar, 4th Floor, North Wing, Old No.149, New No.64, Greams Road, Thousand Lights, Chennai, Tamil Nadu, India, 600006
Website: www.sattvaengg.in:
Email: secl_cs@sattvaengg.in

Bankers:
Union Bank of India
HDFC Bank Limited

Registrars & Transfer Agents
MUFG Intime India Private Limited
Registered Office address: C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,), Mumbai City, Mumbai, Maharashtra, India, 400083.
Website: www.in.mpms.mufg.com

ABOUT SATTVA

Sattva Engineering Construction Limited ("Sattva") is an ISO 9001:2015, ISO 14001:2015 andISO 45001:2018 certified Engineering, Procurement and Construction (EPC) company engaged in providing integrated water resource management solutions across the water and wastewater infrastructure value chain.

The Company specializes in the Design, Engineering, Procurement, Construction, Commissioning and Operation of Sewage Treatment Plants (STP), Water Treatment Plants (WTP), Construction of Water Supply Schemes (WSS) Underground Sewerage Systems (UGSS) primarily for government authorities and urban local bodies.

Sattva's capabilities span the complete project lifecycle, from conceptualization and design to execution, commissioning and operations & maintenance. The Company leverages in-house engineering expertise, project execution capabilities and integrated project management processes to deliver efficient and sustainable infrastructure solutions.

The Company primarily operates across Tamil Nadu and Karnataka supporting critical infrastructure development through projects that improve access to safe drinking water, sanitation and wastewater management.

Since its incorporation, Sattva has successfully completed more than 50 projects and has established a strong track record in executing complex water and wastewater infrastructure projects. As of March 31, 2026, the Company's order book stood at ₹323 Crore across 13 ongoing projects, providing strong revenue visibility and growth opportunities.

Backed by promoters and directors with over three decades of industry experience and a dedicated in-house project execution team, Sattva continues to focus on operational excellence, sustainable growth and creating long-term value for all stakeholders.

Building a Stronger Growth Platform

FY26 marked an important inflection point in Sattva's growth journey. During the year, the company strengthened its presence in higher-value treatment infrastructure projects, expanded into Karnataka and entered the odour control systems segment.

The Company closed FY26 with an order book of approximately ₹323 Crore, which further increased to approximately ₹530 Crore as of 30th June 2026. Supported by a growing portfolio of Water Treatment Plants, Sewage Treatment Plants and projects incorporating long-term Operations & Maintenance components, Sattva continues to strengthen revenue visibility and build a diversified platform for future growth.

Strategic Highlights

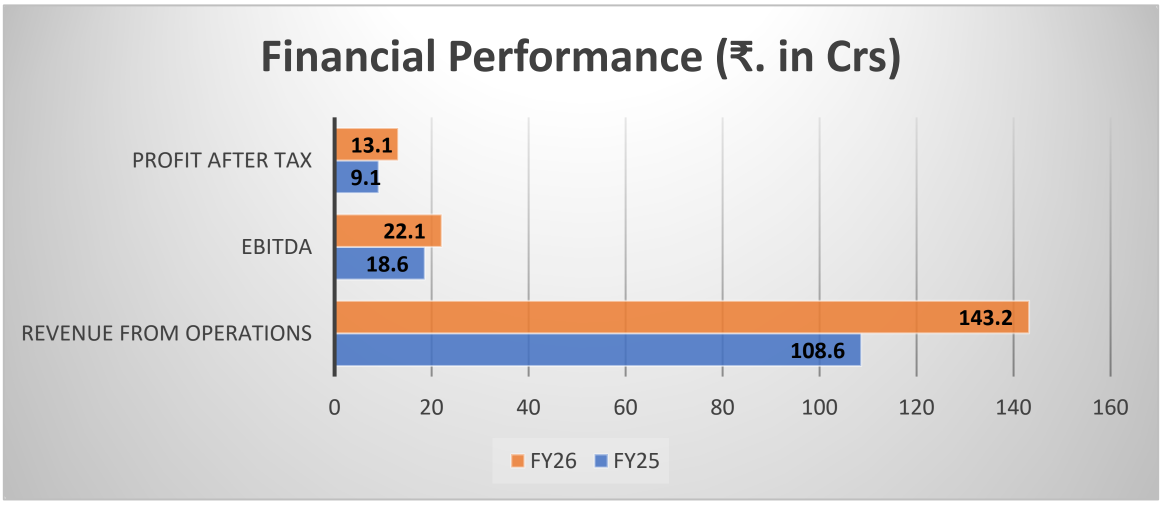
- Continued execution of the 47 MLD Water Treatment Plant project at Surapet, Chennai, valued at approximately ₹106 Crore and incorporating a 10-Year Operations & Maintenance component.
- Expanded into Karnataka through projects awarded by Bangalore Water Supply and Sewerage Board (BWSSB).
- Entered the Odour Control Systems (OCS) segment.
- Strengthened recurring revenue visibility through Operations & Maintenance contracts.
- Continued expansion across water and wastewater infrastructure projects.

Operational Highlights

- More than 50 projects successfully executed since incorporation.
- Strong in-house engineering, design and execution capabilities.
- Integrated EPC delivery model spanning design, procurement, construction, commissioning and O&M.
- Established relationships with government authorities and urban local bodies clients.
- Focused presence across water supply, wastewater and environmental infrastructure.

FINANCIAL HIGHLIGHTS

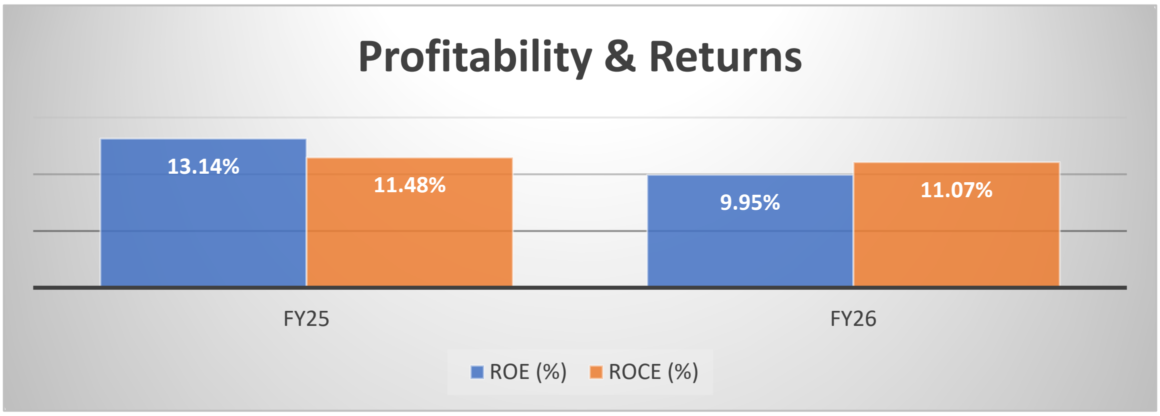
Financial Performance



Particulars (₹ Cr)	FY26	FY25
Revenue from Operations	143.2	108.6
EBITDA	22.1	18.6
Profit After Tax	13.1	9.1

- Revenue from Operations recorded a growth rate of 32%.Profit After Tax increased by 43% compared with FY 2025.

Profitability & Returns



Particulars	FY26	FY25
ROE (%)	9.95%	13.14%
ROCE (%)	11.07%	11.48%

Order Book & Business Metrics

Particulars	FY26	FY25
Order Book (₹ Cr)	323.0	308.1
On-going Projects	13	13
Order Inflow (₹ Cr)	163.0	202.0
Book-to-Bill Ratio	2.26x	2.85x
Debtor Days	72 Days	113 Days

Capital Efficiency

The Company continues to focus on disciplined capital allocation, efficient project execution, and prudent working capital management. Strengthening profitability and maintaining financial discipline remain key priorities as Sattva continues to scale its operations.

DIRECTORS'S MESSAGE

Dear Shareholders,

FY26 was a transformative year in the journey of Sattva Engineering Construction Limited. During the year, we strengthened our position within the water and wastewater infrastructure sector through strategic expansion, entry into new geographies and diversification into adjacent infrastructure segments.

A landmark achievement during FY26 was the successful listing of Sattva Engineering Construction Limited on the NSE SME platform on 3rd September 2025. This milestone represents an important step in our evolution as a growing infrastructure company, enhancing our visibility, strengthening our access to capital markets and providing a strong foundation for future expansion. The listing reflects the confidence placed by investors in our business model, execution capabilities and long-term growth prospects. It also reinforces our commitment towards maintaining high standards of corporate governance, transparency and value creation for all stakeholders.

India's water and wastewater infrastructure sector continues to present significant long-term opportunities, supported by urbanization, increasing environmental awareness, rising investments in water treatment and wastewater management, and the growing need for sustainable infrastructure solutions. We believe these structural drivers will continue to support demand across the infrastructure value chain for years to come.

Against this backdrop, your Company delivered another year of resilient operational and financial performance, reflecting the strength of its execution capabilities and strategic focus. During the year, the Company further enhanced the quality of its project portfolio by expanding its presence in Water Treatment Plants (WTPs), Sewage Treatment Plants (STPs), and projects with long-term Operations & Maintenance (O&M) components. This balanced approach continues to strengthen the Company's competitive position while creating a sustainable platform for long-term value creation.

The year also marked meaningful progress in strengthening our strategic foundation. Beyond project execution, we focused on expanding our capabilities, entering new markets, and enhancing our service offerings to position the Company for long-term growth. These initiatives reinforce our commitment to building a diversified and resilient business capable of delivering integrated water infrastructure solutions across the project lifecycle.

As we continue to evolve, our emphasis remains on pursuing opportunities that complement our core strengths, create long-term value, and enhance the overall quality of our business. We believe that disciplined project selection, operational excellence, and prudent risk management will continue to be the key drivers of sustainable growth.

The opportunities in India's water and wastewater infrastructure sector remain significant, supported by increasing investments in urban development, environmental sustainability, and water resource management. With our experienced team, strong execution capabilities, and expanding presence across geographies, we are well positioned to participate in this long-term growth story.

Alongside business growth, we remain committed to strengthening our governance framework, improving operational efficiency, fostering innovation, and creating value for all stakeholders. We will continue to invest in our people, deepen customer relationships, and maintain the highest standards of quality, safety, and integrity in every project we undertake.

On behalf of the Board, we extend our sincere gratitude to our employees, customers, government authorities, business partners, bankers, and shareholders for their continued trust and unwavering support. Their confidence inspires us to strive for higher standards and achieve new milestones.

As we move into the coming year, we remain optimistic about the future and committed to building a stronger, more sustainable, and future-ready organization that contributes meaningfully to India's infrastructure development while creating enduring value for all our stakeholders.

Yours truly,

S. Seshadri & R. Sekar
Whole-time Directors

THE SATTVA's ADVANTAGE

Proven Expertise in Water & Wastewater Infrastructure

Since its incorporation in 2005, Sattva has built a strong reputation in the execution of water and wastewater infrastructure projects across Southern India. The Company has successfully completed more than 50 projects spanning Water Supply Schemes (WSS), Underground Sewerage Systems (UGSS), Water Treatment Plants (WTP), Sewage Treatment Plants (STP), and Industrial & Utility Buildings demonstrating consistent execution capabilities across diverse project environments.

Integrated EPC Delivery Capabilities

The Company provides comprehensive Engineering, Procurement and Construction (EPC) solutions covering design, engineering, procurement, construction, commissioning, and post-commissioning support. Its integrated delivery model enables efficient project execution, quality assurance, cost control, and timely completion.

Healthy Order Book with Strong Revenue Visibility

Sattva maintains a healthy and diversified order book comprising water treatment, wastewater management, and environmental infrastructure projects. Supported by a balanced mix of EPC and long-term Operations & Maintenance contracts, the order pipeline provides strong revenue visibility and supports sustainable business growth.

Experienced Leadership with Proven Execution Expertise

The Company is guided by an experienced leadership team with extensive expertise in infrastructure development, project management, and water resource engineering. Their strategic direction and technical knowledge have played a key role in strengthening execution capabilities, maintaining customer confidence, and driving long-term growth.

Trusted Partner for Public Infrastructure Development

Over the years, Sattva has established enduring relationships with government departments, municipal corporations, and Urban Local Bodies (ULBs). The Company's consistent project delivery and adherence to quality and compliance standards have positioned it as a reliable partner in India's water and sanitation infrastructure sector.

Expanding Market Presence

Building on its strong presence in Tamil Nadu, the Company continues to broaden its geographic reach by expanding into new markets and strengthening its presence across Southern India. This expansion supports portfolio diversification and enhances access to emerging infrastructure opportunities.

Focused on Sustainable Long-Term Growth

Sattva continues to enhance the quality of its project portfolio by pursuing technically complex, value-added infrastructure projects that leverage its core strengths. This disciplined approach, combined with operational excellence and a customer-centric philosophy, positions the Company for sustainable long-term growth and value creation.

WHAT DIFFERENTIATES SATTVA

Integrated EPC Execution

End-to-end project delivery covering engineering, procurement, construction, commissioning and O&M.

Strong Government Client Base

Execution experience with municipal corporations, water supply boards and urban local bodies.

Large Water Infrastructure Expertise

Proven capabilities across STPs, WTPs, UGSS and Water Supply Schemes.

Recurring Revenue Model

Long-term Operations & Maintenance contracts support stable post-completion revenues.

FY26 MILESTONES

FY26 marked an important phase in Sattva Engineering Construction Limited's growth journey, characterized by strategic expansion, execution excellence and strengthening business fundamentals.

47 MLD Water Treatment Plant Project

The Company continued execution of the 47 MLD Water Treatment Plant project at Surapet, Chennai, valued at ₹106.2 crore and incorporating a 10-year Operations & Maintenance component.

Expansion into Karnataka

Sattva entered Karnataka through projects awarded by Bangalore Water Supply and Sewerage Board (BWSSB), marking a significant step towards geographic diversification.

Entry into Odour Control Systems

The Company expanded into the Odour Control Systems (OCS) segment, broadening its service portfolio within the water and wastewater ecosystem.

Order Book

Order inflows during FY26 stood at approximately ₹163 crore, supporting a healthy order book and providing medium-term revenue visibility.

Focus on Long-Term Sustainability

The Company continued increasing participation in projects incorporating Operations & Maintenance components, strengthening recurring revenue opportunities and enhancing project quality.

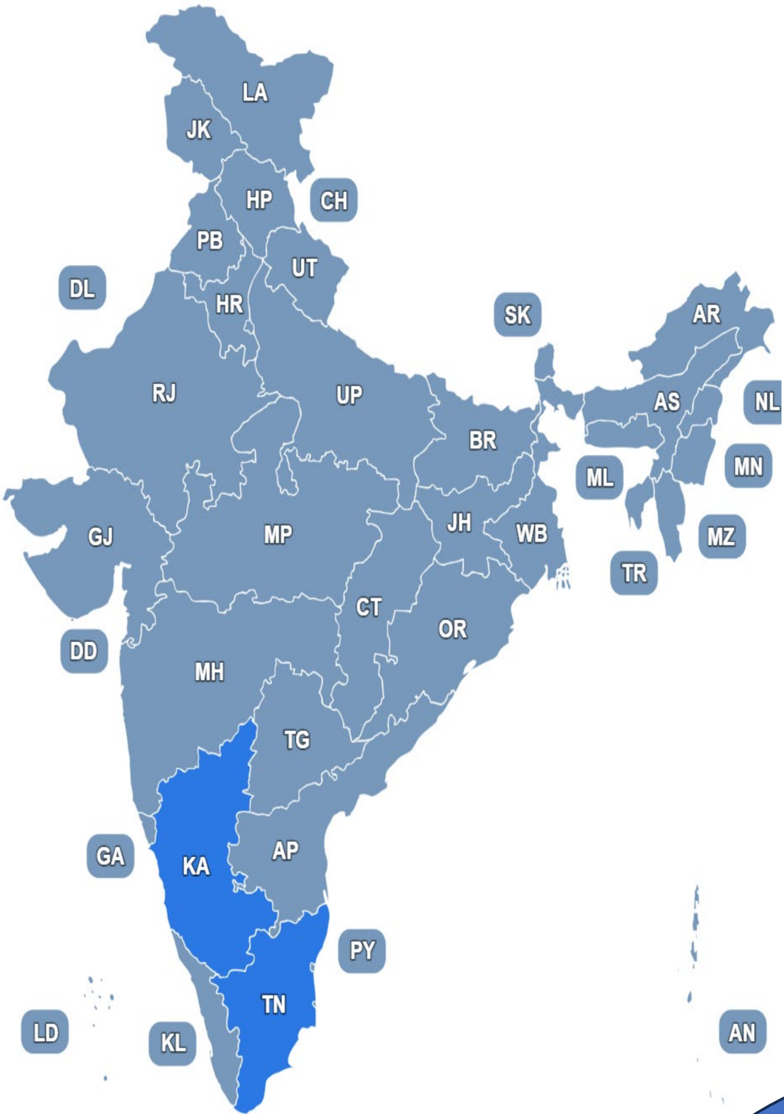
JOURNEY OF SATTVA

Key milestones in our growth journey

- 2005 Incorporation
- 2009 Completed Major EPC Projects
- 2013 Major Water Supply Scheme₹.57.50crs
- 2014 Major Factory Building Project
- 2016 Crossed ₹.50 Crores Turnover
- 2018 Secured Major Water Supply Scheme Project at ₹.104 Crores
- 2020 Secured 1st 50 MLD STP Valued at ₹.108 Crores incl O&M
- 2024 Converted to Public Limited
- 2025 Company Listed at NSE Emerge
- 2026 Entered Karnataka Market

GEOGRAPHIC PRESENCE

STRENGTHENING WATER INFRASTRUCTURE ACROSS SOUTHERN INDIA



Since its incorporation, Sattva has established a strong presence across **Tamil Nadu**, delivering sustainable water and wastewater infrastructure solutions that support urban development and improve access to safe water and sanitation.

Building on its proven execution capabilities, Sattva expanded its geographic footprint during **FY26** by securing projects from the **Bangalore Water Supply and Sewerage Board (BWSSB)**, marking its entry into **Karnataka**. This milestone represents an important step in the Company's strategy to diversify its regional presence and participate in emerging infrastructure opportunities across PAN INDIA.

As governments continue to invest in sustainable water and wastewater infrastructure, Sattva is well positioned to leverage its engineering expertise, integrated EPC capabilities, and strong execution track record to support infrastructure development across new geographies.

"From a strong foundation in Tamil Nadu to expanding into Karnataka, Sattva continues to strengthen its presence by delivering sustainable water and wastewater infrastructure solutions across India."

BUSINESS OVERVIEW & PROJECT PORTFOLIO

Water Supply Schemes (WSS)

Design and construction of integrated water supply infrastructure including water storage facilities, pumping stations, transmission mains, distribution networks and household service connections.

Underground Sewerage Systems (UGSS)

Development of sewerage infrastructure comprising sewer networks, collection systems (including household service connections), pumping stations, manholes and associated civil and electromechanical works.

Sewage Treatment Plants (STP)

Design, engineering, construction, commissioning and operation of sewage treatment facilities utilizing advanced wastewater treatment technologies, including biological treatment processes and long-term Operations & Maintenance services.

Water Treatment Plants (WTP)

Design, engineering, construction, commissioning and operation of water treatment infrastructure for purification of raw water and production of potable drinking water through integrated treatment processes.

Operations & Maintenance Services

Long-term operation and maintenance of water and wastewater infrastructure assets to ensure operational efficiency, performance optimization and regulatory compliance.

Mechanical, Electrical & Instrumentation Works

Execution of specialized mechanical, electrical, instrumentation, automation and process control systems supporting water and wastewater infrastructure projects.

Odour Control Systems

Design, engineering, installation and operation of odour control solutions for sewage pumping stations and wastewater infrastructure, supporting environmental compliance and urban sustainability.

Industrial & Utility Buildings

Design and construction of industrial, commercial and utility infrastructure projects, leveraging the Company's engineering and project execution expertise. The Company is actively re-entering this segment and has commenced participating in targeted tenders.

MAJOR COMPLETED PROJECTS

50 MLD SEWAGE TREATMENT PLANT (STP)

Design, Engineer, Build and Commission a 50 MLD STP using SBR technology with biogas power generation, including operation and maintenance for 10 years @ Nesapakkam, Chennai

45 MLD TTRO PLANT AT KODUNGAIYUR, CHENNAI

Design, Build, Operate & Maintain a 45 MLD TTRO Plant with DI & HDPE Transmission Mains for Manali Areas

Rehabilitate 11 MLD and 3.15 MLD WTP with Piping Network Upgrades

Gobichettipalayam, Tamil Nadu

Comprehensive Water Supply Scheme Mathur, Madipakkam, Jalladampettiah, Uthandi @ Chennai

CONSTRUCTION OF FACTORY BUILDING

AT MAHABUBNAGAR, TELANGANA

FOR M/S. ALLIED BLENDERS AND DISTILLERS PRIVATE LIMITED

CONSTRUCTION OF WAREHOUSE AND ADMIN BUILDING

AT VIZAG, ANDRAPRADESH FOR M/S. VISHAKA CFS & LOGISTICS PRIVATE LTD

Major Ongoing Projects

Design, Build, Operate & Transfer of 47 MLD Water Treatment Plant (WTP)
Including Comprehensive Operation & Maintenance for 10 Years **Location: ( )** Surapet, Chennai

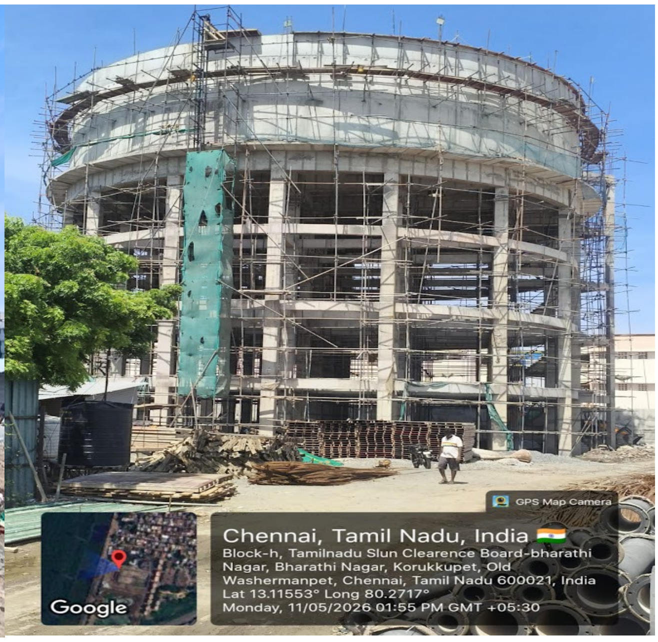
Design, Engineering, Construction, Operation & Commissioning of 32.6 MLD SBR-Based Sewage Treatment Plants (12.5 MLD & 20.1 MLD)
Package III – Hosur City Municipal Corporation **Location: ( )**Hosur, Tamil Nadu

Strengthening of 1,000 mm CI Pumping Main & Allied Works *From Tondiarpet 'F' (New) SPS to Kodungaiyur STP* **Location:** Tondiarpet, Chennai, Tamil Nadu

Design, Engineering, Supply, Installation, Testing & Commissioning of Odour Control Systems
For 46 Existing Sewage Pumping Stations, Including 5-Year Operation & Maintenance
Location: Chennai, Tami Nadu

Replacement of Water Distribution Mains & Construction of 38 LL Overhead Tank
Including Provision of HDPE Tanks with Plumbing Arrangements for Each Tenement
Location: Kannagi Nagar, Chennai, Tamil Nadu

Comprehensive Underground Sewerage Scheme (UGSS) for Semmencherry (Division 200)
Area XV – Expanded Chennai City
Location: Semmencherry, Chennai, Tamil Nadu



construction of 10 MLD Underground Reservoir, 3 MLD Overhead Tank & 600 mm DI Transmission Pipeline Location: Bharathi Nagar, Korukkupet, Chennai, Tamil Nadu

Major Projects Bagged During Q1 FY26-27

S. No	Name of the Client	**Project Description**	**Contract Value (₹ Cr)**
1.	Bangalore Water Supply & Sewerage Board, Bengaluru, Karnataka	Design, construction and commissioning of a 20 MLD STP, including 7-year O&M at Koramangala, Bengaluru.	**76.10**
2.	Bangalore Water Supply & Sewerage Board, Bengaluru, Karnataka	Design, construction and commissioning of a 10 MLD STP, including 7-year O&M at Basavanapura, Bengaluru.	**47.80**
3.	The Commissioner, Thiruverkadu Municipality, Thiruverkadu.	Design, engineering, build and commissioning of 46 MLD capacity sewage treatment plant at koladi with sequential batch reactor (sbr) including operation and maintenance for 10 years at Thiruverkadu	**108.40**

BOARD OF DIRECTORS

Mr. S. SESHADRI
Whole-Time Director

Mr. S. Seshadri is one of the Promoters and Whole-Time Directors of Sattva Engineering Construction Limited. He holds a Diploma in Civil Engineering and possesses over three and a half decades of experience in civil engineering and infrastructure development. Prior to the incorporation of the Company, he operated his proprietorship concern, Sri Sattva Constructions, from July 1988 to December 2005, executing various Engineering, Procurement and Construction (EPC) projects. Since the Company's incorporation in 2005, he has played a pivotal role in driving its growth, strengthening execution capabilities and expanding its presence within the water and wastewater infrastructure sector. His leadership continues to guide the Company's long-term strategy and business development initiatives

Mr. R. SEKAR
Whole-Time Director

Mr. R. Sekar is one of the Promoters and Whole-Time Directors of the Company. He holds a Diploma in Civil Engineering and a Diploma in Construction Management. With over three and a half decades of experience in wastewater engineering, infrastructure development and procurement, he has been instrumental in establishing the Company's project execution framework and operational capabilities. Prior to joining the Company, he was associated with Sri Sattva Constructions from January 1997 to December 2005 and also worked with Pioneer Building Syndicate Private Limited as a Work Supervisor. His expertise spans project planning, construction management and infrastructure execution across water and wastewater projects.

Mrs. G. SUJATHA
Whole-Time Director & Chief Financial Officer

Mrs. G. Sujatha serves as Whole-Time Director and Chief Financial Officer of the Company. She holds a Bachelor of Commerce degree and brings around three decades of experience across administration, accounts, banking and finance. Prior to joining the Company, she was associated with Sri Sattva Constructions from January 1997 to December 2005 and was also associated with Elnet Technologies Limited. She oversees the Company's financial management, compliance, treasury and administrative functions while supporting strategic decision-making and governance initiatives.

Mr. SANKAR V
Independent Director

Mr. Sankar V serves as an Independent Director of the Company. He is a Fellow Member of the Institute of Chartered Accountants of India (ICAI) and possesses over four decades of experience in finance, budgeting and corporate management. He has been associated with reputed organizations including Ashok Leyland Limited and SSI Technologies. His extensive financial expertise and independent perspective contribute significantly to the Company's governance framework and strategic oversight.

Mr. KRISHNAMACHARI D
Independent Director

Mr. Krishnamachari Doraiswamy serves as an Independent Director of the Company. He holds a Bachelor of Science degree and a Master of Engineering degree and possesses over 36 years of professional experience across manufacturing operations, project management and quality systems.

During his career, he has held leadership positions with organizations including Sundaram Industries Limited, Butterfly Gandhimathi Appliances Limited and C-Kam Steel Wire Solutions Private Limited. His extensive operational and technical expertise supports the Company's governance and strategic decision-making processes.

Mr. VENKATACHALAM S
Independent Director

Mr. Venkatachalam Sesha Ayyar serves as an Independent Director of the Company. He holds a Bachelor of Technology degree and a Post Graduate Diploma in Management and possesses over three decades of experience in managing business operations across diverse industries. During his professional career, he has held

leadership roles with organizations including Batliboi enXco Private Limited, RRB Energy Limited and Sintex Industries Limited. His extensive management experience and strategic insights contribute to the Board's oversight and long-term direction.

HUMAN CAPITAL

At Sattva Engineering Construction Limited, people are the foundation of the Company's execution capabilities, operational excellence and long-term growth. The Company's success is driven by a team of experienced professionals, engineers, project managers, technical specialists and support personnel who collectively contribute to the successful delivery of complex infrastructure projects.

Human Capital Strength	Execution Capability
93 permanent employees	Strong in-house project execution team
Experienced engineers, project managers & technical specialists	Reduced dependence on external resources
Multidisciplinary engineering expertise	Better control over quality, cost and timelines

Core Competencies	People Philosophy
Civil Engineering	Safety-first culture
Mechanical Engineering	Accountability
Electrical & Instrumentation	Technical Excellence
Project Management	Continuous Improvement
Procurement & Contracts	Employee Development
Quality Assurance & Quality Control	Collaborative Work Environment

Sattva continues to focus on building a performance-driven and collaborative work culture that emphasizes safety, accountability, technical excellence and continuous improvement. The Company remains committed to developing talent, strengthening organizational capabilities and creating an environment that supports both individual growth and business success.

As the Company expands into new geographies and adjacent infrastructure segments, human capital development will remain a key pillar of its long-term growth strategy.

TECHNOLOGY & DIGITALISATION

Technology continues to play an important role in supporting operational efficiency, project execution and business management across Sattva Engineering Construction Limited.

The Company focuses on adopting appropriate systems and processes to support project planning, monitoring, coordination and reporting across its operations. Technology-enabled workflows assist in improving operational visibility, facilitating timely decision-making and enhancing overall project management capabilities.

As infrastructure projects become increasingly complex, the Company remains committed to evaluating and adopting suitable technological solutions that support efficiency, quality and operational excellence while strengthening its ability to serve clients effectively.

During the financial year 2025-26, the Company upgraded its accounting software to strengthen its financial reporting system and improve operational efficiency and the Company has commenced its use from the financial year 2026–27. This transition is expected to enhance data accuracy, streamline accounting processes, and support more effective internal financial controls.

QUALITY, HEALTH, SAFETY & ENVIRONMENT (QHSE)

Quality, environmental responsibility and occupational health & safety are integral to Sattva Engineering Construction Limited's operational philosophy and project execution framework.

The Company has established management systems and processes designed to ensure consistent quality standards, regulatory compliance and safe working practices across all project sites and operations, ensuring adherence to technical specifications, client requirements and industry standards. Environmental considerations and sustainable construction practices are incorporated into project planning and execution processes wherever applicable.

The Company continues to maintain a strong focus on occupational health and safety, and employee well-being across all its operations. During the financial year 2025-26, there were no reportable accidents and no lost-time injuries. Regular safety training programs, toolbox talks, site inspections, and compliance monitoring were conducted to reinforce a culture of safety and risk prevention.

Through its QHSE framework, Sattva continues to strengthen stakeholder confidence, enhance operational excellence and support sustainable long-term value creation across its projects and operations.

CERTIFICATIONS & ACCREDITATIONS

Sattva holds the following internationally recognized certifications:

ISO 9001:2015

Quality Management System

ISO 14001:2015

Environmental Management System

ISO 45001:2018

Occupational Health & Safety Management System

These certifications reflect the Company's commitment to delivering high-quality infrastructure solutions while minimizing environmental impact and promoting workplace safety.

CHENNAI METROPOLITAN WATER SUPPLY AND SEWERAGE BOARD

SAVE WATER

SAFETY RECOGNITION CERTIFICATE

We recognize efforts of M/s Sattva Engineering Construction Pvt Limited Project Team who executed the "PROVIDING COMPREHENSIVE WATER SUPPLY SCHEME TO MATHUR, MADIPAKKAM, JALLADAMPETTAI AND UTHANDI IN CHENNAI CITY, and Under Contract Number CNT/WSS/NCB/Amrut-ADB/002/2017-18 in Establishing, maintaining and promoting excellent Safety standards and achieving 1.01 Lakhs injury free Man-hours worked during this project.

K. 12/1/24

EXECUTIVE ENGINEER-II

No. 1, Pumping Station Road, Chintadripet, Chennai - 600 002.

Safety Recognition Certificate from Client

AWARDS & RECOGNITION

Over the years, Sattva Engineering Construction Limited has received various recognitions for its contribution to infrastructure development and project execution excellence.

<u>2013 INDO-NEPAL SADBHAVANA AWARD</u>

Recognition for contributions towards infrastructure development and business excellence.

<u>INTERNATIONAL GOLD STAR AWARD FOR REAL ESTATE & INFRASTRUCTURE:</u>

Awarded for achievements and contributions in the infrastructure sector

<u>2014 ASIA PACIFIC ACHIEVERS AWARD - REAL ESTATE & INFRASTRUCTURE</u>

Recognition for excellence in infrastructure development and project execution.

<u>INDO-ASIA ACHIEVERS AWARD - REAL ESTATE & INFRASTRUCTURE</u>

Awarded for outstanding performance and contributions within the infrastructure industry

These recognitions reflect the Company's commitment to engineering excellence, customer satisfaction and responsible infrastructure development. Sattva continues to focus on delivering high-quality projects while maintaining strong standards of execution, governance and stakeholder value creation.

CSR & SUSTAINABILITY

SECL remains committed to fulfilling its Corporate Social Responsibility (CSR) obligations by supporting initiatives that contribute to the social and educational development of communities.

During the financial year 2025-26, the Company contributed ₹13,34,521/- (Rupees Thirteen Lakhs Thirty-Four Thousand, Five Hundred and Twenty-One Only)) towards CSR activities by providing financial support to Rajalakshmi Educational Trust. This contribution was made to promote educational initiatives and strengthen access to quality education, reflecting the Company's commitment to sustainable community development.

The Company believes that investing in education creates long-term social value and contributes to building a skilled and empowered society. Through its CSR initiatives, Sattva Engineering Construction Limited continues to uphold its responsibility towards inclusive growth and sustainable development while creating a positive impact on the communities it serves.

Baala Bodha Bhavanam Nursery & Primary School, Semmedu – Supporting quality education and creating a positive learning environment for children.

NOTICE OF THE TWENTY-FIRST (21st) ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR 2025-26

NOTICE IS HEREBY GIVEN THAT THE TWENTY-FIRST ANNUAL GENERAL MEETING (AGM) OF THE SHAREHOLDERS OF SATTVA ENGINEERING CONSTRUCTION LIMITED (FORMERLY KNOWN AS *SATTVA ENGINEERING CONSTRUCTION PRIVATE LIMITED*) ("COMPANY") WILL BE HELD ON THURSDAY. THE 10TH SEPTEMBER, 2026 AT 3:00 P.M THROUGH VIDEO CONFERENCING ("VC") FACILITY / OTHER AUDIO-VISUAL MEANS ("OAVM") TO CONSIDER AND TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

ITEM NO. 1: ADOPTION OF AUDITED FINANCIAL STATEMENTS (FY2025-26)

To receive, consider and adopt the audited financial statements of the company for the financial year ended on March 31, 2026, together with the Reports of the Board of Directors and the Statutory Auditors thereon.

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

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, including the Balance Sheet as at that date, the Statement of Profit and Loss, the Cash Flow Statement and the Notes forming part of the Financial Statements, together with the Report of the Board of Directors and the Report of the Statutory Auditors thereon, be and are hereby received, considered and adopted."

ITEM NO. 2: RE-APPOINTMENT OF DIRECTOR RETIRING BY ROTATION MR. RAJAGOPAL SEKAR (DIN: 00207519)

To appoint a Director in place of Mr. Rajagopal Sekar (DIN: 00207519), Whole-time Director, who retires by rotation and being eligible, offers himself for re-appointment.

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Articles of Association of the Company, **Mr. Rajagopal Sekar (DIN: 00207519)**, who retires by rotation at this Annual General Meeting and, being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

ITEM NO. 3: APPOINTMENT OF M/S RAGHAVAN AND MURALIDHARAN, CHARTERED ACCOUNTANTS (FRN: 007110S), AS STATUTORY AUDITORS OF THE COMPANY FOR A TERM OF FIVE (5) CONSECUTIVE YEARS.

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

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s. Raghavan and Muralidharan, Chartered Accountants (Firm Registration No. 007110S)**,** who were appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Ramanujam and Boovarahan, Chartered Accountants (Firm Registration No. 002945S) and who hold office up to the conclusion of this Annual General Meeting, be and are hereby appointed as the **Statutory Auditors of the Company to hold office for a term of five (5) consecutive years**, from the conclusion of this **Twenty-First Annual General Meeting until the conclusion of the Twenty-Sixth Annual General Meeting** of the Company, at such remuneration as may be determined by the Board of Directors in consultation with the Statutory Auditors, in addition to applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit of the accounts of the Company.

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to finalize the terms and conditions of appointment, including the remuneration payable to the Statutory Auditors, and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this Resolution."

"RESOLVED FURTHER THAT any Director of the Company or Mr. Suraj Dubey , Company Secretary & Compliance Officer, be and is hereby severally authorized to file the necessary e-forms and returns with the Registrar of Companies and to do all such acts, deeds, matters and things as may be necessary to give effect to this Resolution."

By Order of the Board
For Sattva Engineering Construction Limited

Name: Suraj Dubey
Membership No: A73320
Company Secretary and Compliance Officer
Place: Chennai
Date: August 4th 2026

NOTES

1. The Explanatory Statements pursuant to Section 102 of the Companies Act, 2013, in respect of the special businesses are annexed and form part of the notice.

2. As This Notice of the Annual General Meeting (“the Meeting”/ “AGM”) is being sent to the Members whose names appear in the list of beneficial owners as received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) and whose email address is registered with the Depository Participant(s), on Tuesday, 11 August, 2026.

   In Compliance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 03/2025 dated September 22, 2025 (issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as “MCA Circulars”), SEBI Master circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 (“SEBI circular”), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the LODR Regulations”) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”) and any other applicable law, rules, circulars, notifications and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), this Notice is being sent only through electronic mode to all its Members who have registered their email addresses with the Depository Participants.

3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with MUFG Intime India Private Limited (Formerly Link Intime India Private Ltd) (“MUFG”) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by MUFG Intime India Private Limited (Formerly Link Intime India Private Ltd) (“MUFG”').

4. Remote e-voting period starts on **Monday, September 07, 2026 at 09:00 AM (IST)** and ends on **Wednesday, September 09, 2026 at 05:00 PM (IST).** During this period shareholders of the Company, holding shares in dematerialized form, as on the cut-off date (record date) **Thursday,, September 03, 2026 (“cut-off date”)**. may cast their vote

electronically. The remote e-voting module will be disabled by **MUFG Intime India Private Limited** for voting thereafter.

5. The voting rights of Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on **Thursday, September 03, 2026 ("cut-off date")**.. Any person, who is a Member of the Company as on the cut-off date is eligible to cast their vote electronically on the resolution set forth in the Notice of the AGM. A person who is not a Member as on the Cut-off Date should treat this Notice for information purpose only.

6. The Members can join the AGM in the VC/OAVM mode either 15 minutes before or 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for all the members. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

7. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporate are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. Attendance slip including route map and proxy form are not annexed to this notice.

8. 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 electronically during the AGM.

9. The attendance of the members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

10. In compliance with the aforesaid MCA Circulars, Notice of the AGM as well as the weblink for joining the meeting is being sent only through electronic mode to those members whose email addresses are registered with the Company.

    Those shareholders whose email IDs are not registered, are requested to register their email ID with the Company, by providing their Name, Address, email ID, PAN, DP ID/ Client ID or Folio Number and Number of shares held by them by sending an email to investor.relation@sattvaengg.in.

11. Members whose shareholding is in electronic mode are requested to notify change in address, if any, and update bank account details to their respective depository participant(s).

12. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding (as per Section 170 of the Act) and the Register of Contracts or Arrangements in which the Directors are interested (as per Section 189 of the Act), and other relevant documents referred to in the Notice, may inspect the same, electronically from the date of circulation of this Notice up to the date of the AGM. Members may send their requests to secl_cs@sattvaengg.in from their registered email addresses mentioning their name, Folio numbers / DP ID and Client ID.

13. All documents referred to in the Notice shall be made available for inspection at the Registered Office of the Company up to the date of Annual General Meeting from 11:00 A.M to 1:00 P.M except Saturday, Sunday and Public Holidays. The said documents shall also be available for inspection by the Members and the same may be accessed on the website of the Company https://sattvaengg.in/notices-of-board-meeting-general-meeting/

14. The Members who wish to speak at the meeting need to register themselves as a speaker by sending an e-mail from their registered e-mail ID mentioning their name, DP ID and Client ID/Folio number and Mobile number, on e-mail ID, investor.relation@sattvaengg.in till Friday, 03rd September, 2026. Depending on the availability of time, the Company reserves the right to restrict the number of speakers at the meeting.

15. Members who would like to express their views/ask questions during the AGM may use chat facility to raise question to moderator. The moderator then will ask one by one questions during the meeting. Shareholders who would like to express their views/ ask questions during the meeting may register themselves as speaker shareholder will only be allowed to express their views/ ask questions during the meeting. Shareholders who would like to express their view/ ask question during the meeting may register themselves as speaker shareholders and may send their request mentioning name, mobile number, folio number, email id at investor.relation@sattvaengg.in who have registered themselves as speaker shareholders will only be allowed to express their views/ask questions during the meeting.

16. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to the Depository Participant with whom they are maintaining the DEMAT account.

17. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://sattvaengg.in/notices-of-board-meeting-general-meeting/. The Notice can also be accessed from the websites of the Stock Exchanges i.e., NSE Limited at www.nseindia.com and the AGM Notice is also available on the website of MUFG Intime India Private Limited (Formerly Link Intime India Private Ltd) ("MUFG") (agency for providing the Remote e-Voting facility) i.e., https://instavote.linkintime.co.in. . For any communication in this regard, members may send their request to secl_cs@sattvaengg.in .The Company shall send a physical copy of the Annual Report to those Members who request the same at secl_cs@sattvaengg.in by mentioning their correct Folio No. / DP ID and Client ID.

18. As per Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), as amended, a letter containing the web-link, including the exact path, where complete details of the Annual Report is available, is being sent to all the Shareholders who have not registered their Email IDs with the Company.

19. The Company will conduct the AGM through VC/ OAVM from its Registered Office, i.e, Greams Dugar, 4th Floor, North Wing, Old No.149, New No.64, Greams Road, Thousand Lights, Chennai, Tamil Nadu, India, 600006, which shall be deemed to be the venue of the meeting.

20. AGM is being convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars issued from time to time.

21. **GREEN INITIATIVE**

    As a responsible corporate citizen, your Company welcomes and supports the 'Green Initiative' taken by the Ministry of Corporate Affairs, Government of India. We strongly urge you to support this 'Green Initiative' by opting for electronic mode of communication and making the world a cleaner, greener and healthier place to live. For receiving all communication (including Annual Report) from the Company electronically, the members are requested to register / update their email addresses with the Registrar and Share Transfer Agent or relevant Depository Participant (DP), as the case may be.

22. The Board of Directors has appointed Mr. Rangarajan Dorairajan, Partner BP & Associates (Practicing Company Secretaries), Chennai, to act as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose.

23. REMOTE EVOTING INSTRUCTIONS

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on “Beneficial Owner” icon under “IDeAS Login Section”.

b) Click on “Beneficial Owner” icon under “IDeAS Login Section”.

c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.

d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select “Register Online for IDeAS Portal” or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.

c) Enter the last 4 digits of your bank account / generate ‘OTP’

d) Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.	Google Play	App Store

METHOD 2 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com

b) Click on the “Login” tab available under ‘Shareholder/Member’ section.

c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.

e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.

Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/ Easiest facility

METHOD 1 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com & click on New System Myeasi Tab.

b) Enter existing username, Password & click on “Login”.

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL:
https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration /
https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration

b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

METHOD 2 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com

b) Go to e-voting tab.

c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, user shall navigate through “e-voting” option.

c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on <u>the cut-off date for e-voting</u> may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **“Login”** under ‘SHARE HOLDER’ tab.

b) Enter details as under:

1. User ID: Enter User ID
2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. Click “Submit”.

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is <u>Event No + Folio no.</u> registered with the Company

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions”)

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **“Sign Up”** under ‘SHARE HOLDER’ tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is <u>Event No + Folio no.</u> registered with the Company

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)

4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

- Shareholders holding shares in **NSDL form**, shall provide 'D' above
- Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

5. Set the password of your choice.

   (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

6. Enter Image Verification (CAPTCHA) Code.

7. Click "Submit" (You have now registered on InstaVote).

   Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in

B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

C. Fill up your entity details and submit the form.

D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

B. Click on "Investor Mapping" tab under the Menu Section

C. Map the Investor with the following details:

1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.

2) 'Investor's Name - Enter Investor's Name as updated with DP.

3) 'Investor PAN' - Enter your 10-digit PAN.

4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No.".

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) After successful login, you will see "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: https://instavote.linkintime.co.in

- Click on **“Login”** under ‘SHARE HOLDER’ tab.
- Click **“forgot password?”**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: https://instavote.linkintime.co.in

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click **“forgot password?”**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

INSTAMEET VC INSTRUCTIONS:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the Companies can conduct their AGMs/ EGMs through Video Conference (VC) or other audio-visual means (OAVM) till further orders.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

b) Visit URL: https://instameet.in.mpms.mufg.com & click on **"Login"**.

c) Select the "Company Name" and register with your following details:

d) Select Check Box - **Demat Account No**. / **Folio No.** / **PAN**

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
- Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.

e) Click "Go to Meeting"
You are now registered for Insta Meet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

a) Shareholders who would like to speak during the meeting must register their request with the company.

b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.

c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

d) Other shareholder who has not registered as “Speaker Shareholder” may still ask questions to the panellist via active chat-board during the meeting.

*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

a) On the Shareholders VC page, click on the link for e-Voting “Cast your vote”

b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET

c) Click on 'Submit'.

d) After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.

e) Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against'.

f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet 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 facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

EXPLANATORY STATEMENT AND DISCLOSURE IN RESPECT OF ORDINARY BUSINESS(S)

[Pursuant to Section 102 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Item No. 3: Appointment of M/s Raghavan and Muralidharan, as the Statutory Auditors of the Company, and in this regard, to consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

M/s. Ramanujam and Boovarahan, Chartered Accountants (Firm Registration No. 002945S), resigned as the Statutory Auditors of the Company during the financial year 2025-26, thereby creating a casual vacancy in the office of the Statutory Auditors.

To fill the said casual vacancy, the Board of Directors, based on the recommendation of the Audit Committee, appointed M/s. Raghavan and Muralidharan, Chartered Accountants (Firm Registration No. 007110S) as the Statutory Auditors of the Company at its meeting held on December 11, 2025. The Members subsequently approved the said appointment at the Extraordinary General Meeting held on January 9, 2026. The said auditors hold office up to the conclusion of this Annual General Meeting.

M/s. Raghavan and Muralidharan, established in 1995, bring over 30 years of professional experience, having evolved far beyond traditional statutory audit and tax practices. Headquartered in Chennai with branch offices in Pune and Coimbatore, the firm has carved a significant position in audit and allied sectors, maintaining an uncompromising standard of professional ethics and standards.

The firm holds a valid Peer Review Certificate issued by the Institute of Chartered Accountants of India (ICAI) and is backed by associates with specialized expertise in finance, law, and information technology. Their extensive clientele spans unlisted public and private companies, large non-corporate entities, and a broad spectrum of industries including banking, nidhi, manufacturing, construction, retail, healthcare, insurance, and information technology, leveraging technology for seamless remote service delivery.

The Audit Committee and the Board of Directors have evaluated the qualifications, experience, independence, peer review status, and eligibility of M/s. Raghavan and Muralidharan, Chartered Accountants (Firm Registration No. 007110S), and have recommended their appointment as the Statutory Auditors of the Company for a period of five consecutive years, commencing from the conclusion of this Twenty-First (21st) Annual General Meeting until the conclusion of the Twenty-Sixth (26th) Annual General Meeting.

The Company has received:

a) Written consent from M/s. Raghavan and Muralidharan, Chartered Accountants, to act as the Statutory Auditors of the Company;

b) A certificate confirming that their appointment, if made, shall be in accordance with the conditions prescribed under the Companies Act, 2013 and the rules made thereunder; and

c) A confirmation that they satisfy the criteria relating to independence and eligibility under the Companies Act, 2013.

The Board recommends the Ordinary Resolution set out in Item No. 3 for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company, or their relatives are concerned or interested, financially or otherwise, in the Resolution set out in Item No. 3, except to the extent of their shareholding, if any, in the Company.

By Order of the Board
For Sattva Engineering Construction Limited

Suraj Dubey
Membership No.: A73320
Company Secretary cum Compliance Officer

Place: Chennai
Date: August 04, 2026

PARTICULARS OF DIRECTORS AS REQUIRED TO BE FURNISHED UNDER (SS-2) SECRETARIAL STANDARD ON GENERAL MEETINGS / REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

ITEM NO. 2

Name of the Director	Mr. Rajagopal Sekar
Director Identification Number (DIN)	00207519
Age	62 Years
Nationality	Indian
Qualification	Diploma in Civil Engineering and Construction Management
Designation and Category of Directorship	Whole-Time Director Executive Category
Experience and other details	He has experience of over three and half decades and contributes immensely to the waste-water Engineering, Infrastructure, & Procurement
Date of first appointment to the Board	December 21, 2005
Name of listed entities from which the person has resigned in the past three years	Nil
Current remuneration (last drawn remuneration) for the Financial Year 2025-26	₹ 42.00 Lakhs
Details of remuneration sought to be paid	Fixed Remuneration: ₹ 60.00 Lakhs per annum , Performance-Linked Bonus: ₹ 25.00 Lakhs (Variable / Performance-linked) Total Gross Compensation: ₹ 85.00 Lakhs per annum as approved by the Board of Directors at their meeting held on May 25, 2026.
Shareholding in the Company	23.42%
Terms and conditions of appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013
Details of proposed remuneration	As per the terms of Resolution proposed for approval of the shareholders.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	He is not related to any Director or KMP
Number of meetings of the Board attended during the year	09
Directorship held in other companies as on date of Notice	Nil
Memberships/Chairmanships of committees of other companies	Nil
Nature of expertise in specific functional area	Possesses extensive experience of over three and a half decades in wastewater engineering, infrastructure development, procurement, project execution and allied operational matters.

SATTVA ENGINEERING CONSTRUCTION LIMITED

(Formerly Sattva Engineering Construction Private Limited)
(Regd. Office: **GREAMS DUGAR, 4TH FLOOR, OLD NO.149, NEW NO.64, GREAMS ROAD, THOUSAND LIGHTS, CHENNAI – 600006.)**
CIN: U45201TN2005PLC058383
Email ID: sujatha@sattvaengg.in / Telephone: 044 28292303

Directors' Report

Dear Members,

The Board of Directors of your Company is pleased to present the 21st Annual Report of **Sattva Engineering Construction Limited**, together with the Audited Financial Statements for the financial year ended March 31, 2026.

The year under review reflects steady progress and sustained momentum in the Company's operations. This Report provides an overview of the Company's business performance, key developments, and operational highlights, along with insights into its strategic direction.

The Board is confident that the financial and operational performance presented in this Report demonstrates the Company's continued commitment to excellence, its achievements during the year, and the effectiveness of the strategic initiatives undertaken to drive long-term growth and enhance stakeholder value.

1. Synopsis of Financial Performance and Key Highlights

The summarized comparison of Financial Performance of the Company for the FY 2025-2026 and the FY 2024-2025 is given below:

(Rs. In Lakhs Except EPS)

Particulars	FY2025-26	FY2024-25
Revenue from Operations & Other Income (Total Income)	14,402.54	10,976.54
Less: Operating and Administrative Expenses	12,113.61	9,000.35
Profit Before Interest, Tax & Depreciation (EBITDA)	2,288.93	1,976.19
Less: Finance Cost	480.16	679.31
Less: Depreciation & Amortization Expenses	37.49	35.53
Profit before prior-period items, extraordinary items and tax	1,771.28	1,261.35
Less: Prior-Period Items	-16.24	-
Profit before extraordinary items and tax	1,787.52	1,261.35
Less: Extraordinary items	-	-
Profit Before Tax (PBT)	1,787.52	1,261.35
Less: Total Tax Expenses	478.12	347.44
Net Profit/(Loss) After Tax	1,309.40	913.91
Weighted Average number of shares outstanding (at the F.V. of ` 10/- each)	1,54,65,591	1,19,69,415
Earning Per Equity Share - (Basic & Diluted) (Rs.)	8.47	7.64
During the year under review, the Gross Revenue of the Company amounting to Rs.14,322.86 Lakhs (Previous Year - Rs. 10,856.60 Lakhs) recorded a significant increase. Corresponding to this increase, the Profit after tax recorded a significant increase and amounted to Rs. 1,309.40 lakhs (Previous year - Rs. 913.91 lakhs). Directors are confident that the Revenue and the profitability of the Company would continue to record a progressive increase in the coming years.		

2. Brief History of the Company, Overview of the Industry and Important Changes in The Industry during the Previous Financial Year

M/s. Sattva Engineering Construction Limited was originally incorporated on December 21, 2005 as a private limited company under the name "Sattva Engineering Construction Private Limited" and was subsequently converted into a public limited company under the name "Sattva Engineering Construction Limited". Over the years, the Company has established its presence as an Engineering, Procurement and Construction (EPC) contractor engaged primarily in execution of infrastructure projects relating to water supply, sewerage systems, wastewater treatment plants, underground drainage systems and allied civil construction activities.

The Company undertakes turnkey EPC projects involving design, engineering, procurement, construction, testing, commissioning and operation & maintenance services for various Government and quasi-Government authorities. With over two decades of operational experience, the Company has developed technical expertise and execution capabilities in the water infrastructure sector and continues to focus on timely project delivery, operational efficiency and quality standards.

During the financial year under review, the Company achieved a significant milestone with the successful completion of its Initial Public Offer (IPO) and listing of its equity shares on the NSE EMERGE platform on September 03, 2025. The listing has strengthened the Company's capital base, enhanced corporate visibility and improved its ability to pursue future growth opportunities.

During the year under review, the Company expanded its geographical presence beyond its existing operations in Tamil Nadu by entering into the State of Karnataka and exploring infrastructure opportunities in the region. This expansion marks an important step in the Company's growth strategy and is expected to strengthen its market presence and diversify its project portfolio in the coming years.

The infrastructure and EPC industry in India continued to witness positive momentum during the financial year 2025–26, particularly in the areas of water supply, sanitation, wastewater management and urban infrastructure development. Increased focus by the Central and State Governments on sustainable water management, rural and urban water supply schemes, sewage treatment infrastructure and environmental sustainability has resulted in growing opportunities for EPC companies operating in this sector.

Government initiatives such as Jal Jeevan Mission, AMRUT, Smart City projects and various State-level water infrastructure programs continued to drive investments in water and wastewater management projects. The sector also witnessed increasing emphasis on modernization of urban infrastructure, efficient wastewater treatment systems and long-term operation & maintenance contracts.

During the year under review, the Company also continued its efforts towards expanding and re-establishing its Industrial and Utility Buildings segment to diversify its operations and explore additional growth opportunities. Although no projects were secured in this segment during the year, the Company remains optimistic about the future potential of this business vertical.

However, the industry continued to face certain challenges including competitive bidding pressures, fluctuations in raw material prices, working capital intensity and project execution risks arising from regulatory approvals and site-related constraints. Despite these challenges, the Company continued to maintain focus on efficient execution, cost optimization and strengthening of its order pipeline.

Your Directors are confident that the continued investment in infrastructure development, particularly in the water and wastewater sector, coupled with the Company's execution capabilities and industry experience, will support sustainable growth and long-term value creation for all stakeholders.

3. Basis of Preparation of Financial Statements

The Audited Financial Statements for the FY 2025-2026, forming part of this Annual Report, have been prepared in accordance with Accounting Standards notified under Section 133 of the Companies Act, 2013 (the "Act") and presentation requirements of the Schedule III of the Companies Act , 2013.

In accordance with the provisions of Section 136(1) of the Act, the Company has duly placed on its website ***www.sattvaengg.in*** the Annual Report of the Company comprising therein its Financial Statements for the FY 2025-2026.

4. Share Capital and Changes thereon

During FY 2025-2026, following changes have taken place in the share capital structure of the Company:

Nature of shares		**As on March 31, 2025 (No. of shares)**	**Addition / Reduction**	**As on March 31, 2026 (No. of shares)**
Authorised Share	Equity share (F.V. Rs. 10/-)	1,80,00,000	-	180,00,000
Issued, subscribed & paid-up shares	Equity share (F.V. Rs. 10/-)	1,27,51,816	47,16,800	1,74,68,616

During the year, the Company successfully made Initial Public Offer of 47,16,800 Equity Shares of Rs.10 each (the "Equity Shares") for cash at a price of Rs. 75 per Equity Share (including a Share Premium of Rs.65/- per Equity Share) aggregating to Rs. 3,537.60 Lakhs.

5. Employee Stock Option Scheme, 2025

The Members of the Company, at the Extraordinary General Meeting held on 26 February 2025, approved the Sattva Engineering Construction Limited – Employee Stock Option Scheme, 2025 ("SECL ESOP 2025"), prior to the listing of the equity shares of the Company. The Scheme provides for the grant of up to 50,000 stock options to the eligible employees of the Company in accordance with the terms of the Scheme and the applicable provisions of law.

During the financial year ended 31 March 2026, no stock options were granted, vested, exercised, lapsed or remained outstanding under the Scheme.

The Company shall undertake implementation of the Scheme upon obtaining such approvals, if any, as may be required under the applicable provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

6. Listing Information

- With an issue size of 47,16,800 Equity Shares aggregating up to Rs. 3,537.60 Lakhs, the issue was open for subscription from August 26, 2025 till August 29, 2025.
- The equity shares of the Company was listed on EMERGE platform of NSE as on September 03, 2025.
- The annual listing fees for the FY 2026-2027 have been duly paid to the Stock Exchange.
- Further the Annual Custody Charges to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for the FY 2025-2026 & FY 2026-2027 has also been paid.

7. Transfer to Reserves

The total Reserves and Surplus stood at Rs. 7,067.72 Lakhs as on March 31, 2026 as against Rs. 3,066.82 Lakhs as on March 31, 2025.

The profit after tax for the financial year has been retained in the Statement of Profit and Loss and carried forward to the Balance Sheet under "Reserves and Surplus."

8. Dividend

The Board of Directors has decided not to recommend any dividend for the financial year 2025-26. This decision is based on a well-considered strategy to conserve and retain funds for reinvestment in the Company's growth and expansion plans. The Board believes that such reinvestment will enhance the Company's long-term value creation for its shareholders.

Pursuant to Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations"), the Company is not required to formulate a 'Dividend Distribution Policy' as the Company does not fall into the criteria of top 1000 listed entities based on market capitalization. However, the Company has voluntarily formulated a Dividend Distribution Policy, which is available on its website at https://sattvaengg.in/disclosure-under-regulation/

9. Deposits

During the year under review, the Company has not accepted, renewed, or repaid any deposits, and there are no outstanding deposits as on March 31, 2026.

10. Information of Subsidiary / Wholly Owned Subsidiary/ Joint Ventures /Associate Companies

As on March 31, 2026, the Company did not have any subsidiary, joint venture or associate company within the meaning of the Companies Act, 2013. Further, the Company was not a subsidiary of any other company.

11. Particulars of Loans, Guarantees or Investments

{Pursuant to Section 186 of the Act read with relevant rules thereunder}

The Company has not given any loans, provided any guarantees or securities, or made any investments under Section 186 of the Companies Act, 2013 during the financial year under review.

12. Changes in the Nature of Business

The Company did not undergo any change in the nature of its business during the FY 2025-26.

13. Corporate Social Responsibility ("CSR")

{Pursuant to Section 135 of the Act read with relevant Rules thereunder}

During the financial year 2025-26, the Company was required to spend ₹13.34 Lakhs being 2% of the average net profits of the immediately preceding three financial years. The Company has fully spent the said amount by contributing to M/s. Rajalakshmi Educational Trust towards eligible CSR activities. Accordingly, there is no unspent CSR amount for the year under review.

The CSR Committee oversees and monitors the implementation of CSR initiatives. As on the date of this Report.

The CSR Committee comprises the following Directors:

Mr. Venkatraman Sankar – Chairman
Mr. Rajagopal Sekar - Member
Mr. Santhanam Sesahdri - Member

The Annual Report on CSR activities, containing detailed disclosures as prescribed under the Act, is annexed as Annexure - D and forms an integral part of this Report.

The CSR Policy of the Company is available on the Company's website at https://sattvaengg.in/disclosure-under-regulation/

14. Health, Safety and Environment (HSE)

Your Directors place importance on maintaining a safe, healthy and environmentally responsible workplace and remain committed to complying with applicable health, safety and environmental laws and regulations.

Your Directors state that the Company has adopted a Health, Safety and Environment (HSE) Policy and takes necessary measures to ensure safe working conditions for its employees and other stakeholders associated with its operations.

Your Directors further affirm that the Company will continue to focus on improving its health, safety and environmental practices in line with the nature and scale of its operations.

15. Prevention of Sexual Harassment of Employees at Workplace

{Pursuant to the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, as amended}

The Company is committed to maintaining a workplace that is free from discrimination, bias, prejudice, and all forms of harassment, including sexual harassment. It strives to cultivate an environment that is safe, respectful, inclusive, and conducive to the well-being of all employees, ensuring that every individual is treated with dignity and respect, irrespective of gender, background, role, or personal beliefs.

Guided by the principle that prevention is better than redressal, the Company adopts a proactive approach to eliminating inappropriate conduct and promoting a culture of mutual respect and accountability. In furtherance of this commitment, the Company has implemented a comprehensive Policy on the Prevention, Prohibition, and Redressal of Sexual Harassment at the Workplace, in accordance with the applicable provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Through these measures, the Company reinforces its dedication to fostering a positive, secure, and empowering work environment for all employees.

The following is the summary of Sexual Harassment complaints received and disposed of during the year 2025-2026.

No. of Complaints Received	Nil
No. of Complaints Disposed off	Nil
No. of cases pending for more than ninety days	Nil

16. Compliance with the Maternity Benefit Act, 1961

Your Directors confirm that the Company has complied with the applicable provisions of the Maternity Benefit Act, 1961 during the financial year 2025-26, to the extent applicable.

During the year under review, no employee availed maternity benefits under the provisions of the Act and accordingly, no maternity benefit claims arose during the financial year.

The Company remains committed to complying with all applicable statutory requirements relating to employee welfare and benefits.

17. Auditors

(a) Statutory Auditors

{Pursuant to Section 139, 141 and 142 of the Act read with relevant Rules thereunder}

M/s. Ramanujam and Boovarahan, Chartered Accountants **(FRN: 002945S**), had been appointed as the Statutory Auditors of the Company for a term of five consecutive financial years from FY2025-26 to FY 2029-30. However, they **resigned** from their office as Statutory Auditors on November 27, 2025, during the financial year under review.

To fill the casual vacancy caused by the resignation of the Statutory Auditors, **M/s. Raghavan & Muralidharan,** Chartered Accountants (**FRN: 007110S**), were appointed as the Statutory Auditors of the Company at the Extra - Ordinary General Meeting (EGM) held on January 9, 2026. They shall hold office until the conclusion of the ensuing Annual General Meeting

The Independent Auditor's Report on the Audited Financial Statements of the Company for the FY 2025-2026 has no audit qualifications, reservations, adverse remarks or disclaimer. Also, the said Auditors have not reported any matter under Section 143(12) of the Act.

(b) Secretarial Auditors

{Pursuant to the provisions of Section 204 of the Act read with relevant Rules thereunder}

M/s. VAK & Associates, Company Secretaries (FRN: P2025TN322600), have been appointed as the Secretarial Auditors of the Company by the Board of Directors at its meeting held on **December 11, 2025**, for a term of five consecutive financial years, i.e., from FY 2025-26 to FY 2029-30.

The Secretarial Auditors have conducted the audit of the Company's secretarial records for the financial year 2025-26.

Secretarial Audit Report

The Secretarial Audit Report for the financial year 2025-26 is annexed to the Board's Report as "**Annexure-E**". The report does not contain any qualifications, reservations, adverse remarks, or disclaimers for FY 2025-26.

(c) Cost Auditors

{Pursuant to Section 148 of the Act read with relevant Rules thereunder}

The provisions relating to maintenance of cost records and appointment of Cost Auditors under Section 148 of the Companies Act, 2013 are not applicable to the Company for the financial year under review. Accordingly, the Company is not required to appoint Cost Auditors.

(d) Internal Auditors

(Pursuant to Section 138 of the Act read with relevant Rules thereunder}

M/s Vikas Mishra & Company, Chartered Accountants (FRN: 026497S), were appointed as the Internal Auditor of the Company for the financial year 2025-26. The Internal Auditors conducted periodic audits during the year and their reports were reviewed by the Audit Committee. The Internal Auditor's reports did not contain any major adverse observations during the period under review.

18. Internal Control Systems and Adequacy of Internal Financial Controls with Respect to the Financial Statements

{Pursuant to provisions of Section 134(5) of the Act read with relevant Rules thereunder}

The Company has established adequate internal control systems commensurate with the size, scale, and complexity of its operations. These systems are designed to ensure the orderly and efficient conduct of business, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

The Company has also implemented adequate internal financial controls over financial reporting, which are operating effectively. These controls ensure the accuracy and completeness of accounting records and the timely preparation of reliable financial statements in accordance with applicable accounting standards.

The internal control framework is supported by periodic internal audits, conducted by M/s. Vikas Mishra & Company, Chartered Accountants. The findings and recommendations of the internal auditors are reviewed by the Audit Committee of the Board, which monitors the implementation of corrective actions and continuously evaluates the effectiveness of the control systems.

During the financial year 2025-26, the Company upgraded its accounting software to strengthen its financial reporting system and improve operational efficiency and the Company has commenced its use from the financial year 2026-27. This transition is expected to enhance data accuracy, streamline accounting processes, and support more effective internal financial controls.

Based on the review carried out, the Board is of the opinion that the Company's internal financial controls with reference to the financial statements are adequate and operating effectively.

19. Reporting of Frauds by the Statutory Auditors

{Pursuant to Section 143(12) of the Act read with relevant Rules thereunder}

There was no instance of fraud during the FY 2025-2026, which required the Statutory Auditors to report to the Audit Committee and / or Board.

20. Corporate Governance Report

Pursuant to exemption granted to the SME listed Companies under Regulation 15(2)(b) of the Listing Regulations, the requirement of submission of Corporate Governance Report as a part of the Annual Report is not applicable to the company. Accordingly, the said report is not annexed with the Board's Report.

21. Conservation of Energy

The Company continues to conserve energy to the extent possible across all areas of its operation. However, the Company is yet to initiate steps towards utilization of alternative sources of energy.

22. Research and Development, Technology Absorption etc.

{Pursuant to Section 134(3)(m) of the Act read with relevant Rules thereunder}
The matters relating to Research and Development, Technology Absorption, etc. are not applicable to the Company. However, the Company adopts updated technology wherever possible.

23. Foreign Exchange Earnings and Outgo:

Inflow: Nil

Outflow: Nil

24. Disclosure Relating to Remuneration of Directors, Key Managerial Personnel and Particulars of Employees

{Pursuant to Section 197(12) of the Act read with relevant Rules thereunder}

The details of remuneration of Directors, Key Managerial Personnel and Particulars of Employees and other information required, are annexed as **"Annexure-B"** which forms an integral part of this Board's Report.

25. Management Discussion and Analysis Report

{Pursuant to Regulation 34 of the Listing Regulations}

A comprehensive Management Discussion and Analysis Report for the FY 2025-2026 inclusive of several significant aspects of your Company's performance and the industry landscape which includes Company's business operations and performance review, global & Indian industry trends, key financial ratios and other required details is annexed as "**Annexure-A"** which forms an integral part of this Board's Report.

26. Related Party Transactions

{Pursuant to Section 134(3) (h) and 188 of the Act and Regulation 23 of the Listing Regulations}

Your Company is committed to adhere the highest standards of corporate governance, transparency and accountability. In compliance with the corporate governance standards, Related Party Transaction Policy and Section 177 & 188 of the Act, all the transactions entered with the related parties during the financial year are in the ordinary course of business and at arm's length basis.

During the FY 2025-2026, the Company was required to comply with the Regulation 23 of the Listing Regulations (Related Party Transactions), with effect from April 01, 2025, the said provisions have been made applicable to the Company vide SEBI Circular No. SEBI/LAD NRO/GN/2025/239 dated March 27, 2025.

A statement showing particulars of contracts and arrangements with related parties in the prescribed Form-AOC-2 is annexed as "**Annexure-C**" which forms an integral part of this Board's Report.

The Board of Directors has approved a policy on Related Party Transactions and is available on the website of the Company at: https://sattvaengg.in/wp-content/uploads/2025/04/16.-Policy-on-related-parties-transactions.pdf

27. Material Changes / Commitments during the Financial Year

During the financial year under review, the Company successfully completed its Initial Public Offer (IPO), pursuant to which **47,16,800 equity shares** were issued at a price of **Rs.75(Seventy-Five Only) per share**, aggregating to **Rs.35,37,60,000**(Rupees Thirty-Five Crore Thirty-Seven Lakhs and Sixty Thousand Only). The equity shares of the Company were listed on NSE Emerge on 3rd September, 2026.

The successful completion of the IPO and listing has strengthened the Company's capital base, enhanced its financial flexibility, and improved its visibility and credibility in the market, thereby positioning it to capitalize on future growth opportunities.

Use of IPO / Public Issue Proceeds

The Company confirms that the proceeds raised through its Initial Public Offer (IPO), wherever applicable, have been utilised in accordance with the objects as stated in the Prospectus/Offer Document. The utilisation of funds has been in line with the intended purposes, and there has been no deviation or variation in the deployment of such proceeds during the financial year under review.

28. Directors' Responsibility Statement

{Pursuant to Section 134(3)(c) and Section 134(5) of the Act read with relevant Rules thereunder}

For the Directors' Responsibility Statement in relation to financial statements of the Company for the year ended on March 31, 2026, the Board of Directors states that:

a) In the preparation of the annual accounts, the applicable accounting standards had been followed and there are no material departures from the same;

b) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2026 and of the profit and loss of the company for the financial year ended on March 31, 2026;

c) The directors have taken proper and sufficient care for the 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 fraud and other irregularities;

d) The annual accounts / financial statements have been prepared on a 'going concern' basis;

e) Proper internal financial controls are in place and are adequate and operating effectively; and

f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

29. Performance Evaluation of the Board of Directors, Committees and Individual Directors:

{Pursuant to the provision of the Act read with the Schedule IV and Listing Regulations read with the Guidance Note on Board Evaluation as issued by the SEBI in January 2017}

Performance evaluation serves as a vital tool for enhancing the overall effectiveness of the Board. The Board of Directors has established and approved a structured mechanism for conducting the Annual Performance Evaluation of the Board as a whole, its individual Directors, and the Chairperson.

Periodic evaluations help ensure that Board Members remain aligned with their roles and responsibilities while promoting the adoption of sound corporate governance practices. The primary objectives of the evaluation process include assessing the composition and functioning of the Board and its Committees, strengthening effectiveness, leveraging collective strengths, addressing areas of improvement, and fostering robust corporate relationships. Likewise, the performance evaluation of individual Directors aims to determine their level of engagement, participation in Board and Committee meetings, and contribution towards the achievement of the Company's strategic goals.

Recognizing the importance of this process, the Board remains committed to maintaining an effective and transparent evaluation framework.

During the FY 2025-2026, the Board & Committee evaluation was conducted, complying with all the applicable criteria of evaluation as envisaged in the "SEBI Guidance Note on Board Evaluation" through a structured questionnaire designed with the parameters and feedback based on ratings.

On February 25, 2026, a separate meeting of the Independent Directors of the Company was held to review the performance of the Non-Independent Directors and the Board as a whole and to assess the quality, quantity, and timeliness of the flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

Performance Evaluation of the Independent Directors was carried out by the Board of Director in accordance with the Schedule IV of the Act.

30. Key Managerial Personnel

{Pursuant to provisions of Section 203 of the Act read with relevant Rules thereunder}

The Company comprises of dynamic, well qualified, experienced, specialized and versatile professionals in the Management of the Company who are designated as 'Key Managerial Personnel (KMP)' in compliance with applicable provisions.

The details of the Key Managerial Personnel of the Company as on March 31, 2026 and those who have been appointed and resigned during the financial year are as under:

Sr. No.	Name of Key Managerial Personnel	Designation
1.	Mr.S.Seshadri	Whole-time Director

2.	Mr.R.Sekar	Whole-time Director
3.	Ms.G.Sujatha	Chief Financial Officer cum Whole-time Director
4.	Mr.Laxmikanth Tangudu (Appointed w.e.f. July 11, 2025; Resigned w.e.f. July 15, 2026)	Company Secretary cum Compliance Officer
5.	Mr.Balaji Srinivasan (Appointed w.e.f. December 16, 2024; Resigned w.e.f. July 11, 2025)	Company Secretary cum Compliance Officer

Changes in Key Managerial Personnel after the end of the financial year

Subsequent to the close of the financial year, Mr. Laxmikanth Tangudu resigned from the position of Company Secretary and Compliance Officer of the Company with effect from 15th July, 2026. Further, Mr. Suraj Dubey was appointed as Company Secretary and Compliance Officer of the Company with effect from 4th August, 2026.

31. Board of Directors

The Board of Directors of the Company is fully committed to providing the strategic direction towards long-term success of the Company. They ensure long-term sustainability, create value, delegate responsibilities, manage risks and ensure high- quality governance to keep the Company on the path of sustainable growth and development.

During the financial year, the Members at the Annual General Meeting held on August, 16th 2025 approved the re-appointment of Mr. Santhanam Seshadri, Whole-time Director, who retired by rotation and, being eligible, offered himself for re-appointment.

At the same Annual General Meeting, the Members also approved the re-appointment of the following Independent Directors for a second term of five consecutive years:

- Mr. Venkatraman Sankar, Independent Director, with effect from November 02nd, 2025
- Mr. Krishnamachari Doraiswamy, Independent Director, with effect from February, 14th 2026
- Mr. Venkatachalam Sesha Ayyar, Independent Director, with effect from February, 20th 2026
- The details of size and composition of the Board is provided below:

Sr. No.	Names of Directors	Designation
1.	Mr.Santhanam Seshadri (DIN: 00161517)	Whole-time Director
2.	Mr.Rajagopal Sekar (DIN: 00207519)	Whole-time Director
3.	Ms. Govindharajan Sujatha (DIN: 10937139)	Whole-time Director cum CFO
4.	Mr.Venkatraman Sankar (DIN: 03562649)	Non-executive Independent Director

5.	Mr. Krishnamachari Doraiswamy (DIN: 03487869)	Non-executive Independent Director
6.	Mr. Venkatachalam Sesha Ayyar (DIN: 06698233)	Non-executive Independent Director

- All the Directors of the Company have confirmed that they are not disqualified from being appointed or to continue as Directors of the Company in terms of Section 164 of the Act.
- The Company has received necessary declarations from each of the Independent Directors under Section 149(7) of the Act that they meet the criteria of independence laid down in Section 149(6) of the Act and Regulations 16(1)(b) & 25 of the Listing Regulations and also in the opinion of the Board and as confirmed by these Directors, they fulfil the conditions specified in Section 149 of the Act and the rules made thereunder about their status as Independent Directors of the Company.

Further, in accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. R. Sekar,(DIN:00207519) whole-time Director, retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for re-appointment.

32. Board Meetings

There were total 10 (ten) Board Meetings held during the FY 2025-2026 for consideration and approval of the various agenda items which were circulated well in advance to the Board of Directors. The details of the meetings viz. dates, number of meetings held, attendance details etc. are mentioned below:

Sr. No.	Date	No. of Directors entitled to attend meeting	No. of Directors attended meeting
1.	09.04.2025	6	6
2.	11.07.2025	6	5
3.	11.08.2025	6	6
4.	13.08.2025	6	5
5.	29.08.2025	6	6
6.	01.09.2025	6	6
7.	07.11.2025	6	6
8.	11.12.2025	6	5
9.	03.03.2026	6	5
10.	23.03.2026	6	6

33. Committees of the Board of Directors

The Committees of the Board of Directors are entrusted with oversight of specific and diverse functional areas, enabling informed decision-making within the scope of delegated authority.

These Committees also make focused recommendations to the Board on matters falling under their respective domains. All decisions and recommendations made by the Committees are submitted to the Board for its information or approval, as appropriate.

Composition of the Committees:

Audit Committee

Sr. No.	Name of the Director	Nature of Membership	Nature of Directorship
1.	Mr. Venkatraman Sankar	Chairman	Independent Director
2.	Mr. Krishnamachari Doraiswamy	Member	Independent Director
3.	Mr. Venkatachalam Sesha Ayyar	Member	Independent Director

Nomination and Remuneration Committee

Sr. No.	Name of the Director	Nature of Membership	Nature of Directorship
1.	Mr. Venkatachalam Sesha Ayyar	Chairman	Independent Director
2.	Mr. Venkatraman Sankar	Member	Independent Director
3.	Mr. Krishnamachari Doraiswamy	Member	Independent Director

Stakeholders Relationship Committee

Sr. No.	Name of the Director	Nature of Membership	Nature of Directorship
1.	Mr. Venkatraman Sankar	Chairman	Independent Director
2.	Mr.Santhanam Seshadri	Member	Whole-time Director
3.	Mr. Rajagopal Sekar	Member	Whole-time Director

Corporate Social Responsibility Committee

Sr. No.	Name of the Director	Nature of Membership	Nature of Directorship
1.	Mr. Venkatraman Sankar	Chairman	Independent Director
2.	Mr. Santhanam Seshadri	Member	Whole-time Director
3.	Mr. Rajagopal Sekar	Member	Whole-time Director

IPO Committee

Sr. No.	Name of the Director	Nature of Membership	Nature of Directorship
1.	Mr.Santhanam Seshadri	Chairman	Whole-time Director
2.	Mr.Rajagopal Sekar	Member	Whole-time Director
3.	Mrs.G Sujatha	Member	Whole-time Director cum CFO

Attendance in the Committee Meetings during the Year:

Sr. No.	Name of the Committee	Date of Committee meeting	No. of Members entitled to attend	No. of Members attended
1.	Audit Committee	09.04.2025	3	3

2.	Audit Committee	11.08.2025	3	3
3.	Audit Committee	13.08.2025	3	2
4.	Audit Committee	07.11.2025	3	3
5.	Audit Committee	11.12.2025	3	3
6.	Audit Committee	03.03.2026	3	2
7.	Audit Committee	23.03.2026	3	3
8.	Nomination & Remuneration Committee	11.08.2025	3	3
9.	Nomination & Remuneration Committee	25.02.2026	3	3
10.	Stakeholders Relationship Committee	03.03.2026	3	3
11.	IPO Committee	01.08.2025	3	3
12.	IPO Committee	18.08.2025	3	3
13.	IPO Committee	19.08.2025	3	3
14.	IPO Committee	25.08.2025	3	3
15.	Independent Director Meeting	19.08.2025	3	2
16.	Independent Directors Meeting	25.02.2026	3	3

34. Policies of the Company

Your Company has adopted the policies to ensure good governance and transparency in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable,

All the policies of the Company are available at website of the Company at: https://sattvaengg.in/disclosure-under-regulation/

35. Declaration of Compliance & Code of Conduct:

Directors and Senior Management have affirmed compliance with the Company's Code of Conduct, and the necessary declarations have been obtained by the Company.

36. Risk Management

The Company is operating in a very competitive market. Responding to the tenders floated by various clients, who mainly comprise, Government and quasi Government authorities and obtaining Orders on the basis of the lowest price is a big challenge. There is an adequate mechanism in place for risks and uncertainties that can impact its ability to achieve its strategic objectives, risk assessment, risk mitigation and minimization procedures and periodical review.

37. Annual Return

{Pursuant to Section 92 and Section 134(3)(a) of the Act read with relevant Rules thereunder}
The Annual Return of the Company for the FY 2025-2026, will be available on the Company's website at https://sattvaengg.in/financial-reports/

38. Disclosures with Respect to Demat Suspense Account/ Unclaimed Suspense Account

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

39. Adherence to Statutory Compliances

During the FY 2025-2026, the Company had complied with all the applicable statutory compliances of the Act, the SEBI (LODR) Regulations, 2015, Secretarial Standards issued by ICSI and other laws, provision.

40. Significant and Material Orders Passed by the Regulators

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

41. Prevention of Insider Trading

The Company has in place the Code of Conduct for Prohibition of Insider Trading ("the Code") and Code on Fair Disclosures. The policy and procedures are framed to regulate, monitor and report trading by the Designated Persons along with their Immediate Relative(s) and for other aspects under the SEBI (Prohibition of Insider Trading) Regulations, 2015, such as inquiries in case of a leak or suspected leak of Unpublished Price Sensitive Information (UPSI). The Code is available on the website of the Company at https://sattvaengg.in/disclosure-under-regulation/

42. Website

The Company maintains a functional and regularly updated website, wherein all statutory information, policies, returns, reports, and other relevant documents are hosted in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The website of the Company can be accessed at: www.sattvaengg.in

43. Material Changes and Commitments, If Any, After Balance Sheet Date

There have been no material changes and commitments, which affect the financial position of the Company, that have occurred between the end of the financial year to which the financial statements relate and the date of this report.

44. Application under the Insolvency and Bankruptcy Code, 2016:

During FY 2025-2026, your Company has neither made any application nor were any proceedings initiated/pending against the Company under the Insolvency and Bankruptcy Code, 2016 as at the year ended on March 31, 2026.

45. Details of Settlement Done With Banks or Financial Institutions

During the FY 2025-2026, there were no such settlements entered into with any banks or financial institutions

46. Vigil Mechanism:

Pursuant to Section 177 of the Companies Act, 2013 read with the Rules made thereunder, the Audit Committee of the Company oversees a Vigil Mechanism.

The Company has adopted a Vigil Mechanism / Whistle Blower Policy to address instances of unethical behaviour, actual or suspected fraud, and violations of the Company's Code of Conduct. The mechanism encourages employees and stakeholders to report genuine concerns or grievances in a responsible manner.

The Policy provides for strict confidentiality and includes adequate safeguards against victimization of whistle-blowers who avail themselves of this mechanism. It also ensures that, in appropriate cases, whistle-blowers have direct access to the Chairman of the Audit Committee.

The Whistle Blower Policy is hosted on the website of the Company at https://sattvaengg.in/disclosure-under-regulation/

47. Acknowledgement & Appreciation

The Board of Directors places on record its sincere appreciation to the Banks, Financial Institutions, Government Authorities, including Central and State Governments, the Ministry of Corporate Affairs, the Securities and Exchange Board of India, the Stock Exchange, Registrar and Share Transfer Agent, and all other statutory and regulatory bodies for their continued support, cooperation, and valuable guidance.

The Board also expresses its deep gratitude to its customers, business partners, consultants, vendors, service providers, shareholders, investors, and all other stakeholders for their continued trust, confidence, and association, which have been vital to the Company's sustained growth and performance.

The Board further recognizes the collective efforts of the entire Sattva team for their passion, perseverance, and commitment to excellence. Their valuable contributions continue to strengthen the Company's foundation and enable it to achieve its objectives and pursue future growth opportunities with confidence.

Place: Chennai
Date: 04.08.2026

For and on behalf of the Board of Directors
Sattva Engineering Construction Limited

Santhanam Seshadri	**Rajagopal Sekar**
Whole-time Director	Whole-time Director
(DIN: 00161517)	(DIN: 00207519)


NSE Emerge
SECL SATTVA ENGINEERING CONSTRUCTION LIMITED
LISTING CEREMONY
AT
NSE EMERGE
ON 3RD SEPTEMBER 2025
Listed on
September 03, 2025

Annexure - A

MANAGEMENT DISCUSSION AND ANALYSIS

Global & Indian Economic Outlook

The global economy demonstrated resilience during 2025 despite heightened trade policy uncertainty and geopolitical tensions. However, the outbreak of conflict in the Middle East has introduced new risks to global growth, inflation, and financial stability. Rising energy prices, supply chain disruptions, and elevated uncertainty are expected to weigh on economic activity across regions.

According to the International Monetary Fund (IMF), global growth is projected at 3.1% in 2026 and 3.2% in 2027 under investment activity, and resilient labour markets support growth prospects, geopolitical developments and commodity price volatility remain key risks to the outlook.

Inflation is expected to remain elevated in the near term due to energy-related pressures, while financial markets continue to monitor developments in global trade and geopolitical conditions. Policymakers across major economies are expected to focus on maintaining macroeconomic stability while supporting sustainable long-term growth. Its reference forecase. While technological innovation, continued

Global Economic Indicators

- 2025: Global GDP Growth 2.7% | Global Inflation 4.1%
- 2026E: Global GDP Growth 3.1% | Global Inflation 4.4%
- 2027E: Global GDP Growth 3.2% | Global Inflation 3.7%

Key Global Themes

- Geopolitical uncertainty and energy market volatility
- Continued investment in technology and digital transformation
- Resilient labour markets across major economies
- Ongoing global supply chain realignment
- Moderating but persistent inflationary pressures

Sources: IMF – World Economic Outlook, April 2026

INDIAN ECONOMIC OUTLOOK

India remained the fastest-growing major economy in FY26, supported by strong domestic demand, stable macroeconomic fundamentals, and sustained policy support. Despite global trade disruptions and geopolitical uncertainties, economic growth accelerated to 7.6% in FY26 compared with 7.1% in FY25.

Growth was driven by robust performance across manufacturing and services sectors, supported by accommodative monetary conditions, moderating inflation, and continued public investment. Strong domestic consumption, infrastructure development, and formal employment generation continue to reinforce India's long-term growth trajectory.

The World Bank projects India's growth at 6.6% in FY27, reflecting temporary external headwinds arising from global geopolitical developments and higher energy prices. Over the medium term, favourable demographics, expanding urbanisation, rising incomes, and ongoing structural reforms are expected to sustain India's position among the world's fastest-growing major economies.

India Economic Indicators

- FY25 GDP Growth: 7.1%
- FY26 GDP Growth: 7.6%
- FY27E GDP Growth: 6.6%

Current Account Deficit (% of GDP)

- FY25: 1.3%
- FY26: 1.0%
- FY27E: 1.8%

General Government Fiscal Deficit (% of GDP)

- FY25: 7.7%
- FY26: 7.4%
- FY27E: 7.6%

Key Growth Drivers

- Strong domestic consumption and private demand
- Continued infrastructure and capital expenditure investments

- Expansion of manufacturing and services sectors
- Rising urbanisation and formalisation of the economy
- Supportive policy framework and structural reforms

India Outlook Highlights

- Fastest-growing major economy globally in FY26
- Inflation moderated significantly during FY26
- Formal employment creation remained strong
- Fiscal consolidation continued while supporting growth
- Long-term outlook supported by demographics and urbanization

Sources: World Bank – India Development Update, April 2026

GLOBAL WATER INFRASTRUCTURE INDUSTRY MARKET OVERVIEW

Water infrastructure has emerged as one of the most strategically critical and investment-intensive segments of the global infrastructure landscape. The United Nations estimates that approximately 2.2 billion people globally lack access to safely managed drinking water, while 3.5 billion people lack access to safely managed sanitation - deficits that have significant humanitarian, public health, and economic consequences. Against this backdrop, the global water and wastewater treatment market is experiencing robust growth, driven by the convergence of climate stress, population growth, urbanisation, and increasingly stringent environmental and public health regulations.

The global water infrastructure market - encompassing water supply, treatment, distribution, wastewater management, and related technology - was valued at approximately USD 1.0–1.1 trillion in 2024 and is projected to grow to USD 1.6–1.8 trillion by 2030, implying a CAGR of approximately 6.5–8.0%. Within this broader market, water and wastewater treatment infrastructure represents the fastest-growing segment, driven by the increasing inadequacy of existing systems, the demand for higher-quality treated water for industrial and potable use, and the global shift toward water recycling and circular water economy frameworks.

Source: *UN Water Report 2023; Global Water Intelligence (GWI) Market Review 2024; World Bank Water Sector Strategy 2024; OECD Water Governance in the Next Decade 2024*

Water Scarcity: The Defining Crisis of the 21st Century

The World Resources Institute's (WRI) Aqueduct Water Risk Atlas (2023) identifies 25 countries - representing approximately 25% of the global population - as experiencing extremely high water stress, with water withdrawals exceeding 80% of available supply. Climate change is materially exacerbating water stress across multiple geographies: rising temperatures increase evapotranspiration, alter precipitation patterns, accelerate glacial retreat, and intensify both flood and drought frequency. The World Bank estimates that by 2050, water scarcity could reduce GDP by as much as 6% in some regions of Africa and the Middle East, 2.5% in Central Asia, and 1.4% in East Asia and Pacific.

In this context, investment in water infrastructure is increasingly being framed not merely as a development expenditure, but as a climate adaptation imperative. Multilateral financing institutions - including the World Bank, ADB, and the Green Climate Fund - have prioritised water infrastructure as a core climate resilience investment, unlocking concessional financing streams that supplement government budgets. According to UN Water's 2023 report, total investment in the water sector needs to be tripled to achieve Sustainable Development Goal (SDG) 6 - Universal Access to Water and Sanitation by 2030 - representing an investment acceleration opportunity of significant magnitude for the global EPC and water technology industry.

Source: ***World Resources Institute Aqueduct Water Risk Atlas 2023; World Bank Group 'High and Dry' Report; UN-Water GLAAS Report 2023; OECD Financing Water: Investing in Sustainable Growth***

Desalination & Advanced Water Treatment

Desalination has transitioned from a high-cost, geographically limited technology to a rapidly scaling component of the global water supply equation. Global desalination capacity stood at approximately 115 million cubic metres per day (m^3/day) as of 2024, with the Middle East, North Africa, and coastal Asia-Pacific regions accounting for the majority of installed capacity. The global desalination market is expected to reach USD 32 billion by 2030, driven by declining reverse osmosis (RO) membrane costs, improving energy efficiency, and growing freshwater deficits in coastal urban areas. Notably, the levelised cost of desalinated water has declined by approximately 50% over the past decade, driven by advances in membrane technology and energy recovery systems, making desalination economically competitive with long-distance water transfer projects in many geographies.

Beyond desalination, advanced water treatment technologies - including tertiary treatment for effluent reuse, zero-liquid discharge (ZLD) systems for industrial wastewater, membrane bioreactors (MBR), and UV/ozone disinfection - are experiencing strong adoption globally, driven by increasingly stringent environmental standards and the growing industrial demand for high-quality treated water for process applications and cooling systems.

Source: ***International Desalination Association (IDA) Annual Report 2024; Global Water Intelligence GWI DesalData 2024; World Bank Technology Note on Desalination 2023***

INDIA'S WATER CRISIS - THE STRUCTURAL DEMAND DRIVER

India's water challenge is not a transient policy issue - it is a structural, deepening crisis that directly and durably underpins the long-term demand for water infrastructure and EPC services. The country is home to nearly 18% of the global population but possesses only approximately 4% of the world's freshwater resources. Annual precipitation averages around 4,000 BCM (billion cubic metres), yet effective utilization remains at just 28% owing to significant losses through evapotranspiration, runoff, and insufficient storage and harvesting infrastructure.

Declining per capita water availability

Per capita water availability in India has declined sharply over the past seven decades - from 5,177 cubic metres in 1950 to just 1,544 cubic metres in 2011. Projections indicate a further decline to approximately 1,235 cubic metres by 2050. With per-capita annual water availability below 1,700 cubic metres defined internationally as a water-stressed condition, and below 1,000 cubic metres constituting scarcity, India is already firmly in water-stressed territory and is trending toward scarcity - underscoring the urgency of sustained investment in water distribution, treatment, and conservation infrastructure.

70%

Decline in per capita water availability in India between 1950 and 2010 - from 5,177 cubic metres to 1,544 cubic metres.

1,235 m³

Projected per capita water availability by 2050, approaching the internationally defined water scarcity threshold of 1,000 cubic metres.

Year	Per Capita Water Availability (m³)	Status
1950	5,177	Comfortable
2001	1,820	Approaching Stress
2011	1,544	Water Stressed
2025 (Projected)	1,465	Water Stressed
2050 (Projected)	1,235	Nearing Scarcity

(Source: Ministry of Jal Shakti; Indian Council for Agriculture Research (ICAR))

Rising water demand

India's population is estimated to cross 1.44 billion by 2025 and approach 1.64 billion by 2050. This demographic trajectory, combined with rapid urbanization and industrial expansion, is creating a steep and sustained rise in water demand across all end-use segments. Total national water demand is estimated to grow from 710 BCM in 2010 to 843 BCM by 2025, and reach 1,180 BCM by 2050 - a 66% increase over four decades. The agricultural sector remains the dominant consumer, accounting for 78.5% of demand in 2010, though its share is projected to decline gradually as industrial and domestic needs grow at a faster pace. Per capita water availability in India has declined sharply over the past seven decades - from 5,177 cubic metres in 1950 to just 1,544 cubic metres in 2011. Projections indicate a further decline to approximately 1,235 cubic metres by 2050. With per-capita annual water availability below 1,700 cubic metres defined internationally as a water-stressed condition, and below 1,000 cubic metres constituting scarcity, India is already firmly in water-stressed territory and is trending toward scarcity - underscoring the urgency of sustained investment in water distribution, treatment, and conservation infrastructure.

Sector	Demand 2010 (BCM)	Demand 2025P (BCM)	Demand 2050P (BCM)
Irrigation	557 (78.5%)	611 (72.5%)	807 (68%)
Domestic	43 (6.1%)	62 (7.4%)	111 (9%)
Industrial	37 (5.2%)	67 (7.9%)	81 (7%)
Energy	19 (2.7%)	33 (3.9%)	70 (6%)
Other Uses	54 (7.6%)	70 (8.3%)	111 (10%)
Total	710	843	1,180

(Source: National Commission on Integrated Water Resources Development (NCIWRD))

Groundwater overexploitation

India is the world's largest consumer of groundwater, accounting for approximately one-quarter of total global extraction - more than the combined extraction of China and the United States. Of this extracted groundwater, nearly 80% is consumed by irrigation alone, while only 8% is used for drinking purposes. Overextraction has resulted in rapid aquifer depletion across several key states. Punjab currently extracts groundwater at 166% of its replenishable rate, Rajasthan at 140%, and Haryana at 137% - trajectories that are clearly unsustainable. This overexploitation reinforces the critical importance of investing in surface water-based distribution systems, water treatment capacity, and efficient supply networks - precisely the infrastructure that EPC companies like Sattva Engineering are positioned to deliver.

(Source: Central Groundwater Board, 2017; World Bank)

WATER & WASTEWATER EPC MARKET IN INDIA

The Indian water and wastewater treatment market has been on a consistent upward trajectory, supported by a convergence of government-led demand, rapid urbanization, growing industrial water requirements, and tightening environmental compliance standards. The EPC model has firmly established itself as the dominant project delivery mechanism in this space, favoured for its single-point accountability, execution efficiency, and the risk transfer it offers project owners.

Market size and growth

The overall Indian water and wastewater treatment market expanded from USD 1.6 billion in 2021 to USD 2.1 billion in 2024, reflecting a CAGR of approximately 10.1%. The EPC-specific segment within this market grew from USD 1.4 billion to USD 1.9 billion over the same period, registering a slightly faster CAGR of 11.4% - reflecting the growing preference for EPC as the delivery mode for new water infrastructure projects.

Metric	2021	2022	2023	2024	CAGR (2021-24)
Total Water & WW Market (USD Bn)	1.6	1.7	1.9	2.1	10.1%
EPC - Water Treatment Projects (USD Bn)	1.4	1.5	1.7	1.9	11.4%

(Source: 6Wresearch; Dun & Bradstreet Information Services India Pvt. Ltd., Industry Report on EPC in Water and Wastewater Distribution Infrastructure in India, April 2024)

A particularly significant data point from the National Infrastructure Pipeline (NIP): of the 1,527 water treatment plant opportunities identified in the pipeline, approximately 1,419 - or 93% - are being executed on EPC mode. This near-complete adoption of EPC contracting for new water infrastructure projects is a clear signal of where the industry is heading, and speaks directly to the depth and durability of the opportunity for established EPC players.

93%

Share of water treatment plant projects in India's National Infrastructure Pipeline being implemented on EPC mode, out of 1,527 identified opportunities.

Global water & wastewater treatment market

The global water and wastewater treatment industry was valued at approximately USD 347.9 billion in 2024 and is projected to reach USD 652.3 billion by 2034, reflecting a CAGR of 6.5%. Rapid urbanization, increasingly stringent environmental regulations, rising prevalence of waterborne diseases, and growing recognition of water as a strategic resource are collectively driving this expansion. The Asia-Pacific region represents the most dynamic growth pocket within this global market, with its segment expected to more than double from USD 125.6 billion in 2024 to USD 282.8 billion by 2034, at a CAGR of 8.5%. India, as the region's most populous emerging economy with the most active government-led water infrastructure programs, is among the key contributors to this regional growth.

(Source: Precedence Research; Cervicorn Consulting)

Government Initiatives Driving Demand

The government of India has committed to a generational transformation of the country's water supply and sanitation infrastructure, underpinned by a series of flagship programs that together constitute one of the largest public-sector infrastructure investment cycles in this sector anywhere in the world. These programs are the primary demand engine for water EPC projects, and their continued execution is fundamental to the growth outlook for companies operating in this space.

Jal Jeevan Mission (JJM)

Launched in August 2019, the Jal Jeevan Mission is the single most significant structural demand catalyst for the water EPC sector. The mission's goal is to provide Functional Household Tap Connections (FHTCs) to every rural household in India, starting from a base of just 3.23 crore households (17%) at inception. By February 2024, 14.24 crore households had been connected, representing coverage of approximately 74% of India's 19.27 crore rural households. By October 2024, this figure had advanced further to 15.19 crore households, covering 78.58% of rural India.

The mission has been backed by a total earmarked outlay of USD 51 billion, channeled through state governments to fund water supply scheme construction and commissioning. The remaining gap between current coverage and the 100% target represents a substantial and clearly addressable pipeline of Water Supply Scheme (WSS) projects, of which EPC firms remain the primary delivery vehicles. The mission also emphasizes source sustainability through greywater management, water conservation measures, and rainwater harvesting - creating additional scope for EPC firms with capabilities in these adjacent areas.

(Source: Ministry of Jal Shakti; PIB Press Release - https://pib.gov.in/PressNoteDetails.aspx?NoteId=152025&ModuleId=3)

Rs. 51 Billion (USD) Total budget committed under the Jal Jeevan Mission to achieve universal rural household tap water connectivity.

78.58% Rural household tap water coverage achieved as of October 2024, up from just 17% at the mission's launch in 2019.

AMRUT 2.0

The Atal Mission for Rejuvenation and Urban Transformation (AMRUT) 2.0, launched in October 2021 with a planned execution window through 2025-26, targets universal water supply and improved sanitation in all urban areas. The mission specifically focuses on reducing non-revenue water through SCADA (**S**upervisory **C**ontrol **A**nd **D**ata **A**cquisition) systems and smart metering, integrating circular economy practices in urban water use, and improving energy efficiency in water distribution infrastructure. For EPC companies with urban infrastructure capabilities, AMRUT 2.0 represents a meaningful and ongoing source of project flow, particularly for complex water supply improvement and underground sewerage schemes in mid-sized cities and towns.

Namami Gange and river rejuvenation programs

The Namami Gange Programme, aimed at integrated management of the Ganga river basin, has sanctioned 494 projects with a cumulative cost of approximately INR 39,625 crores as of January 2024. These projects involve the development of over 5,249 km of sewer network and the creation of 6,131 MLD of sewage treatment capacity. The programme is a clear demonstration of the scale of wastewater infrastructure investment being deployed in India, and EPC contractors serve as the primary execution partners across sewer network construction, sewage treatment plant commissioning, and related electromechanical works.

(Source: PIB Press Release - https://pib.gov.in/PressReleaseIframePage.aspx?PRID=2096022)

Other supporting initiatives

- **National Water Mission (NWM):** Focused on water conservation, minimizing wastage, and ensuring equitable distribution under the Ministry of Jal Shakti.
- **Atal Bhujal Yojana:** Targeting sustainable groundwater management in water-stressed regions across seven major states - Gujarat, Haryana,

Karnataka, Madhya Pradesh, Maharashtra, Rajasthan, and Uttar Pradesh.

- **Jal Shakti Abhiyan - Catch the Rain 2025:** A community-level campaign for water conservation and rainwater harvesting across 148 districts.
- **State-specific programs: S**uch as Mission Bhagiratha in Telangana (supplying piped water to 2.32 crore people across 20 lakh households) and the Surya Regional Water Supply Scheme in Maharashtra further supplement national programs with region-specific project pipelines.
- **National Infrastructure Pipeline (NIP):** Encompasses water infrastructure as a priority sector, supporting both greenfield and brownfield projects through central and state government funding as well as private participation.

THE EPC MODEL IN WATER INFRASTRUCTURE

Engineering, Procurement, and Construction (EPC) contracting has become the dominant delivery mechanism for water and wastewater infrastructure in India, as reflected by the 93% EPC adoption rate in the National Infrastructure Pipeline. The model's appeal lies in its ability to transfer substantial project risk from the owner to the contractor, while providing a single point of accountability across design, procurement, and construction. For government clients executing complex, multi-village water supply schemes on compressed timelines and defined budgets, EPC represents the preferred and pragmatic choice.

Water distribution EPC services

In the water distribution segment, EPC contractors manage the full lifecycle of infrastructure development: from feasibility assessment and hydraulic modelling, through engineering design of pipelines, overhead storage tanks, underground reservoirs, and pumping stations, to material and equipment procurement, civil construction, electromechanical installation, and commissioning. Key project components include pressurized water supply networks, water intake structures, water treatment and filtration systems (incorporating coagulation, sedimentation, filtration, and disinfection stages), distribution pipeline networks, and smart metering integrations.

For rural projects executed under the Jal Jeevan Mission, the primary project type is the Combined Water Supply Scheme (CWSS) - a multi-village infrastructure linking habitations across a district to a centralized treatment and storage system. Tamil Nadu, the primary operating geography of Sattva Engineering, has one of the most active CWSS pipelines in the country, managed through the Tamil Nadu Water Supply and Drainage Board (TWAD Board).

Wastewater EPC services

The wastewater distribution segment is a rapidly growing vertical within the water EPC market. EPC contractors design and build sewer collection networks, sewage treatment plants using technologies such as activated sludge, Sequential Batch Reactors (SBR), and Membrane Bioreactor (MBR) systems, effluent treatment plants for industrial applications, and integrated storm water and drainage infrastructure. With India's Liquid Waste Management Rules 2024 tightening regulatory requirements and the concept of Zero Liquid Discharge gaining momentum across industrial sectors, demand for technically capable wastewater EPC firms is accelerating.

Water Supply Schemes - the core revenue driver

For EPC companies active in the government-led segment, Water Supply Schemes (WSS) - comprising underground and overhead tank infrastructure, pump houses, and distribution pipeline networks - represent the primary revenue category. The water supply segment is estimated to account for 70-80% of total earnings for EPC firms in this infrastructure vertical. Sattva Engineering's positioning within this segment is directly aligned with the structural growth being driven by JJM, AMRUT 2.0, and Tamil Nadu's own state-funded water supply investment programs.

70-80%

Estimated share of water supply scheme projects in the total earnings of EPC firms engaged in water infrastructure development in India.

Key Growth Drivers for the Water EPC Sector

Population growth and urbanization

India's population is projected to surpass 1.5 billion by 2030. Rapid urbanization is a compounding factor - as cities expand, demand for treated, pressurized, and reliably distributed water grows non-linearly. Urban areas require sophisticated distribution infrastructure capable of handling peak loads, minimizing non-revenue water losses, and integrating real-time monitoring and control systems. This demand profile is considerably more complex than rural supply and commands higher engineering value per project.

Industrialization and process water demand

India's industrial sector - spanning pharmaceuticals, textiles, chemicals, power generation, and food & beverage - accounts for 40-45% of the country's total water consumption. The textile industry alone consumes an estimated 93 billion litres of water annually. As industrial activity scales and environmental compliance requirements tighten, demand for process water supply, effluent treatment, and wastewater recycling solutions will continue to grow alongside the government-funded infrastructure programs, creating a parallel private-sector demand stream for EPC operators.

Government regulations and infrastructure programs

The policy environment is unambiguously supportive. The Jal Jeevan Mission, AMRUT 2.0, Namami Gange, and the National Infrastructure Pipeline collectively constitute one of the most sustained public-sector infrastructure investment commitments in the water sector anywhere globally. The creation of the dedicated Jal Shakti Ministry in 2019, bringing all water-related agencies under a single institutional umbrella, has significantly improved policy coordination and project execution efficiency at the central level. State governments are co-investing substantially, and the increasing preference for EPC contracting across all program types ensures that the opportunity is channeled toward organized, capable contractors.

Technology and digital water management

The sector is undergoing a meaningful technological transition. IoT-based monitoring, AI-driven leak detection, SCADA systems, automated meter reading, and digital twins are progressively being integrated into water infrastructure - particularly in AMRUT 2.0-funded urban projects. Advances in membrane filtration, reverse osmosis, and nanotechnology are improving treatment economics and expanding the range of viable water sources. EPC companies that can incorporate these capabilities into their turnkey delivery are better positioned to win technically complex tenders and deliver higher-margin projects.

Climate change and adaptive water systems

Changing rainfall patterns, more prolonged droughts, and increasingly frequent extreme weather events are making India's water crisis more acute and less predictable. These dynamics are pushing policymakers and utilities to invest in adaptive infrastructure - additional storage, desalination, decentralized treatment, and smart distribution. This adds a resilience-driven demand layer on top of the considerable baseline demand from population growth and urbanization, and further reinforces the long-term investment thesis for the sector.

India's coastal states of Tamil Nadu and Gujarat are frontrunners in deploying desalination technology to bolster drinking water supply alongside conventional surface water sources. The global desalination market, valued at USD 25.68 billion in 2024, is projected to reach USD 49.80 billion by 2032 at a CAGR of 8.63%. Domestically, industries including power generation, oil refining, and specialty chemicals are increasingly pursuing Reuse, Recycle, and Zero Liquid Discharge (ZLD) models to improve water efficiency and meet environmental standards. As these trends deepen, demand for technically specialized EPC capabilities in desalination, ZLD, and advanced treatment is expected to expand meaningfully, creating additional growth avenues beyond the mainstream government-funded water supply programs.

Key Challenges

While the structural demand environment is broadly favorable, companies operating in the water EPC space must navigate a set of challenges that affect project execution timelines, margin sustainability, and working capital management.

- **Working capital intensity:** Government-funded EPC projects typically involve extended payment cycles. Disciplined receivables management and maintaining adequate liquidity are critical operational requirements in this sector.
- **Raw material price volatility:** Key input materials including HDPE pipes, ductile iron pipes, pumps, and electrical equipment are exposed to global commodity price fluctuations. In lump-sum EPC contracts, this risk falls on the contractor and can compress margins unless proactively managed through price escalation clauses or advance procurement.
- **Project execution complexity:** Water supply schemes in rural and semi-urban India often involve difficult terrain, scattered habitations, limited local infrastructure, and coordination across multiple gram

panchayats and local bodies, adding complexity to execution timelines.

- **Dependable source availability:** In water-stressed geographies, identifying reliable, year-round raw water sources for new supply schemes can be technically and administratively challenging, adding uncertainty to project design and delivery timelines.
- **Regulatory and approvals landscape:** Environmental clearances, Right of Way approvals for pipeline corridors, and coordination with multiple state and local agencies can introduce timeline variability, particularly for large multi-district projects.

COMPETITIVE LANDSCAPE AND COMPANY POSITIONING

The water EPC market in India encompasses a range of players - from large national contractors and technology-intensive international firms to mid-sized regional specialists. For government-tendered projects, competition is primarily evaluated on technical capability, price competitiveness, execution track record, and financial capacity to handle project scale.

At the premium end of the market, technology-intensive firms such as VA Tech WABAG - with over a century of operating history, more than 125 proprietary technologies, and a presence in over 25 countries across four continents - represent the engineering-led tier. These firms are well-positioned for large, technically complex industrial and municipal treatment plant projects. However, the bulk of the JJM and AMRUT project pipeline consists of district-level and state-level water supply schemes where regional execution capability, local institutional relationships, and cost competitiveness are equally decisive. This is precisely the space where mid-sized regional EPC specialists can and do outcompete larger national players.

Sattva Engineering's concentrated presence in Tamil Nadu which is one of the most active states for water supply infrastructure investment in India, provides a clear competitive advantage.

Tamil Nadu continues to be one of India's largest markets for Engineering, Procurement and

Construction (EPC) in the water supply and sanitation sector. Opportunities are available across urban water supply, rural drinking water, sewerage, sewage treatment plants (STPs), water treatment plants (WTPs), transmission pipelines, pumping stations, and SCADA-based automation. There are projects worth around ₹.19,900 Crores are under pipeline which are different stages of approval.

Major EPC opportunities in Tamil Nadu

Sector	Typical EPC Scope	Key Executing Agency
Combined Water Supply Schemes (CWSS)	Intake wells, WTPs, transmission mains, reservoirs, pumping stations	TWAD Board
Underground Sewerage Schemes (UGSS)	Sewer networks, pumping stations, STPs	Municipal Corporations / CMWSSB
Urban Water Supply	Distribution networks, NRW reduction, reservoirs	CMWSSB & Urban Local Bodies
Rural Drinking Water	Village water supply schemes under Jal Jeevan Mission	TWAD Board
Climate-resilient projects	Water reuse, smart monitoring, SCADA	CMWSSB, ADB-funded projects

The Tamil Nadu Water Supply and Drainage Board (TWAD Board) oversees an extensive pipeline of Combined Water Supply Schemes across the state's 32 districts, and the Jal Jeevan Mission has generated numerous new district-level projects. Sattva's familiarity with the local regulatory environment, procurement processes, terrain, and institutional stakeholders positions it well to sustain and grow its order book in this high-activity market.

BUSINESS OUTLOOK

Industry Outlook

India's water and wastewater infrastructure sector continues to offer significant long-term growth opportunities, driven by:

- Rapid urbanization and industrialization
- Rising demand for sustainable water and sanitation infrastructure
- Increasing environmental and regulatory compliance requirements
- Continued government investments through programmes such as Jal Jeevan Mission (JJM), AMRUT 2.0, and various State Water Supply & Sewerage initiatives

Strategic Positioning

Sattva Engineering is well positioned to capitalize on these opportunities through its integrated EPC capabilities across:

- Water Supply Schemes (WSS)
- Underground Sewerage Systems (UGSS)
- Sewage Treatment Plants (STPs)
- Water Treatment Plants (WTPs)
- Operations & Maintenance (O&M)
- Odour Control Systems (OCS)

The Company continues to strengthen its presence in technology-driven treatment infrastructure while expanding its portfolio of long-term O&M contracts that provide recurring revenue visibility.

Outlook

Supported by a robust project pipeline, expanding geographic presence, diversified service offerings and sustained

RATIO ANALYSIS:

Sr. No.	Ratio	As at 31/03/26	As At 31/03/2025	Remarks
1	Current Ratio	1.90	1.31	Improved primarily due to higher current assets and a stronger liquidity position, reflecting better working capital management.
2	Debt-Equity Ratio	0.34	0.84	Declined significantly owing to repayment of borrowings and strengthening of the Company's net worth, resulting in a healthier capital structure.
3	Debt Service Coverage Ratio	0.52	0.37	Improved due to higher operating profitability and lower finance costs, enhancing the Company's debt servicing capacity.
4	Return on Equity (ROE)(%)	9.95%	13.14%	Marginal decline mainly attributable to an increase in shareholders' equity following the IPO, while earnings continue to remain healthy.
5	Inventory Turnover Ratio	16.23	12.60	Improved as a result of efficient inventory utilization and faster consumption of project materials.
6	Trade receivables turnover ratio	3.47	3.38	Remained stable with a slight improvement, reflecting effective receivables management despite the nature of government project payment cycles.
7	Trade payables turnover ratio	5.66	4.71	Increased due to timely settlement of supplier obligations and efficient management of trade payables.
8	Net capital turnover ratio	2.27	4.91	Declined primarily due to higher working capital deployed to support growth in project execution and expansion of the order book.
9	Net profit ratio (%)	9.14%	8.42%	Owing to reduction in finance cost, Improvement in Net Profit.
10	Return on capital employed (ROCE) (%)	11.07%	11.48%	Remained broadly stable, reflecting consistent returns despite increased capital employed to support business

				growth.
11	Return on investments (%)	6.91%	6.15%	Improved due to higher income generated from Bank Deposits during the year.

Key Highlights

- **Liquidity strengthened**, as reflected in the improvement in the Current Ratio from **1.31 to 1.90**.
- **Leverage reduced significantly**, with the Debt-Equity Ratio improving from **0.84 to 0.34**, strengthening the Company's balance sheet.
- **Operational efficiency improved**, supported by higher Inventory Turnover and Net Profit Ratio.
- **Return ratios remained stable**, despite an increase in shareholders' funds and capital employed following the IPO and ongoing business expansion.
- The decline in the **Net Capital Turnover Ratio** reflects higher working capital deployment to support execution of a growing order book and is consistent with the Company's expansion strategy.

Place: Chennai

Date: 04.08.2026

For and on behalf of the Board of Directors

Sattva Engineering Construction Limited

Santhanam Seshadri	**Rajagopal Sekar**
Whole-time Director	Whole-time Director
(DIN: 00161517)	(DIN: 00207519)

ANNEXURE - B

<table>
<tr><th colspan="5">DETAILS OF REMUNERATION OF DIRECTORS AND EMPLOYEES PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014</th></tr>
<tr><td rowspan="4">1</td><td rowspan="4">The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the FY 2025-2026</td><td colspan="2">Director's Name</td><td>Ratio to median remuneration</td></tr>
<tr><td colspan="2">Mr.S.Seshadri</td><td>8.8:1</td></tr>
<tr><td colspan="2">Mr. R.Sekar</td><td>8.8:1</td></tr>
<tr><td colspan="2">Ms.G.Sujatha</td><td>2.9:1</td></tr>
<tr><td rowspan="5">2</td><td rowspan="5">The Percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager if any in the FY 2025-2026</td><td>Name</td><td>Director's/ Chief Financial Officer/ Company Secretary</td><td>% increase/ (decrease) in remuneration</td></tr>
<tr><td>Mr.Santhanam Seshadri</td><td>Whole-time Director</td><td>No change</td></tr>
<tr><td>Mr.Rajagopal Sekar</td><td>Whole-time Director</td><td>No change</td></tr>
<tr><td>Ms.G.Sujatha</td><td>Chief Financial Officer cum Whole-time Director</td><td>22.7</td></tr>
<tr><td>Mr.Laxmikanth Tangudu</td><td>Company Secretary cum Compliance Officer</td><td>N.A</td></tr>
<tr><td>3</td><td>Percentage increase/(decrease) in the median remuneration of employees in the FY 2025-2026</td><td colspan="3">During FY 2025-2026, the percentage increase/ (decrease) in the median remuneration of employees as compared to previous year was approximately 11%.</td></tr>
<tr><td>4</td><td>Number of permanent employees on the rolls of the Company</td><td colspan="3">There were 93 employees on payroll of the Company as on March 31, 2026.</td></tr>
<tr><td>5</td><td>Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration</td><td colspan="3">The average percentile increase in salaries of employees other than Managerial Personnel is 11% on account of increment provided to employee during the year. There was no other exceptional circumstance for increase in remuneration for employees other than managerial personnel in the FY 2025-2026.</td></tr>
<tr><td>6</td><td>Affirmation that the remuneration is as per the remuneration policy of the Company</td><td colspan="3">It is hereby confirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.</td></tr>
</table>

Note:- Median Remuneration of the FY 2025-2026 and of the FY 2024-2025 is – Rs. 4,78,230/- & Rs. 4,30,883/- respectively.

Statement of Particulars of Top Ten employees in terms of salary drawn and of the employees who -	
(i)	If employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than [one crore and two lakh rupees] - **Nil**
(ii)	If employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than [eight lakh and fifty thousand rupees per month] - **Nil**
(iii)	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 per-cent of the equity shares of the company – **Nil**

Statement showing the names of the top ten Employees in Terms of Remuneration drawn

Sr. No.	Name of Employee	Designation / Department	Remuneration Received (Total Net Pay Per Annum) (Amount in ₹)	Nature of employment whether contractual or otherwise	Qualification & Experience	Date of commencement of employment	Age	Last employment held by such employee before joining the Company	% of shares held	Whether employees is relative of any director of the Company
1	Mr.S.Seshadri	Whole Time Director	4200000	On Payroll	DIPLOMA IN CIVIL	21-12-2005	62	NA	31.45	No
2	Mr.R.Sekar	Whole Time Director	4200000	On Payroll	DIPLOMA IN CIVIL	21-12-2005	62	NA	23.42	No
3	Mr.K.Thyagarajan	Senior Vice President - Operations	1794000	On Payroll	DIPLOMA IN CIVIL	21-12-2005	67	BATLIBOI LIMITED	-	No
4	Mr.R.Ramamoorthy	Senior Resident Construction Manager	1695000	On Payroll	AMIE - CIVIL	05-02-2020	63	G S K Infrastructure Private Limited	-	No
5	Mr.K.Balakrishnan	Vice President - BD & Technical Advisor	1686600	On Payroll	DIPLOMA IN MECHANICAL	06-11-2020	52	Kirloskar Brothers Limited	-	No
6	Mr.P.R.Saanakyan	Vice President - Tender & Project Co.ordination	1598400	On Payroll	DIPLOMA IN CIVIL	21-12-2005	49	NA	-	No
7	Ms.G.Sujatha	Chief Financial Officer & Whole Time Director	1380000	On Payroll	B.COM	21-12-2005	53	NA	-	No
8	Mr.L.Jothi Narayanan	General Manager - EMI	1300800	On Payroll	DIPLOMA IN ELECTRICAL & ELECTRONICS	03-03-2021	52	Tamil nadu Water Investment Company (TWIC) Limited	-	No
9	Mr.S.D.Venugopal	Vice President - Finance	1231600	On Payroll	B.COM & C.A-inter	26-03-2025	58	Pecasa Tableware Private Limited	-	No
10	Mr.C.Sathiyamurthy	Chief General Manager - Finance & Banking	1207124	On Payroll	B.COM	30-01-2009	49	NA	-	No

Place: Chennai
Date: 04.08.2026

For and on behalf of the Board of Directors
Sattva Engineering Construction Limited

Santhanam Seshadri
Whole-time Director
(DIN: 00161517)

Rajagopal Sekar
Whole-time Director
(DIN: 00207519)

ANNEXURE - C

Form No. AOC-2

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

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 arm's length transactions under third proviso thereto.

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

(a)	Name (s) of the Related party and nature of relationship	N.A. – There are no transactions entered by the Company that are not at Arm's length basis.
(b)	Nature of Contracts / arrangements / transactions	
(c)	Duration of the Contracts / arrangements / transactions	
(d)	Salient terms of the Contracts / arrangements / transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	Date(s) of approval by the Board	
(g)	Amount paid as advance, if any	
(h)	Date on which the special resolution was passed in general meetings as required under first proviso to section 188	

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

Sl. No	Name(s) of the related party and nature of relationship	Nature of Contracts / arrangements / transactions	Amount (₹ in Lakhs)	Duration of the Contract /arrangements / Transaction	Salient terms of the contracts or arrangements or transactions including the value, if any	Date of Approval by the Board	Amount paid as advance, if any
1.	Rama Seshadri Relative of Director	Office of Profit	5.93	2025-26	Arm's length	01.09.2023	-
2.	Uthra Sekar Relative of Director	Office of Profit	5.93	2025-26	Arm's length	01.09.2023	-

Place: Chennai
Date: 04.08.2026

For and on behalf of the Board of Directors
Sattva Engineering Construction Limited

Santhanam Seshadri
Whole-time Director
(DIN: 00161517)

Rajagopal Sekar
Whole-time Director
(DIN: 00207519)

ANNEXURE – D

Annual Report on CSR Activities for the Financial Year 2025-26

(Pursuant to Rule 8 of the Companies (Corporate Social Responsibility) Rules, 2014)

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

The Corporate Social Responsibility (CSR) Policy of Sattva Engineering Construction Limited is framed in accordance with the provisions of Section 135 of the Companies Act, 2013 and the applicable rules thereunder. The Policy reflects the Company's commitment to contribute towards sustainable development by balancing economic, environmental and social objectives and making a positive impact on society.

The Company's CSR philosophy is centered on supporting innovative and sustainable initiatives that create tangible social impact, particularly in the areas of health, education, sanitation, and welfare of underprivileged sections including women, children and the elderly.

The CSR policy of the Company broadly cover areas such as healthcare, poverty alleviation, education, clean water and sanitation, gender equality, environmental sustainability, climate change, biodiversity conservation and animal welfare, along with support during natural disasters, in line with Schedule VII of the Act.

The Company undertakes CSR activities either directly, through Section 8 companies, NGOs, implementing agencies or through collaborative and participatory approaches involving beneficiaries and experts.

A CSR Committee of the Board has been constituted to formulate and recommend the CSR Policy, approve and monitor CSR projects, and oversee implementation through an annual action plan. The Board ensures effective execution, monitoring, and disclosure of CSR activities in compliance with statutory requirements.

The Company endeavours to spend at least 2% of the average net profits of the preceding three financial years on CSR activities. Any unspent amount or surplus arising from CSR activities is treated in accordance with the provisions of the Act and applicable rules.

2. Composition of the CSR Committee:

Name of Director	Designation / Nature of Directorship	No. of meetings held	No. of meetings attended
Mr. Sankar V	Chairman / Independent Director	1	1
Mr. Santhanam Seshadri	Member / Whole-Time Director	1	1
Mr. R. Sekar	Member / Whole-Time Director	1	1

3. **Web-link** where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed: https://sattvaengg.in/disclosure-under-regulation/

4. **Details of Impact Assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report):**

Not Applicable (Impact assessment not applicable under the provisions for the reporting financial year).

5. **Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any**

Particulars	Amount (INR)
Amount available for set-off in FY 2025–26	NIL
Amount required to be set off in FY 2025–26	NIL

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

Rs. 6,67,26,047/- (Rupees Six Crore Sixty-Seven Lakhs Twenty-Six Thousand and forty-Seven Only)

7. **CSR Obligation (as per Section 135(5)):**

Particulars	Amount (INR)
a) Two percent of average net profit of the company as per section 135(5)	₹ 13,34,521
b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years	NIL
c) Amount required to be set-off for the financial year	NIL
d) Total CSR obligation for the financial year [(a)+(b)-(c)]	₹ 13,34,521

8. CSR Amount Spent or Unspent for the Financial Year:

Particulars	Amount (INR)
Total CSR amount spent for the Financial Year	₹ 13,34,521
Amount unspent for the Financial Year	NIL
Amount spent on administrative overheads	NIL
Amount spent on impact assessment (if applicable)	Not Applicable
Excess amount for set-off, if any	NIL

9. Details of CSR Amount Spent:

a) **Against On-going Projects**: Not Applicable – No on-going projects during the FY.

b) Against **Other than On-going Projects:**

S. No	Name of the Project	Sch. VII Clause	Local Area	Location	Amount Spent (INR)	Mode of Implementation	Name of Trust	CSR Reg. No.
1	Donation for Educational Initiatives	Clause (ii) – Promotion of Education	Yes	Tamil Nadu	₹ 13,34,521	Paid to Trust	Rajalakshmi Educational Trust	CSR00008675

10. **Capital Asset Creation or Acquisition through CSR**: Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year – No

If yes, enter the number of capital assets created/ acquired:

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

Sl. No	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Amount of CSR amount spent Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
Not Applicable							

11. Reason for not spending the prescribed CSR amount:

Not Applicable – The entire prescribed CSR obligation was spent.

Exhibit – Summary of Unspent CSR Amounts (Previous 3 Years):

Sl. No	FY	Amount Transferred to Unspent CSR A/c	Balance in Unspent CSR A/c	Amount Spent	Amount Transferred to Fund	Amount Remaining	Deficiency
1	2024–25	NIL	NIL	NIL	NIL	NIL	NIL
2	2023–24	NIL	NIL	NIL	NIL	NIL	NIL
3	2022–23	NIL	NIL	NIL	NIL	NIL	NIL

Declaration

The Company has fully complied with its CSR obligations for the financial year 2025–26. All disclosures have been made in accordance with the Companies Act, 2013 and the applicable CSR Rules.

Date: 04.08.2026

Place: Chennai

For and on behalf of the Board of Directors

M/s. Sattva Engineering Construction Limited

Santhanam Seshadri
Whole-Time Director
DIN: 00161517

Rajagopal Sekar
Whole-Time Director
DIN: 00207519

Annexure - E

Form No. MR-3

SECRETARIAL AUDIT REPORT

for the Financial Year ended March 31, 2026

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

To.

SATTVA ENGINEERING CONSTRUCTION LIMITED
Greams Dugar, 4th Floor, North Wing,
Old No.149, New No.64 Greams Road,
Thousand Lights, Chennai, Tamil Nadu, India, 600006

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

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

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

1. The Companies Act, 2013 ('Act') and the Rules made thereunder, as amended from time to time including Secretarial Standards i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively, issued by The Institute of Company Secretaries of India ('ICSI') have been generally complied with;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder, as amended from time to time;

3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder, as amended from time to time;
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, as amended from time to time;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), as amended from time to time:-
    a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
    b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
    c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
    d) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
    e) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
6. Other laws applicable to the Company as per the representations made by the Management includes but not limited to the following Acts/Guidelines:
    i. The Building and Other Construction Workers (Regulation of Employment and Condition of Service) Act, 1996 ("BOCW Act")
    ii. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
    iii. The Minimum Wages Act, 1948

With respect to Fiscal laws such as Income Tax and Goods and Service Tax we have reviewed the systems and mechanisms established by the Company for ensuring compliance under various Acts and based on the information and explanation provided to us by the management and officers of the Company, we report that adequate systems are in place to monitor and ensure compliance of fiscal laws as mentioned above.

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc., mentioned above to the extent where such records have been examined by us.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director. There were no changes in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent to them at least seven days in advance, and certain meetings have been convened and held at short notice 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.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions at the Board Meetings were taken unanimously and there was no instance of dissent by any director during the period under review.

We further report that based on the explanation given, information received, and process explained, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, except the events listed below, no other specific events / actions occurred which had major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, etc., and that the Company has complied with such of those relevant clauses thereto which are applicable.

(i) The Company has undertaken an initial public offering on the SME platform consisting of 47,16,800 Equity Shares of face value ₹10 each at an issue price of ₹75 per Equity Share, aggregating to ₹3,537.60 lakhs.

(ii) Mr. Balaji Srinivasan ceased to be the Company Secretary and Compliance Officer of the Company pursuant to his resignation, with effect from July 11, 2025

(iii) Pursuant to the resignation of the erstwhile Company Secretary, Mr. Laxmikanth Tangudu was appointed as the Company Secretary and

Compliance Officer of the Company with effect from July 11, 2025.

(iv) The Members of the Company, at the Annual General Meeting held on August 16, 2025, approved the re-appointment of Mr. Venkatraman Sankar, Mr. Krishnamachari Doraiswamy and Mr. Venkatachalam Sesha Ayyar as Independent Directors of the Company for a second term of 5(five) consecutives years.

(v) The Members of the Company, at the Annual General Meeting held on August 16, 2025, appointed M/s. Ramanujam and Boovarahan, Chartered Accountants (FRN: 002945S), as the Statutory Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of the said Annual General Meeting until the conclusion of the 25th Annual General Meeting of the Company.

(vi) M/s. Raghavan and Muralidharan, Chartered Accountants (FRN: 007110S), were appointed as Statutory Auditors of the Company at the Extra-Ordinary General Meeting held on January 9, 2026 as a result of a casual vacancy caused by the resignation of M/s. Ramanujam and Boovarahan, Chartered Accountants, to hold office until the conclusion of the next Annual General Meeting of the Company.

For VAK & Associates
Practising Company Secretaries
Peer Review Certificate No: 7047/2025

Arvind Krishna R
Partner
ACS No: 76035
COP No.: 27985
UDIN: A076035H001016931
Date: August 04, 2026
Place: Chennai

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

ANNEXURE-F

ANNEXURE TO SECRETARIAL AUDIT REPORT

To,

SATTVA ENGINEERING CONSTRUCTION LIMITED
Greams Dugar, 4th Floor, North Wing,
Old No.149, New No.64 Greams Road,
Thousand Lights, Chennai, Tamil Nadu, India, 600006

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

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

For VAK & Associates
Practising Company Secretaries
Peer Review Certificate No: 7047/2025

Arvind Krishna R
Partner
ACS No: 76035
COP No.: 27985
UDIN:
A076035H001016931

Date: August 04, 2026
Place: Chennai

STANDALON STANDALONE FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SATTVA ENGINEERING CONSTRUCTION LIMITED

[Formerly known as Sattva Engineering Construction Private Limited]

Report on the audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of SATTVA ENGINEERING CONSTRUCTION LIMITED [Formerly known as Sattva Engineering Construction Limited] ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, Statement of Cash Flows, and notes to the financial statements including a summary of significant accounting policies and other explanatory information.

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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit, and its cash flows for the year ended on that date.

Basis for opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing [SA] specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the standalone financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

1. **Accuracy of revenue recognition, measurement, presentation and disclosures w.r.t unbilled revenue for Revenue from EPC & Allied activities Contracts with Customers**	
The Key Audit Matter	The Company, in its contracts with customers, delivers engineering, procurement, and construction ("EPC") services. Revenue recognition involves significant judgment, especially for unbilled revenue, which represents revenue accrued for costs incurred for work performed but not yet invoiced. As at March 31, 2026, unbilled revenue amounted to Rs.4,620.05 lakhs. Determining whether the performance obligation has been satisfied, assessing recoverability of contract assets, and estimating costs to complete the contract involve high judgment and materiality.
How we addressed the matter in our audit	Our audit procedures included, but were not limited to, the following: (A) Evaluated the appropriateness of the Company's accounting policy for revenue recognition. (B) Obtained an understanding of the systems, processes, and internal controls over recording and computing revenue and associated contract assets. (C) For selected contracts, we • Examined evidence supporting work execution and completion. • Assessed recoverability of overdue amounts and the impact on expected credit loss allowance. • Reviewed adjusting events after the reporting date. • Tested samples of costs incurred and performed cut-off procedures. • Compared actual costs with management estimates to evaluate reasonableness of remaining

	costs to complete. • Confirmed work completion with customers, sub-contractors, and site engineers. (D) Confirmation for work completion details w.r.t to unbilled revenue from the customer/ sub-contractor and site engineers.
2. Recoverability of Disputed Trade Receivables	
The Key Audit Matter	The Company has trade receivables of Rs.237.29 lakhs and Retention money receivables of Rs.72.63 Lakhs in the construction segment that are subject to NCLT recovery proceedings. While management believes no provision is necessary based on contractual tenability and legal opinion, the uncertainty regarding the outcome and the materiality of the amount make this a key audit matter. Refer Note 14 & 18 of standalone financial statements for disclosures on Trade receivable and Retention money receivables respectively.
How we addressed the matter in our audit	Our audit procedures included, but were not limited to, the following: 1. Verified contractual agreements supporting management's assessment of recoverability of receivables. 2. Evaluated management's judgment regarding dispute resolution and correspondence with legal counsel. 3. Assessed disclosures in the Standalone financial statements related to these receivables. 4. We have verified the confirmation of receivables of Rs.237.29 lakhs and Rs.72.63 lakhs respectively from concerned client.

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 Board's Report including Annexures but does not include the financial statements and our auditor's report thereon. The report containing such other information is expected to be made available to us after the date of this auditor's report.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read such report containing other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable in the applicable laws and regulations.

Management's responsibility for the Standalone Financial Statements

The Company's board of directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Companies (Accounting Standards) Rules, 2021 specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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.

The board of directors are also responsible for overseeing the Company's financial reporting process.

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

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls 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 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of the misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the 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 work; and (ii) to evaluate the effect of any identified misstatements in the 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.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor’s Report) Order, 2020 (“the Order”), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the

Annexure "A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, based on our audit, we report 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, and the Cash Flow Statement dealt with by this report are in agreement with the books of account;

d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Accounting Standards) Rules, 2021;

e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 B".

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

i. The Company did not have any pending litigations on its financial position in its standalone financial statements;

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

iii. There has 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 its knowledge and belief, as disclosed in the note 42(11) to the accounts, no funds [which are material either individually or in the aggregate] have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(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 its knowledge and belief, as disclosed in the note 42(11) to the accounts, no funds [which are material either individually or in the aggregate] 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 mis-statement.

v. As stated in note 38 to the standalone financial statements,

a) The Company has not declared or paid any dividend during the year.

b) The Board of Directors of the Company have not declared any dividend during the year.

vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in prior year, has been preserved by the Company as per the statutory requirements for record retention.

For Raghavan & Muralidharan
Chartered Accountants
Firm No.007110S

Place: Chennai
Date : 25-05-2026

P Raghavan
Partner
Membership No.200 885
UDIN:26200885QXNHS8658

Annexure-A to the Independent Auditor's Report

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date on the accounts of Sattva Engineering Construction Limited (formerly known as Sattva Engineering Construction Private Limited) ("the company") for the year ended March 31, 2026]

1) In respect of its Property, plant and equipment and intangible assets:

   a. [A]. The Company has maintained proper records showing full particulars including quantitative details and situation of the Property, plant and equipment.

      [B]. The Company does not have any intangible assets and hence reporting under clause 3[i][a][B] of the Order does not arise.

   b. The Property, plant and equipment were physically verified during the year by the Management in accordance with a phased program of verification, which, in our opinion, provides for physical verification of all the Property, plant and equipment at reasonable intervals having regard to the size of the Company, nature and value of its assets. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

   c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, plant and equipment (including Right-of-use assets, if any) or Intangible assets or both during the year.

   d. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

2) a. As explained to us, the inventories, other than goods in transit and stocks lying with the third parties, were physically verified during the year by the management at reasonable intervals. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stock and book records that were 10% or more in the

aggregate for each class of inventory and have been properly dealt with in the books of account.

b. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. The Comparison of value of stock and receivables as per books of account and that in the Quarterly returns or statements filed by the company with the bank along with discrepancies, if any, observed in such statements is stated in Note No. 39.

3) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year and hence paragraph 3 [iii] of the Order is not applicable to the Company.

4) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any loan or guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in relation to investments made.

5) According to information and explanations given to us, the Company has not accepted any deposits from the public in accordance with the provisions of section 73 to 76 or any other relevant provisions of Companies Act, 2013 and the rules framed thereunder. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

6) The Central Government has not prescribed maintenance of cost records under Section 148(1) of the Companies Act, 2013 in respect of any of the Company's products or services and hence paragraph 3(vi) of the Order is not applicable.

7) According to the information and explanations given to us and the books of account examined by us, in respect of statutory dues:

a. The Company has generally been regular in depositing undisputed statutory dues, including Goods and Service Tax [GST], Provident Fund, Employees' State Insurance, Income Tax, Customs Duty of Customs, Cess and other material statutory dues applicable to it with the appropriate authorities during the year.

b. There were no undisputed amounts payable in respect of the aforesaid statutory dues outstanding as at March 31, 2026 for a period of more than six months from the date they became payable.

c. There are no dues towards Income Tax, Customs Duty, Goods and Services Tax and Cess that have not been deposited as at March 31, 2026 on account of disputes.

8) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed transactions during the year in the tax assessments under the Income-tax Act, 1961, which were not previously recorded as income in the books of account.

9) a]. In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in the repayment of dues to banks, financial institutions and government.

b]. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank or financial institution or government or government authority.

c]. In our opinion and according to the information and explanation given to us, term loans have been applied by the Company during the year for the purpose for which they were raised.

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]. According to the information and explanations given to us, the Company does not have any subsidiary companies and hence reporting under clause 3(ix)(e) of the Order is not applicable.

f]. According to the information and explanations given to us, the Company does not have any subsidiary companies and hence reporting under clause 3(ix)(f) of the Order is not applicable.

10) (a). In our opinion and according to the information and explanations given to us, the Company has utilized the money raised by way of initial public offer for the purposes for which they were raised.

(b). According to the information and explanations provided to us and records examined by us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable to the Company.

11) a]. To the best of our knowledge and belief, and according to the information and explanations given to us and considering the principles of materiality outlined in Standards on Auditing, no fraud of material significance on the Company or no fraud by the Company has been noticed or reported during the year.

b]. According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c]. According to the information and explanations given to us, the Company has not received any whistle blower complaints during the year and hence reporting under clause 3[xi][c] of the Order does not arise.

12) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable to the Company.

13) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and Section 188 of the Companies Act, 2013, where applicable, for all transactions and the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

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

b]. We have considered the internal audit reports of the Company issued till date for the period under audit.

15) In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, during the year the Company has not entered into any non-cash transactions with its directors or

persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.

16) a]. According to the information and explanations given to us, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi) (a) & (b) of the Order is not applicable to the Company.

b]. According to the information and explanations given to us, the Company is not a Core Investment Company as defined in the regulations made by the Reserve Bank of India.

c]. In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

17) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

18) There has been a resignation of the statutory auditors during the year and we have taken into consideration the issues, objections and concerns raised by the outgoing auditor.

19) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, 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 that the 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.

20) (a). In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the

Companies Act, 2013 pursuant to any project other than ongoing project. Accordingly, clause 3(xx)(a) of the Order is not applicable.

(b). In our opinion and according to the information and explanations given to us, the Company does not have any unspent amount under sub-section (6) of Section 135 of the Companies Act, 2013, towards Corporate Social Responsibility activities pursuant to an ongoing project. Accordingly, clause 3(xx)(b) of the Order is not applicable.

21. The clause 3(xxi) of the Order is not applicable to the financial statements of the Company.

For Raghavan & Muralidharan
Chartered Accountants
Firm No.007110S

Place: Chennai
Date: 25-05-2026

P Raghavan
Partner
Membership No.200 885
UDIN: 26200885QXNHS8658

Annexure B to the Auditor's Report

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report 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")

Opinion

1. We have audited the internal financial controls over financial reporting of Sattva Engineering Construction Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

2. 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 control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

Management's Responsibility for Internal Financial Controls

3. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('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.

Auditors' Responsibility

4. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued

by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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.

5. 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 elected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

6. 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

7. 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 unauthorized 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

8. 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.

For Raghavan & Muralidharan
Chartered Accountants
Firm No.007110S

P Raghavan
Partner
Membership No.200 885
UDIN: 26200885QXNHS8658

Place: Chennai
Date : 25-05-2026

Sattva Engineering Construction Limited
(formerly known as Sattva Engineering Construction Private Limited)
CIN : L45201TN2005PLC058383
Old No 149, New No. 64, 4th Floor, Greams Road, Chennai 600006

BALANCE SHEET AS AT MARCH 31 2026

(Rs. In Lakhs)

	Particulars	Note	As At March 31 2026	As At March 31 2025
I	**EQUITY AND LIABILITIES**			
	1. Shareholders' funds			
	(a) Share Capital	1	1,746.86	1,275.18
	(b) Reserves and surplus	2	7,067.72	3,066.82
	2.Non current liabilities			
	(a) Long term borrowings	3	27.78	85.71
	(b) Deferred tax liabilities (Net)	11	5.43	-
	(c) Long term provisions	4	10.81	-
	3. Current liabilities			
	(a) Short term borrowings	5	2,986.39	3,531.59
	(b) Trade payables	6		
	i) Total Outstanding dues of Micro Enterprises and Small Enterprises; and		27.61	62.67
	ii) Total Outstanding dues of Creditors other than Micro Enterprises and Small Enterprises		1,828.12	1,852.66
	(c) Other current liabilities	7	1,648.09	1,255.21
	(d) Short term provisions	8	490.55	351.83
	TOTAL		**15,839.35**	**11,481.67**
II.	**ASSETS**			
	1. Non current assets			
	(a)Property, plant and Equipment and Intangible assets			
	1) Property, plant and Equipment	9	559.83	410.72
	2) Capital Work In Progress		224.01	-
	(b) Non-Current Investments	10	42.78	42.78
	(c) Deferred Tax Assets (Net)	11	-	32.98
	(d) Other Non-Current Assets	12	1,727.81	1,728.57
	2. Current assets			
	(a) Current Investments		-	-
	(b) Inventories	13	739.19	1,026.23
	(c) Trade receivables	14	4,954.63	3,302.04
	(d) Cash and cash equivalents	15	3.77	2.61
	(e) Bank Balances other than cash equivalents	16	833.39	333.80
	(f) Short term loans and advances	17	960.21	754.33
	(g) Other Current Assets	18	5,793.71	3,847.61
	TOTAL		**15,839.35**	**11,481.67**

The accompanying Statement on Significant Accounting Policies and the Notes on Accounts form an integral part of this Balance Sheet

As per our report of even date attached
Raghavan & Muralidharan
Chartered Accountants
Firm Reg. No: 007110S

P. Raghavan
Partner
M.No:200885

Place: Chennai
Date: 25-05-2026

For and on the behalf of the Board of Directors
Sattva Engineering Construction Limited

S. Seshadri
Whole Time Director
DIN : 00161517

R. Sekar
Whole Time Director
DIN : 00207519

Laxmikanth Tangudu
Company Secretary & C.O
M.NO. ACS68439

G Sujatha
CFO & Whole Time Director
DIN : 10937139

Sattva Engineering Construction Limited
(formerly known as Sattva Engineering Construction Private Limited)
CIN : L45201TN2005PLC058383
Old No 149, New No. 64, 4th Floor, Greams Road, Chennai 600006

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31 2026

(Rs. In Lakhs)

	Particulars	Note	Year ended March 31 2026	Year ended March 31 2025
I	Revenue from operations	19	14,322.86	10,856.60
II	Other Income	20	79.69	119.94
III	**Total Income (I+II)**		**14,402.54**	**10,976.54**
	Expenses:			
	(a) Cost of materials consumed			
	Purchase of Materials		7,771.60	5,444.64
	Changes in inventories	21	287.04	(329.48)
	Material consumption		**8,058.64**	**5,115.16**
	(b) Construction Site Expenses	22	2,937.36	2,996.73
	(c) Employee benefits expense	23	710.57	625.84
	(d) Finance costs	24	480.16	679.31
	(e) Depreciation and amortisation expense	9	37.49	35.54
	(f) Other Expenses	25	407.03	262.62
IV	**Total expenses**		**12,631.26**	**9,715.19**
V	**Profit /(Loss) before tax and Exceptional Items (III-IV)**		**1,771.28**	**1,261.35**
VI	**Exceptional Items**		-	-
	Prior period depreciation adjustment - Expense/(Income) **	9	(16.24)	-
	(Refer Note below Note No. 9)**			
VII	**Profit /(Loss) before tax (V-VI)**		**1,787.52**	**1,261.35**
VIII	**Tax expense:**			
	(a) Current tax expense		464.61	348.08
	(b) Short/(Excess) Provision - Earlier years		(24.90)	-
	(c) Deferred tax		38.41	(0.64)
	Net Tax Expenses		**478.12**	**347.44**
IX	**Profit after tax for the year (VII-VIII)**		**1,309.41**	**913.91**
X	**Earnings per share (face value of ₹ 10/- each):**	26		
	(a) Basic EPS shares as on 31st March 2026 (in ₹)		8.47	7.64
	(b) Diluted EPS after Bonus/Public Issue (in ₹)		8.47	7.64
	Additional Information	27		

The accompanying Statement on Significant Accounting Policies and the Notes on Accounts form an integral part of this Statement of Profit & Loss

As per our report of even date attached
Raghavan & Muralidharan
Chartered Accountants
Firm Reg. No: 007110S

P. Raghavan
Partner
M.No: 200885

Place: Chennai

Date: 25-05-2026

For and on the behalf of the Board of Directors
Sattva Engineering Construction Limited

S. Seshadri
Whole Time Director
DIN : 00161517

R. Sekar
Whole Time Director
DIN : 00207519

Laxmikanth Tangudu
Company Secretary
M.NO. ACS68439

G Sujatha
CFO & Whole Time Director
DIN : 10937139

Sattva Engineering Construction Limited
(formerly known as Sattva Engineering Construction Private Limited)
CIN : L45201TN2005PLC058383
Old No 149, New No. 64, 4th Floor, Greams Road, Chennai 600006
STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31 2026

(Rs. In Lakhs)

Particulars	Year ended March 31 2026	Year ended March 31 2025
A. **CASH FLOW FROM OPERATING ACTIVITIES**		
Net Profit before Extraordinary items	1,771.28	1,261.35
Adjustment For:		
(a) Depreciation and Amortization	37.49	35.54
(b) (Gain)/Loss on Sale of Assets	-	(0.31)
(c) Interest Income	(64.46)	(61.23)
(d) Change in Provision for Gratuity	-	(20.03)
(e) Other Non Operating Income - Rent	(15.23)	(15.23)
(f) Interest/Finance Costs	484.56	679.31
(g) Profit on redemption of mutual fund	-	(23.58)
Operating Profit before Working Capital Changes	**2,213.65**	**1,855.80**
Adjustment For :		
(Increase)/decrease in Current Assets		
(Increase)/Decrease in Inventories	287.04	(329.48)
(Increase)/Decrease in Trade Receivables	(1,652.60)	(106.40)
Increase in short term Loans and advances	(102.43)	(329.86)
Increase in Other Current Assets	(1,946.10)	(1,722.65)
Increase/(Decrease) in Current Liabilities		
Increase/(Decrease) in Trade payables	(59.61)	513.28
Increase/(Decrease) in current liabilities and provisions	410.68	(95.87)
Increase/(Decrease) in Non current liabilities and provisions	10.81	-
CASH GENERATED FROM OPERATIONS	(838.57)	(215.18)
Less : Direct Taxes paid	(426.62)	(348.08)
CASH FLOW BEFORE EXTRAORDINARY ITEMS	**(1,265.19)**	**(563.26)**
NET CASH FROM OPERATING ACTIVITIES (A)	**(1,265.19)**	**(563.26)**
B. **CASH FLOW FROM INVESTING ACTIVITIES**		
(a) Purchase of Property plant and Equipment and Intangible assets (Net of Sales)	(394.38)	(67.34)
(b) Purchase or Sales of Non-current Investment	-	(23.46)
(c) (Increase) / Decrease in Other Non Current Assets	0.76	(123.47)
(d) Interest and other income	64.46	61.23
(e)Other Non Operating Income -Rent	15.23	15.23
(f)Proceeds from Redemption of Mutual Fund	-	132.70
NET CASH FROM INVESTING ACTIVITIES (B)	**(313.93)**	**(5.11)**
C. **CASH FLOW FROM FINANCING ACTIVITIES**		
(a) Proceeds/ (Repayment) of Short Term Borrowings	(545.20)	449.98
(b) Proceeds from the issue of share capital (Net of Issue Expenses)	3,163.17	1,025.00
(c) Interest Paid	(480.16)	(679.31)
(d) Proceeds from Long Term Borrowings	(58.93)	(56.37)
(e) Loan from Directors	1.00	4.00
	2,079.88	**743.30**
(i) NET INCREASE IN CASH & CASH EQUIVALENTS (A)+(B)+(C)	500.76	174.93
(ii) OPENING BALANCE – CASH & CASH EQUIVALENT	**336.41**	**161.47**
(iii) CLOSING BALANCE - CASH & CASH EQUIVALENT	**837.16**	**336.41**
V.CASH AND BANK BALANCES (CLOSING BALANCES)	**837.16**	**336.41**

The accompanying Statement on Significant Accounting policies and the Notes on Accounts form an integral part of this Statement of Cash flow.

As per our report of even date attached
Raghavan & Muralidharan
Chartered Accountants
Firm Reg. No: 007110S

P. Raghavan
Partner
M.No:200885

Place: Chennai
Date: 25-05-2026

For and on the behalf of the Board of Directors
Sattva Engineering Construction Limited

S. Seshadri
Whole Time Director
DIN : 00161517

R. Sekar
Whole Time Director
DIN : 00207519

Laxmikanth Tangudu
Company Secretary & CO
M.NO. ACS68439

G Sujatha
CFO & Whole Time Director
DIN : 10937139

Sattva Engineering Construction Limited
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CIN : L45201TN2005PLC058383
NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31 2026

Note : 1 Share Capital (Rs. In Lakhs)

Particulars	As At March 31 2026	As At March 31 2025
Authorised Capital 1,80,00,000 Equity Shares of ₹ 10/- each	1,800	1,800
Issued, Subscribed & Fully Paid up 1,74,68,116 (Previous year 1,27,51,816] equity shares of ₹ 10/- each fully paid up	1,746.86	1,275.18
Total	1,746.86	1,275.18

Reconciliation of the Number of shares outstanding at the beginning & end of the reporting period.

Particulars	As At March 31 2026		As At March 31 2025	
	Number of Shares	Share Capital	Number of Shares	Share Capital
Shares outstanding at the beginning of the year	1,27,51,816	1,275.18	9,99,000	99.90
Add:-Shares Issued during the year				
Private Placement	-	-	1,60,256	16.03
Bonus Shares Issued	-	-	1,15,92,560	1,159.26
Initial Public Offering	47,16,800	471.68	-	-
Less:Shares bought back during the year	-	-	-	-
Other Changes	-	-	-	-
Shares outstanding at the end of the year	**1,74,68,616**	**1,746.86**	**1,27,51,816**	**1,275.18**

Note : 1.1

a) The company has only one class of shares viz. equity shares having a par value of Rs.10/-. Each holder of equity shares is entitled to one vote per share

b) In the event of liquidation of the Company, the holders of equity shares shall be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The amount distributed will be in proportion to the number of equity shares held by the shareholders

c) The company has not proposed any dividend during the Current Financial year and preceding year.

d) During the previous year, the company allotted 1,15,92,560 equity shares of Rs 10 each, at par, by way of bonus issue.

e) There are no shares allotted as fully paid up pursuant to contract(s) without payment being received in cash, during the year and the immediately preceding five years.

f) There are no calls unpaid (including from Directors & Officers) and no shares were forfeited by the company

g) No shares have been bought back during the year or immediately preceding five years.

h) There are no options outstanding pursuant to Employees Stock Option Scheme.

i. Details of Shareholders holding more than 5 % shares:-

Name of Shareholder	As At March 31 2026	As At March 31 2025
S Seshadri		
Number of Shares	54,94,500	54,94,500
% of Holding	31.45%	43.09%
R Sekar		
Number of Shares	40,91,799	40,91,799
% of Holding	23.42%	32.09%
Jagachchandarr Sekar Uthra		
Number of Shares	12,75,182	12,75,182
% of Holding	7.30%	10.00%

j. Details of Promoters' Shareholdings as at March 31, 2026 and Percentage change

Name of Shareholder	As At March 31 2026	As At March 31 2025	Changes & Percentage
S Seshadri			
Number of Shares	54,94,500	54,94,500	-
% of Holding	31.45%	43.09%	-11.64%
R Sekar			
Number of Shares	40,91,799	40,91,799	-
% of Holding	23.42%	32.09%	-8.67%
Jagachchandarr Sekar Uthra			
Number of Shares	12,75,182	12,75,182	-
% of Holding	7.30%	10.00%	-2.70%

k. Details of Promoters' Shareholdings as at March 31, 2025 and Percentage change

Name of Shareholder	As At March 31 2025	As At March 31 2024	Changes & Percentage
S Seshadri			
Number of Shares	54,94,500	4,99,500	49,95,000
% of Holding	43.09%	50.00%	1000.00%
R Sekar			
Number of Shares	40,91,799	4,99,500	35,92,299
% of Holding	32.09%	50.00%	719.18%
Jagachchandarr Sekar Uthra		- 0.00%	
Number of Shares	12,75,182		12,75,182
% of Holding	10.00%		100.00%

l. Details of Initial Public Offer of Equity Shares.

During the year, the Company completed its Initial Public Offer ("IPO") comprising issuance of 47,16,800 equity shares of ₹10 each at an issue price of ₹75/- per share (including securities premium of ₹65/- per share), aggregating to ₹3,537.60 lakhs. Pursuant to the IPO, shares were allotted on 01-09-2025 and the equity shares of the Company were listed on 03-09-2025 Stock Exchange(s) with effect from 03-09-2025. The net proceeds of the issue after deducting issue related expenses amounting to ₹374.43 lakhs were ₹3,163.17 lakhs.

(Rs. In Lakhs)

Details	As At March 31 2026	As At March 31 2025
Number of Equity Shares issued & fully paid up	47,16,800	-
Face Value	Rs. 10 each	-
Issue Price including premium of Rs 65 per share	Rs. 65 each	-
Details of Utilisation of Proceeds		
Sources of Funds		
Proceeds from Issue	3,537.60	-
Less Issue Expenses	374.43	-
Net Proceeds	**3,163.17**	**-**
Utilisation		
Towards Working Capital	2,750.00	-
General Corporate Purposes	413.17	-
Total Utilisation	**3,163.17**	**-**
Unutilized Funds	-	-

Sattva Engineering Construction Limited
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CIN : L45201TN2005PLC058383
NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31 2026

Note : 2 Reserves and Surplus **(Rs. In Lakhs)**

Particulars	As At March 31 2026	As At March 31 2025
a. Securities Premuim (Refer Note 1.1)		
Opening Balance	1,008.97	-
Add : Premium on issue of equity shares	3,065.92	1,108.97
Less : Transaction cost on issue of equity shares	374.43	100.00
Closing Balance	**3,700.46**	**1,008.97**
b. Surplus in Statement of Profit & Loss A/c		
Opening balance	2,057.85	2,303.20
(+) Profit after tax for the year	1,309.41	913.91
(-) Bonus Shares Issued	-	(1,159.26)
Closing Balance	**3,367.26**	**2,057.85**
Total	**7,067.72**	**3,066.82**

Note : 3 Long Term Borrowings **(Rs. In Lakhs)**

Particulars	As At March 31 2026	As At March 31 2025
Secured Loans Term Loan From Banks - Refer Note 3.1	14.49	42.20
Working capital Term Loan-ECLGS -Refer Note 3.1	-	31.22
Unsecured Loans From Related Parties - Directors	13.29	12.29
Total Long Term Borrowings	**27.78**	**85.71**

Note 3.1 Additional information to secured Long term Borrowings

Name of Lender/Type of Loan	Nature of Security	Rate of Interest	Monthly Installment	No. of Installment
UNION BANK OF INDIA - TERM LOAN III	The primary and collateral security given for the regular limits extended for the said limit also. In addition the Directors Mr. S Seshadri and Mr. R Sekar have given their personal guarantees to the bank .	7.50%	2.85	9
HDFC BANK - TERM LOAN II	The primary and collateral security given for the regular limits extended for the said limit also. In addition the Directors Mr. S Seshadri and Mr. R Sekar have given their personal guarantees to the bank .	9.50%	3.92	9
UNION BANK OF INDIA - VEHICLE LOAN	Hypothecation of Car	10.00%	0.32	9
UNION BANK OF INDIA - VEHICLE LOAN	Hypothecation of Car	10.00%	0.32	9
UNION BANK OF INDIA - VEHICLE LOAN	Hypothecation of Car	8.85%	0.30	52
UNION BANK OF INDIA - VEHICLE LOAN	Hypothecation of Car	9.00%	0.18	37
UNION BANK OF INDIA - VEHICLE LOAN	Hypothecation of Car	10.00%	0.32	13

Note : 4 Long Term Provisions **(Rs. In Lakhs)**

Particulars	As At March 31 2026	As At March 31 2025
Provision for Gratuity	10.81	-
Total	**10.81**	**-**

Note : 5 Short Term Borrowings (Rs. In Lakhs)

Particulars	As At March 31 2026	As At March 31 2025
Secured loans		
Loan repayable on demand (Refer Note 5.1)		
Cash Credit From banks (a.)	2,430.97	2,545.49
From Others - NSIC Credit Line (b)	488.22	473.52
Current Maturities of long term borrowings (Refer Note 3.1)	67.20	86.58
Unsecured loans		
From Others	-	426.00
Total	**2,986.39**	**3,531.59**

Note : 5.1 Security and other terms of Short Term Borrowings

a) This comprises of Cash Credit Limit of Rs 12 Crores from Union Bank and Rs 13 crores from HDFC Bank. These along with a BG Limit of Rs. 32.5 crores and Rs 29 crores, respectively, are primarily secured by the hypothecation of Company's inventories including Contract Assets - Unbilled work in progress, and book debts and the collateral security of following immovable properties: (i) Residential flat at Chennai in the name of the two promoter directors, (ii) land at Kovur in the name of the two promoter directors,(iii) Land and warehouse building at Thondamanatham - all on a paripasu basis among them. Additionally (I) Union Bank has an exclusive charge on two residential flats of 2400 sq. ft each at Chennai belonging to the spouses of the promoter Directors and (II) HDFC Bank has an exclusive charge on the Office Building at Greams Road Chennai for the additional loan provided. Working capital limits from Union Bank carries an interest at EBLR+1.45% and HDFC at 9.5%.

b) Secured by the Bank Guarantee issued by Union Bank, which in turn is secured as per (a) above. This carries an interest of 10.75% repayment within 180 days and additional 1.25% beyond 180 days

All the above loans, except Vehicle Loans and NSIC Credit Line above are personally guaranteed by the Promoter Directors.

As at March 31, 2026 & March 31, 2025, the company is in compliance of the terms and conditions of all borrowings and there are no defaults.

Sattva Engineering Construction Limited
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CIN : L45201TN2005PLC058383
NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31 2026

Note : 6 Trade Payable (Rs. In Lakhs)

Particulars	As At March 31 2026	As At March 31 2025
Total Outstanding dues of Micro Enterprises and Small Enterprises	27.61	62.67
Total Outstanding dues of Creditors other than Micro Enterprises and Small Enterprises	1,828.12	1,852.66
Total	**1,855.72**	**1,915.33**

Ageing schedule:

Balance as at 31st March, 2026 (Rs. In Lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 Years	Total
(i) MSME	27.61	-	-	-	27.61
(ii) Others	1,813.70	7.88	6.54	-	1,828.12
(iii) Disputed dues - MSME		-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**1,841.31**	**7.88**	**6.54**	**-**	**1,855.72**

Balance as at 31st March, 2025 (Rs. In Lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 Years	Total
(i) MSME	62.67	-	-	-	62.67
(ii) Others	1,843.25	9.41	-	-	1,852.66
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**1,905.92**	**9.41**	**-**	**-**	**1,915.33**

Dues payable to Micro and Small Enterprises: (Rs. In Lakhs)

Particulars	As At March 31 2026	As At March 31 2025
Principal amount remaining unpaid to any supplier as at the year end	27.61	62.67
Interest due on the above mentioned principal amount remaining unpaid to any supplier as at the year end	0.31	0.26
Amount of the interest paid by the Company in terms of Section 16	-	-
Amount of the interest due and payable for the period of delay in making payment but without adding the interest specified under the MSMED Act	-	-
Amount of interest accrued and remaing unpaid at the end of the accounting year	2.43	1.19

Note : 7 Other Current Liabilities (Rs. In Lakhs)

Particulars	As At March 31 2026	As At March 31 2025
Expenses Payable	49.62	44.43
Mobilisation and Other Advances from Customers	864.35	711.39
Duties & Taxes Payable	287.96	27.75
Retention money of Sub contractor - Payables	446.15	471.63
Total	**1,648.09**	**1,255.21**

Note : 8 Short Term Provisions (Rs. In Lakhs)

Particulars	As At March 31 2026	As At March 31 2025
Provision for Income Tax	469.00	348.08
Provision for Gratuity - Current	7.23	
Other Provisions	14.31	3.75
Total	**490.55**	**351.83**

Sattva Engineering Construction Limited
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NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31 2026

Note : 9 Property, Plant & Equipment(Rs. In Lakhs)

Property, Plant & Equipment	Land	Building	Plant and Equipment	Furniture and Fixtures	Vehicles	Computers	Total
Property Plant & Equipment							
Gross Block							
Balance as at 31 March 2024	**156.26**	**244.55**	**335.84**	**40.98**	**62.91**	**54.22**	**894.77**
Additions during the Year	-	-	38.32	-	36.89	3.73	78.94
Disposal during the Year	-	-	-	-	23.47	-	23.47
Balance as at 31 March 2025	**156.26**	**244.55**	**374.16**	**40.98**	**76.33**	**57.96**	**950.24**
Additions during the Year	129.19	11.30	11.53	-	12.29	6.39	170.69
Disposal during the Year	-	-	0.33	-	-	-	0.33
Balance as at 31 March 2026	**285.45**	**255.85**	**385.35**	**40.98**	**88.62**	**64.34**	**1,120.60**
Accumulated Depreciation							
Balance as at 31 March 2024	**-**	**157.84**	**241.74**	**37.83**	**31.16**	**47.60**	**516.17**
Depreciation for the Year	-	5.84	19.56	0.38	5.63	4.12	35.54
Disposal during the Year	-	-	-	-	12.18	-	12.18
Balance as at 31 March 2025	**-**	**163.69**	**261.29**	**38.21**	**24.61**	**51.72**	**539.52**
Prior period adjustments **	-	0.88	(16.42)	0.06	0.79	(1.55)	(16.24)
Depreciation For the Year	-	5.78	20.11	0.16	8.88	2.57	37.49
Disposal during the Year	-	-	0.00	-	-	-	0.00
Balance as at 31 March 2026	**-**	**170.35**	**264.98**	**38.43**	**34.28**	**52.73**	**560.76**
Net Block							
Balance as at 31 March 2024	**156.26**	**86.70**	**94.10**	**3.15**	**31.75**	**6.62**	**378.60**
Balance as at 31 March 2025	**156.26**	**80.86**	**112.87**	**2.77**	**51.72**	**6.24**	**410.72**
Balance as at 31 March 2026	**285.45**	**85.50**	**120.37**	**2.55**	**54.34**	**11.61**	**559.83**

****Note: Excess and short depreciation charged in earlier years has been adjusted under "Prior period adjustments"**

Note : 9.1 Capital Work-in-Progress (CWIP) **(Rs. In Lakhs)**

	Building
Balance as at 31 March 2025	-
Additions during the Year	224.01
Balance as at 31 March 2026	**224.01**

CWIP ageing schedule - As at 31 March 2026 **(Rs. In Lakhs)**

	Amount in WCIP for a period of				
CWIP	Less than 1 Year	1-2 years	2-3 years	More than 3 Years	Total
Projects in Progress	224.01	-	-	-	224.01
Projects temporarily Suspended	-	-	-	-	-

CWIP ageing schedule - As at 31 March 2025 **(Rs. In Lakhs)**

	Amount in WCIP for a period of				
CWIP	Less than 1 Year	1-2 years	2-3 years	More than 3 Years	Total
Projects in Progress	-	-	-	-	-
Projects temporarily Suspended	-	-	-	-	-

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NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31 2026

Note : 10 Non Current Investment **(Rs. In Lakhs)**

Particulars	As At March 31 2026	As At March 31 2025
Investment in Unquoted Shares (Other than Subsidiaries/ Associates/Joint Ventures)- At cost		
1,93,200 Equity shares of Rs. 10 each fully paid up share in Sattva CFS and Logistics Private Limited	19.32	19.32
27,600 Equity Shares, at face value of ₹10 each, fully paid up, subscribed at a rights issue price of ₹85 per share in Sattva CFS and Logistics Private Limited	23.46	23.46
Total	**42.78**	**42.78**
Aggregate amount of Unquoted Investments- at cost	42.78	42.78
Aggregate provision for impairment	-	-
Percentage of Holdin	2.76%	2.76%

Note. 11 Deferred Tax Assets/ (Liabilities) **(Rs. In Lakhs)**

Particulars	As At March 31 2026	As At March 31 2025
Deferred Tax Assets/ (Liabilities) (Net)	(5.43)	32.98
Total	**(5.43)**	**32.98**

Note : 12 Other Non Current Assets **(Rs. In Lakhs)**

Particulars	As At March 31 2026	As At March 31 2025
Security Deposits	18.24	17.73
Balance with the banks in Deposit Account held as Bank Guarantee Margin (with maturity period more than 12 Months)	98.86	493.51
Accrued Interest on Fixed Deposit/Recurring Deposit with the banks with maturity period more than 12 Months	11.63	76.52
Retention Money due from Clients	1,599.08	1,140.81
Total	**1,727.81**	**1,728.57**

Note : 13 Inventories **(Rs. In Lakhs)**

Particulars	As At March 31 2026	As At March 31 2025
Construction Materials	638.94	944.33
General Spares and Tools	100.25	81.90
Total	**739.19**	**1,026.23**

Note : 14 Trade Receivables **(Rs. In Lakhs)**

Particulars	As At March 31 2026	As At March 31 2025
Unsecured - Undisputed Considered good ** Considered doubtful	4,954.63	3,302.04
Unsecured - Disputed Considered good Considered doubtful	-	-
Total	**4,954.63**	**3,302.04**
Less: Provision for Bad and Doubtful debts	-	-
Total	**4,954.63**	**3,302.04**

**Out of the above, an amount Rs.2,37,28,953 is recoverable from client for which necessary recovery proceedings have been initiated through NCLT and the company is confident of recovering the entire amount. The above amount is confirmed by the debtor also.

Age of receivables

Balance as at 31st March, 2026 **(Rs. In Lakhs)**

Particulars	Less than 6 months	6 Months - 1 year	1-2 years	2-3 years	More than 3 years
Unsecured - Undisputed					
Considered good	4,650.67	-	-	106.71	197.26
Considered doubtful	-	-	-	-	-
Unsecured - Disputed					
Considered good	-	-	-	-	-
Considered doubtful	-	-	-	-	-
Total	**4,650.67**	**-**	**-**	**106.71**	**197.26**

Balance as at 31st March, 2025 **(Rs. In Lakhs)**

Particulars	Less than 6 months	6 Months - 1 year	1-2 years	2-3 years	More than 3 years
Undisputed					
Considered good	2,991.23	-	113.56	-	197.26
Considered doubtful	-	-	-		
Disputed					
Considered good	-	-	-	-	-
Considered doubtful	-	-	-	-	-
Total	**2,991.23**	**-**	**113.56**	**-**	**197.26**

Note : 15 Cash and Cash Equivalents **(Rs. In Lakhs)**

Particulars	As At March 31 2026	As At March 31 2025
Balances with Banks		
In current accounts	1.10	2.10
Fixed Deposits with original maturity upto three months	-	-
Cash on Hand	2.67	0.51
Total	**3.77**	**2.61**

Note : 16 Bank Balances other than Cash equivalents **(Rs. In Lakhs)**

Particulars	As At March 31 2026	As At March 31 2025
Balance with the banks in Deposit Accounts held as Bank Guarantee Margin (with maturity period less than 12 Months)	773.39	303.80
In Recurring deposit	60.00	30.00
Total	**833.39**	**333.80**

Note : 17 Short Term Loans and Advances **(Rs. In Lakhs)**

Particulars	As At March 31 2026	As At March 31 2025
Loans and Advances (other than related parties) Unsecured- Considered good		
Advance to Suppliers	121.98	51.21
Capital Advances	7.25	-
Balance With Government Authorities		
i) Income Tax Paid in Advance	431.51	328.06
ii) Other Taxes Paid in Advance	30.90	30.90
iii) GST Receivables	164.68	216.89
Prepaid expenses	45.47	68.57
Accrued Interest on Fixed Deposit	147.55	24.60
Others	10.86	34.10
Total	**960.21**	**754.33**

Note : 18 Other Current Assets **(Rs. In Lakhs)**

Particulars	As At March 31 2026	As At March 31 2025
Retention Money due from Clients **	953.81	423.60
Earnest Money Deposits	219.86	99.22
Net Defined Benefit Asset on Gratuity	-	8.67
Contract assets (Unbilled Work in Progress)	4,620.05	3,316.12
Total	**5,793.71**	**3,847.61**

**Out of the above, an amount Rs.72,63,401 is recoverable from client for which necessary recovery proceedings have been initiated through NCLT and the company is confident of recovering the entire amount. The above amount is confirmed by the debtor also.

Sattva Engineering Construction Limited
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NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31 2026

Note : 19 Revenue from Operations **(Rs. In Lakhs)**

Particulars	Year ended March 31 2026	Year ended March 31 2025
1) Construction Revenue		
Income from Construction Projects - Billed	12,836.01	9,132.77
Unbilled income at the end of the year	4,620.05	3,316.12
Less : Unbilled income at the beginning of the year	(3,316.12)	(1,824.55)
	14,139.94	10,624.34
2) Operation & Maintenance Services Income	182.92	232.27
Total	**14,322.86**	**10,856.60**

Entire income is domestic. The company operates only in one segment as at present Viz. Construction and maintenance of Water supply & treatment/Drainage Treatment system.

Note : 20 Other Income **(Rs. In Lakhs)**

Particulars	Year ended March 31 2026	Year ended March 31 2025
Interest Received	64.46	61.23
Rent Received	15.23	15.23
Profit on sale of Property, Plant and Equipments	-	1.09
Profit on sale of Mutual Fund	-	23.58
Miscellaneous receipts	-	18.80
Total	**79.69**	**119.94**

Note : 21 Change in Inventories **(Rs. In Lakhs)**

Particulars	Year ended March 31 2026	Year ended March 31 2025
Inventories at the beginning of the year	1,026.23	696.75
Less: Inventories at the end of the year	(739.19)	(1,026.23)
Changes in Inventories	**287.04**	**(329.48)**

Note : 22 Construction Site Expenses **(Rs. In Lakhs)**

Particulars	Year ended March 31 2026	Year ended March 31 2025
Labour Charges	2,607.75	2,694.38
Transport Charges	36.22	33.40
Hire Charges of Equipments	53.13	31.70
Fuel & Power Charges	104.79	171.00
Other Expenses	135.47	66.25
Total	**2,937.36**	**2,996.73**

Note : 23 Employee benefits expense (Rs. In Lakhs)

Particulars	Year ended March 31 2026	Year ended March 31 2025
Remuneration to Wholetime Directors	97.80	87.67
Salaries, wages, bonus and allowances	549.58	480.81
Contributions to Provident and other funds	28.30	30.79
Staff welfare expenses	34.89	26.57
Total	**710.57**	**625.84**

Note : 24 Finance costs (Rs. In Lakhs)

Particulars	Year ended March 31 2026	Year ended March 31 2025
Interest Expense		
Interest on Term Loans	2.50	5.19
Interest on Overdrafts Cash Credits and demand Loans	220.29	266.06
Interest on Other Loans	176.68	201.83
Other borrowing costs		
Bank Guarantee Commission	80.69	206.24
Total	**480.16**	**679.31**

Note : 25 Other expenses (Rs. In Lakhs)

Particulars	Year ended March 31 2026	Year ended March 31 2025
Electricity Charges	30.09	16.99
Rent	23.38	17.53
Repairs to Building	45.48	33.87
Repairs to Machinery & Equipment	3.78	3.24
Insurance Charges	38.47	18.55
Rates & Taxes	42.62	32.35
Travel & Vehicle Maintenance	79.66	62.84
Communication expenses	9.05	5.70
Legal & Professional Fees	51.98	24.39
Payments to Auditors	8.80	4.40
Director's Sitting Fees	12.45	0.60
Office expenses	20.11	33.43
Loss on Sale of Property, Plant and Equipments	-	0.78
Donation	27.33	1.09
CSR Expenses	13.35	6.04
Miscellaneous Expenses	0.48	0.82
TOTAL	**407.03**	**262.62**
Fees & reimbursements to Statutory Auditors		
- Auditor	5.00	3.40
- For Taxation matters	1.00	1.00
- Certificate Fees	2.80	-

Note : 26 Earning Per Equity Share **(Rs. In Lakhs)**

Particulars	Year ended March 31 2026	Year ended March 31 2025
Before Exceptional Itmes 1. Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders	1,309.41	913.91
2. Weighted Average number of equity shares [Original]	1,54,65,591	1,19,69,415
3. Weighted Average number of equity shares used as denominator for calculating EPS (After considering Public Issue impact with retrospective effect)	1,54,65,591	1,19,69,415
4. Basic/Diluted Earning per Share (On Face value of Rs. 10/ per share)	8.47	7.64
5. Basic/Diluted Earning per Share (On Face value of Rs. 10/ per share)	8.47	7.64

Sattva Engineering Construction Limited

(Formerly known as Sattva Engineering Construction Private Limited)

CIN: L45201TN2005PLC058383

Old No 149, New No. 64, 4th Floor, Greams Road, Chennai 600006

Notes forming part of the Financial Statements

Note 27

1 COMPANY INFORMATION

Sattva Engineering Construction Limited (formerly known as Sattva Engineering Construction Private Limited) is a Company limited by shares domiciled in India and incorporated under the provisions of the Companies Act, 1956. The registered office of the Company is located at Greams Dugar, 4th Floor, North Wing, Old No.149, New No. 64, Greams Road, Thousand Lights, Chennai 600 006, Tamil Nadu, India. The Company is primarily engaged in the business of providing water resource management solutions which includes the Water Supply Scheme with underground and overhead tank, Under Ground Sewerage System, Sewage Treatment Plants and Water Treatment Plants primarily for government authorities/bodies.

The company made an “Initial Public Offer’ (IPO) of its equity shares during FY2025- 26 and got it listed in National Stock Exchange (SME Board) effective September 03, 2025.

2 SIGNIFICANT ACCOUNTING POLICIES

a Basis of Preparation

The Financial statements are prepared in accordance with the Generally Accepted Accounting Principles In India ("Indian GAAP") to comply, in materials respects, with the Accounting Standards specified under Section 133 of the Companies Act, 2013 ("the Act") read with Companies (Accounting Standards) Rules, 2021 and guidelines issues by Securities and Exchange Board of India (SEBI) to the extent applicable. Financial statements have been prepared under the historical cost convention on accrual basis. The Accounting Policies have been consistently applied by the Company and are consistent with those adopted in the previous year.

b Use of Estimates

The Indian GAAP that requires management to make estimates and assumptions which affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results may differ.

The Company has considered its operating cycle as 12 months for the purpose of Current or Non-current classification of Assets and Liabilities.

c Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the company are segregated based on the available information.

d Property, Plant and Equipment [PPE]

[i] PPE, including capital work-in-progress, are stated at their original cost including those costs that relate directly to the concerned asset and those that are attributable to their construction and borrowing cost till the assets are ready to use, but excluding taxes which are claimed as input credit. Project Expenses incurred which are identifiable to particular assets are accumulated with the original cost of such assets. Common Project expenses are allocated to resulting fixed assets of that project in the same proportion as the cost of such assets.

[ii] In respect of PPE (other than freehold/leasehold land/temporary structures), depreciation/amortisation is charged on a straight line method so as to write off the cost of the assets over the useful lives as provided under Schedule II to the Act after retaining the residual value (being 5% of the Cost).

[iii] Temporary structures, being building, are stated at cost and depreciation is charged on straight line method so as to write off the assets over the useful lives as provided under Schedule II to the Act. The Company estimates no residual value for these assets.

e Depreciation and amortization

Depreciation has been provided on the PPE on the straight line method and in accordance with the useful life of the asset as prescribed under Schedule II to the Companies Act, 2013.

The balance of useful life of the Assets as at 01-04-2014 has been taken as below;

Type of Assets	Useful Life
Buildings - Pondicherry	30 Years
Buildings - Corporate office	33 Years
Plant and Equipment	15 Years
Furniture and Fittings	10 Years
Vehicles - Four Wheelers	8 Years
Vehicles - Two Wheelers	10 Years
Computers	3 Years

f Impairment of assets

At each balance sheet date, the management reviews the carrying amount of its assets included in each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset. Reversal of impairment loss is recognised as income in the statement of profit and loss.

g **Leases**

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating leases. Lease rentals under operating leases are recognised in the statement of profit and loss on a straight-line basis.

h **Accounting for Investments**

Investments are accounted at cost of acquisition which includes stamp fees, etc. All the investments are long term investments. Diminution in the market value of long term investments is provided for only when there is a permanent diminution in the value of such investments.

i **Inventories**

Inventories comprise the followings: [i]. Stock of materials at site & [ii]. Spares and Tools.

[i]. Stock of materials at site is valued at lower of Cost and Net realisable Value. The cost includes the purchase price, non-creditable taxes and duities, freight and other directly attributable costs incurred in bringing such inventories to their present location and condition.

[ii] Spares, Tools and other inventories are valued at lower of cost and Net realisable value.

j **Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less.

k **Contract Assets**

[i]. Unbilled Revenue

For contracts where the progress billing is less than the contract revenue earned, such amount is shown as contract assets and termed as “Unbilled Revenue”. Further, if the realisation of above "Unbilled Revenue" is expected within 12 months or operating cycle, it is grouped under Current Assets. Otherwise, it is shown under Non-current Assets.

[ii]. Retention Money Receivable

Retention money receivable, being amounts withheld by customers under contractual terms, is recognized based on satisfaction of performance obligations. Amounts subject to further contractual conditions are disclosed as Contract Assets and are reclassified to Trade Receivables when the right to consideration becomes unconditional. Retention money receivable is classified as current or non-current based on the expected period of realization in accordance with the Company’s operating cycle and is carried at amortized cost less impairment allowance, if any.

l **Retention Money Payable**

Retention money payable represents amounts withheld from subcontractors in accordance with contractual terms. Such amounts are recognized as financial liabilities upon certification/performance of work by subcontractors and are carried at amortized cost. The retention amount is released upon satisfactory completion of contractual conditions and expiry of the defect liability period, as applicable.

m **Contract Liabilities**

For contracts where the progress billing exceeds the contract revenue earned, such excess is shown as contract liability and termed as “Excess of billing over revenue” and shown under other ‘current liabilities’.

n **Revenue recognition**

[i]. Revenue from Construction Contracts

Revenue from Construction contract is recognised in accordance with AS-7 Construction Contracts using the percentage of completion method, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration. Unbilled revenue represents value of services performed in accordance with the contract terms but not yet billed as at the Balance Sheet date. When it is probable that the total contract cost will exceed the total contract revenue, the expected loss is recognised immediately.

[ii] **Operations and Maintenance Contracts**

Revenue from operation and maintenance services is recognized under AS 9 on a proportionate completion basis over the contractual service period or as services are rendered, in accordance with the terms of the contract and when collectability is reasonably certain.

[iii] Other Income

Interest income is accrued on a time proportion basis taking into account the amount outstanding and rate applicable and is recognised in the statement of profit or loss. Dividend income if any is recognised when the right to receive payment is established. Other revenues are recognized and accounted on their accrual as per AS 9.

o Employee Benefits

[i]. Long Term Employee benefits

The Company does not have leave encashment policy as at the date of the Balance Sheet.

[ii]. Post employment benefits - Defined Contribution Plans

The Company pays provident fund contributions to publicly administered provident funds as per the provisions of Provident Fund and Miscellaneous Provisions Act 1952 and the Scheme provided thereon. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognized as employee benefit expense when they are due.

[iii]. Defined Benefit Plan - Gratuity

Liability towards Gratuity is funded through the scheme administered by Life Insurance Corporation of India. The defined benefit obligation is calculated using the Projected Unit Credit Method with actuarial valuation being carried at each reporting date. The amount paid / provided under the scheme is charged to Profit and Loss Account.

p Borrowing Cost

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to Profit and Loss account.

q Foreign currency transactions

Foreign Currency transactions are recorded at the exchange rates prevailing on the date of the transaction. Monetary Foreign currency assets and liabilities (monetary items) are reported at the exchange rate prevailing on the balance sheet date. All exchange differences are dealt with in the statement of profit and loss. Non-monetary items such as investments are carried at historical cost using the exchange rates on the date of the transaction.

r Current Tax and Deferred Tax

Current tax is the amount of tax payable in respect of taxable income for the year. Deferred tax is recognised, subject to the consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets is not recognised on unabsorbed depreciation and carry forward losses unless there is a virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

s Segment accounting

The company's primary segment is identified as a business segment as the risks and returns of the enterprise are affected predominantly by differences in the products and services it produces as prescribed by AS 17 Segment Reporting. Operating segments are reported in a manner consistent with the internal reporting provided to the Board of Directors.

t Earnings Per Shares

Basic earning per share is computed by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted earning per share is computed by taking into account the weighted average number of equity shares outstanding during the period and the weighted average number of equity shares which would be issued on conversion of all dilutive potential equity shares into equity shares.

u Provisions, Contingent liabilities and Contingent assets

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the notes. Contingent assets are neither recognised nor disclosed in the financial statements.

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Old No 149, New No. 64, 4th Floor, Greams Road, Chennai 600006 Note 29

Statement of Analytical Ratios

Sr. No.	Ratio	Numerator/Denominator	Numerator	Denominator	As at 31/03/26	As At 31/03/2025	Change in %	Reason
1	Current Ratio	Current Assets Current Liabilities	All current assets including cash and cash equivalents	All Current liabilities including provisions	1.90	1.31	0.45	1.01
2	Debt-Equity Ratio	Debt Equity	All borrowings (short and Long Term)	Shareholders Equity and Free Reserves	0.34	0.84	(0.59)	1.02
3	Debt Service Coverage Ratio	Earning Available for Debt Service Interest + Installments	Profit after Tax and interest paid	Repayment obligations of all debt including interest	0.52	0.37	0.42	1.03
4	Return on Equity (ROE)(%)	Profit After Tax Net Worth	Profit after Tax	Average Shareholders Equity and Free Reserves	9.95%	13.14%	(0.24)	1.04
5	Inventory Turnover Ratio	Total Turnover Average Inventories	Total Operating Turnover	Average Inventories	16.23	12.60	0.29	1.05
6	Trade receivables turnover ratio	Total Turnover Average Account Receivable	Net Credit Sales	Average of Opening and closing Balance of Trade Receivables	3.47	3.38	0.03	1.06
7	Trade payables turnover ratio	Total Purchases Average Account Payable	Net Credit Purchases	Average of Opening and closing Balance of Trade Payables	5.66	4.71	0.20	1.07
8	Net capital turnover ratio	Total Turnover Net Working Capital	Total Operating Turnover	Current Assets – Current Liabilities	2.27	4.91	(0.54)	1.08
9	Net profit ratio(%)	Net Profit Total Turnover	Profit after Tax	Total Operating Turnover	9.14%	8.42%	0.09	1.09
10	Return on capital employed (ROCE)(%)	Net Profit Capital Employed	Profit after Tax	Shareholders Funds + Borrowings	11.07%	11.48%	(0.04)	1.10
11	Return on investments(%)	Net Profit Total Investment	Interest on Bank deposits	Bank deposits at year end	6.91%	6.15%	0.12	1.11

Reason	Explanation for Significant Change in the Ratios shown above
1.01	Increase in Current ratio is due to Increase in Trade receivable and Other Current Assets
1.02	Decrease in Debt-Equity ratio is due to Increase in sharesholders equity and free reserve
1.03	Increase in Debt Service coverage Ratio is due to Increasing in Profit after Tax and reduction in Borrowings
1.04	Decrease in Return on Equity is due to Increase in Shareholders Equity and free Reserve
1.05	Increase in Inventory Turnover Ratio is due to Increase in Turnover
1.06	Increase in Trade receivables turnover ratio is due to increase in Turnover .
1.07	Increase in Trade Payables turnover ratio is due to Increase in Purchase.
1.08	Decrease in Net capital turnover ratio is due to Increase in Trade Receivable
1.09	Increase in Net profit ratio is due to Increase in Profit after tax
1.10	Decrease in Return on capital employed is due to Increase in Shareholders Equity and free reserve
1.11	Increase in Return on investments is due to Increase in deposit with Banks

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NOTES FORMING PART OF THE FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31 2026

Notes forming part of the Financial Statements

30 Earning per share **(Rs. In Lakhs)**

Particulars	31 March 2026	31 March 2025
Profit for the year (Rs in lakhs)	1,309.41	913.91
Less: Dividend on Preference Shares (Rs in lakhs)	-	-
Profit attributable to equity shareholders (Rs in lakhs)	1,309.41	913.91
Weighted average number of Equity Shares	1,54,65,591	1,19,69,415
Earnings per share basic (Rs)	8.47	7.64
Earnings per share diluted (Rs)	8.47	7.64
Face value per equity share (Rs)	10	10

31 Contingent Liabilities and Commitments **(Rs. In Lakhs)**

Particulars	31 March 2026	31 March 2025
Claims against the Company not acknowledged as debt	-	-
- Income tax demands	-	-
- Indirect tax demands	-	-
Estimated amount of contracts remaining to be executed on capital account and not provided for	8.75	-
Total	**8.75**	**-**

32 Earnings and Expenditure in Foreign Currencies **(Rs. In Lakhs)**

Particulars	31 March 2026	31 March 2025
Earnings in Foreign Currencies	-	-
Expenditure in Foreign Currencies	-	-
Total	**-**	**-**

33 Value of Import on CIF basis **(Rs. In Lakhs)**

Particulars	31 March 2026	31 March 2025
Raw Materials	-	-
Components and Spare Parts		
Capital goods	-	-
Stores and Spares	-	-
Total	**-**	**-**

34 Value of imported and indigenous raw materials, spare parts and components consumed **(Rs. In Lakhs)**

Particulars	31 March 2026	31 March 2025
Raw Materials		
- Imported	-	-
- Indigeneous	8,001.28	5,094.89
Spare parts and components		
- Imported	-	-
- Indigeneous	57.37	20.27
Total	**8,058.64**	**5,115.16**

35 **Accounting for Leases**

[i] Where the Company is a lessee:-

The Company has taken various residential, office and other premises under operating lease or leave & licence agreements. These are generally not non-cancellable Lease payments are recognised in the statement of Profit and Loss Account under "Rent".

[ii] Where the Company is a lessor:-

Details in respect of asset given on operating lease:-

Rs. In Lakhs)

Particulars	31 March 2026	31 March 2025
Gross Block	170.32	170.32
Accumulated Depreciation	99.50	94.05
Depreciation for the year	5.45	5.32

The above asset is in respect of premises given on lease for an initial period with option to renew the lease as per terms of the agreement.

36 Construction Contracts – Disclosures **(Rs. In Lakhs)**

Particulars	31 March 2026	31 March 2025
Amount of Contract revenue recognised	14,139.94	10,624.34
Aggregate costs & profits (less losses) recognized till March 31-2026	-	-
Amount of advances received & Outstanding	-	-
Gross amount due from customers as a contract asset (Unbilled Revenue)	4,620.05	3,316.12
Gross amount due to customers as a contract liability	-	-
Amount of retention money	2,552.89	1,564.41
Method used to determine the contract revenue recognised in the period	Percentage completion method	
Method used to determine the stage of completion of contracts in progress	Cost incurred Propotionate to the Total Budgeted Cost	

37 Un-hedged foreign currency exposure

The Company did not have any Foreign currency exposure during the year under review.

38 Related Party Disclosure

(i) List of Related Parties

Enterprises controlled or significantly influenced by KMP or their relatives

Sr. No	Name of the Related Party	Relationship
1	Sattva Hitech and Conware Private Limited	Company in which director(s) is/are Director(s)
2	Sattva Logistics Private Limited	Company in which director(s) is/are Director(s)
3	Vishaka CFS and Logistics Private Limited	Company in which director's Relative is/are Director(s)
4	Sattva CFS and Logistics Private Limited	Company in which director's Relative is/are Director(s)
5	Durai Shipping and Services P Ltd	Company in which director's Relative is/are Director(s)
6	Sical Sattva Rail Terminal Private Limited	Company in which director's Relative is/are Director(s)
7	Western Gateway Cargo Services Private Limited	Company in which director's Relative is/are Director(s)
8	Sattva Industries Private Limited	Company in which director's Relative is/are Director(s)
9	Sattva Agro Expo Private Limited	Company in which director's Relative is/are Director(s)
10	L J Consulting Private Limited	Company in which director(s) is/are Director(s) - Upto 14-05-2025
11	Vintage Integrated Logistics Services Private Limited	Company in which director's Relative is/are Director(s)

Key management personnel [KMP] and their relatives

Sr. No	Name of the Related Party	Relationship
1	Mr. S.Seshadri	Key Managerial Personnel
2	Mr.R.Sekar	Key Managerial Personnel
3	Mr. Balaji Srinivasan	Key Managerial Personnel (Resigned w.e.f 11/07/2025)
4	Mr. Laxmikanth Tangudu	Key Managerial Personnel (Appointed w.e.f 11/07/2025)
5	Mrs. Sujatha	Key Managerial Personnel
6	Mrs.Rama Seshadri	Relative of Key Managerial Personnel
7	Mrs.Uthra Sekar	Relative of Key Managerial Personnel
8	Ms. Manasaa S	Relative of Key Managerial Personnel
9	Mr. Srivatshan Seshadri	Relative of Key Managerial Personnel
10	Mr. Lokeswer Sekar Uthra	Relative of Key Managerial Personnel
11	Mr. Jagachachandarr S U	Relative of Key Managerial Personnel

(ii) **Related Party Transactions** **(Rs. In Lakhs)**

Particulars	31 March 2026	31 March 2025
Transactions with Rendering of services		
- Enterprises controlled or significantly influenced by KMP or their relatives	-	11.42
Remuneration		
- Key management personnel [KMP] and their relatives	122.07	117.75
Investment		
- Enterprises controlled or significantly influenced by KMP or their relatives	-	23.46
Loans repaid by		
- Enterprises controlled or significantly influenced by KMP or their relatives	1.00	4.00

(iii) **Related Party Balances** **(Rs. In Lakhs)**

Particulars	31 March 2026	31 March 2025
Balances with Credit		
- Enterprises controlled or significantly influenced by KMP or their relatives	-	-
- Key management personnel [KMP] and their relatives	19.71	20.52

** The related party relationship is as identified by the Company and relied upon by the Auditors.

39 Security of Current Assets Against Borrowings

Reconciliation between Current Assets as per Quarterly statement filed with Bank and Current Asset as per Books of Account

(Rs. In Lakhs)

Details	Amount as per Records	Amount as per Statement	Difference	Variance	Remarks
		Q1 June 2025			
Stock	2,054.41	2,921.83	867.41	42.22%	See Note Below*

Trade Receivables	2,576.73	3,292.97	716.25	27.80%	
Q2 September 2025					
Stock	5,440.03	3,328.33	(2,111.70)	-38.82%	
Trade Receivables	2,987.70	2,694.89	(292.81)	-9.80%	
Q3 December 2025					
Stock	3,569.65	3,928.89	359.24	10.06%	
Trade Receivables	4,471.82	3,905.03	(566.79)	-12.67%	
Q4 March 2026					
Stock	5,359.24	5,523.60	164.36	3.07%	
Trade Receivables	4,880.54	4,643.25	(237.29)	-4.86%	

Reconciliation between Current Assets as per Quarterly statement filed with Bank and Current Asset as per Books of Account

(Rs. In Lakhs)

Details	Amount as per Records	Amount as per Statement	Difference	Variance	Remarks
Q1 June 2024					
Stock	2,448.75	3,033.45	584.70	23.88%	See Note Below*
Trade Receivables	4,461.30	4,462.89	1.59	0.04%	
Q2 September 2024					
Stock	5,827.82	2,923.51	(2,904.31)	-49.84%	
Trade Receivables	3,018.29	3,018.79	0.50	0.02%	
Q3 December 2024					
Stock	3,110.94	2,324.93	(786.01)	-25.27%	
Trade Receivables	4,401.61	4,425.07	23.46	0.53%	
Q4 March 2025					
Stock	4,342.35	2,840.36	(1,501.99)	-34.59%	
Trade Receivables	4,866.45	5,581.43	714.98	14.69%	

*Note: The stock and receivables figures furnished to bank were on estimation basis, as the actual data could not be collated from the respective contract sites, being unique nature of businees, within the due date by which the stock and receivables statement is to be furnished to the bank. Hence the difference existed in all the quarters. We are taking necessary steps to rectify this situation.

40 CSR Expenditure incurred on Corporate Social Responsibility [CSR] activities

(Rs. In Lakhs)

Particulars	31 March 2026	31 March 2025
Amount required to be spent by the company during the year	13.35	6.04
Amount of expenditure incurred	13.35	6.04
Shortfall at the end of the year	-	-
Total of previous years shortfall	-	-

Nature of CSR activities: Promoting Education

41 Other Statutory Disclosures as per the Companies Act, 2013

1. The Company does not have any Immovable Property whose title deeds are not held in the name of the Company.
2. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
3. The Company has not advanced any loans or advances in the nature of loans to specified

persons viz. promoters, directors, KMPs, related parties; which are repayable on demand or where the agreement does not specify any terms or period of repayment.

4. The Company has utilised funds raised from issue of securities or borrowings from banks and financial institutions for the specific purposes for which they were issued/taken.

5. The Company has not been declared as a wilful defaulter by any lender who has powers to declare a Company as a wilful defaulter at any time during the financial year or after the end of reporting period but before the date when financial statements are approved.

6. The company does not have any transactions with struck-off companies.

7. The Company does not have any transaction which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

8. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

9. The Company has not made any investments during the reporting period and hence disclosure relating to compliance with the number of layers prescribed under

10. The Company does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies (ROC) beyond the statutory period.

11. Disclosure as referred in Rule 11[e][i] & [ii] of Companies (Audit and Auditors) Amendment Rules, 2021

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

42 Audit Trail

The Company has implemented audit trail in its accounting software effective from 1st April 2023. Further, the audit trail, to the extent maintained in prior year, has

43 Re-Grouping

Figures have been rounded off to the nearest lakhs. Figures for the previous year have been re-classified / re-arranged / re-grouped, wherever necessary to confirm to current year classification as per the requirement of Schedule III to the Companies Act, 2013.

As per our report of even date attached

Raghavan & Muralidharan
Chartered Accountants
Firm Reg. No: 007110S

For and on the behalf of the Board of Directors
Sattva Engineering Construction Limited

P. Raghavan **Partner** **M.No: 200885**	**S. Seshadri** **Whole Time Director** **DIN : 00161517**	**R. Sekar** **Whole Time Director** **DIN : 00207519**
Place: Chennai **Date: 25-05-2026**	**Laxmikanth Tangudu** **Company Secretary & CO** **M.NO. ACS68439**	**G Sujatha** **CFO & Whole Time Director** **DIN : 10937139**