36TH

Annual Report

2026

RICH UNIVERSE NETWORK LIMITED

CIN L51100UP1990PLC012089

7/125 (C-2), IInd Floor,
Swaroop Nagar, Kanpur - 208002

www.richuninet.com

rcfsl@rediffmail.com

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2025-2026

ANNUAL REPORT

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Shashwat Agarwal
DIN: 00122799
MANAGING DIRECTOR

Mr. Yugank Gadi
DIN: 10734950
CHAIRMAN & NON–EXECUTIVE INDEPENDENT DIRECTOR

Mr. Rajeev Agarwal
DIN: 00122877
EXECUTIVE DIRECTOR

Mr. Gyan Singh
DIN: 07385171
INDEPENDENT DIRECTOR

Mrs. Sushila Aggarwal
DIN: 10918000
NON–EXECUTIVE INDEPENDENT DIRECTOR

Mr. Zubair Ahmad
CHIEF FINANCIAL OFFICER

Mrs. Astha Chaturvedi
COMPANY SECRETARY & COMPLIANCE OFFICER

AUDITORS

M/s. Srivastava S & Co.
(Chartered Accountants)

Add: 112/206-A, Swaroop Nagar,
Kanpur – 208002

SECRETARIAL AUDITORS

CS Vaibhav Agnihotri
M/S. V. Agnihotri & Associates
Practicing Company Secretaries

Add: 401, Kan Chambers, 14/113,
Civil Lines, Kanpur – 208001

REGISTERED OFFICE

Add: 7/125, C-2, IInd Floor,
Swaroop Nagar, Kanpur – 208002.

CIN: L51100UP1990PLC012089

REGISTRAR & TRANSFER AGENT

Skyline Financial Services Pvt. Ltd.

Add: D-153/A, 1st Floor, Okhla,
Industrial Area, Phase 1,
New Delhi – 110020

BANKERS

Yes Bank Limited

FROM THE DESK OF THE MANAGING DIRECTOR

Managing Director's Letter

“*Dear Shareholders,*

I hope this message finds you well.

A YEAR OF LEARNING AND PROGRESS

I want to take a moment to share my perspective on where Rich Universe Network Limited stands today and the path ahead. It has been a year of sharpening our focus — on operational discipline, financial prudence, and building the systems that will carry this Company forward with greater strength and clarity.

STRENGTHENING OUR FOUNDATION

We chose to view this period not as a setback, but as an opportunity — one that allowed us to strengthen our internal systems, sharpen our operational discipline, and build a more resilient foundation for the Company's future. Our teams have worked diligently behind the scenes, focusing on efficiency, cost discipline, and process improvements that will serve us well as we move forward.

LOOKING AHEAD WITH CONFIDENCE

Despite the challenges, the core strength of our business remains firmly intact. We are approaching this phase with clarity and determination, and we remain confident that the groundwork being laid today will translate into meaningful, sustainable growth in the years ahead.

A WORD OF GRATITUDE

Your continued faith in Rich Universe Network Limited means a great deal to us. It is this trust that drives our commitment to work harder, stay focused, and deliver the value you rightfully expect from your Company. Thank you for your unwavering support as we work towards a stronger and brighter future together.

Warm regards,

Sd/-

SHASHWAT AGARWAL
Managing Director
Rich Universe Network Limited

Regd. Office: 7/125, (C-2), 2nd FLOOR, SWAROOP NAGAR, KANPUR – 208002
E-mail: rcfsl@rediffmail.com

Notice of the 36th Annual General Meeting

MONDAY, 21ST SEPTEMBER 2026 ▪ 04:15 P.M.

Registered Office, 7/125 (C-2), IInd Floor, Swaroop Nagar, Kanpur – 208002

Notice is hereby given that the 36th Annual General Meeting of Shareholders of Rich Universe Network Limited (CIN: L51100UP1990PLC012089) will be held on Monday, 21st day of September, 2026 at 04:15 P.M at the registered office of the company at 7/125 (C-2), IInd Floor, Swaroop Nagar, Kanpur - 208002, to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the ***Audited Financial Statements*** for the financial year ended on ***31st March 2026***, and the Reports of the ***Board of Directors and Auditor*** thereon.

2. To appoint a director in place of ***Mr. Rajeev Agarwal (DIN: 00122877),*** who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. TO TAKE ON RECORD THE NON-IMPLEMENTATION OF THE RESOLUTIONS PASSED BY THE MEMBERS VIDE POSTAL BALLOT, THE RESULT WHEREOF WAS DECLARED ON 25.07.2025:

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

"RESOLVED THAT the Members of the Company do hereby take on record that the Ordinary Resolution for increase in Authorised Share Capital of the Company, and the Special Resolutions for alteration of the Object Clause and adoption of a new Memorandum of Association, and for adoption of a new set of Articles of Association, respectively, passed by the Members vide Postal Ballot, the result whereof was declared on 25.07.2025, could not be implemented and the corresponding statutory forms could not be filed with the Registrar of Companies/Ministry of Corporate Affairs, for the reason that the proposed investor(s) were unable to infuse the requisite funds towards the applicable Government/ROC fee (estimated at approximately Rs. 35,00,000/-), as a consequence whereof the said resolutions have lapsed for want of execution within the timelines prescribed under the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company ("the Board", which term shall include any Committee constituted/to be constituted by the Board to exercise its powers) be and is hereby authorised to take all such steps, including regularisation of the delay in filing of the statutory forms under the applicable provisions of the Companies Act, 2013 (including examination of the need for a compounding application under Section 441 of the Act), and, if considered necessary, to place the said resolutions or any of them afresh before the Members at an appropriate subsequent date, subject to a documented funding commitment being obtained from the proposed investor(s), and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

For RICH UNIVERSE NETWORK LIMITED

Sd/-
ASTHA CHATURVEDI
(COMPANY SECRETARY)
M. No. - A37369

Date: 21.08.2026
Place: Kanpur

Regd. Office: 7/125, (C-2), 2nd FLOOR, SWAROOP NAGAR, KANPUR – 208002
E-mail: rcfsl@rediffmail.com

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. The Proxy Form should be lodged with the Company at the Registered Office at least 48 hours before the time of the Meeting.

2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.

3. In case of joint holders attending the Meeting, only such joint holders who is higher in the order of names will be entitled to vote.

4. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

5. The Register of Members and Share Transfer Books will remain closed from ***September 14th, 2026, to September 21st, 2026*** (both days inclusive) for the AGM.

6. Shareholders are requested to promptly notify any changes in their address to the Company's Registrar and Share Transfer Agents, Skyline Financial Services Private Limited.

7. Members who have not registered their e-mail ID addresses so far are requested to register their email address in case of physical holding with the Company and in case of demat holding with the Depository Participant.

8. Electronic copy of the notice of the 36th Annual General Meeting of the Company, inter alia indicating the e-voting procedure along with the attendance slip and proxy form is being sent to all the members whose e-mail addresses are registered with the Company/Depository Participant for communication purposes unless any member has requested for a hard copy of the same.

9. All documents referred to in the Notice and the annexure to the Notice shall be open for inspection at the Registered Office of the Company during office hours on all working days except Saturdays between 11.00 a.m. to 1.00 p.m. up to the date of the ***36th Annual General Meeting*** of the Company.

10. Members are requested to bring their identity cards along with a copy of the Annual Report to the Meeting.

11. Members who desire to obtain any information concerning the accounts of the Company are requested to address their questions to the Company Secretary, so as to reach at least 7 days before the date of the meeting, to enable the information required to be made available at the Meeting, to the extent possible.

12. Pursuant to Section 72 of the Companies Act 2013, shareholders holding shares in physical form may file a nomination in the prescribed form SH-13 with the Company's Registrar and Transfer Agent. In respect of shares held in demat / electronic form, the nomination form may be filed with the respective Depository Participant.

13. Corporate Members are requested to send to the Company a duly certified copy of the Board resolution/Power of Attorney, authorizing their representatives to attend and vote at the Annual General Meeting.

14. In accordance with the ***General Circular No. 03/2025 dated 22nd September, 2025***, issued by the MCA, and ***Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024,*** issued by SEBI, the Annual Report, including the Report of the Board of Directors, Auditor's Report, and other documents required to be attached therewith, along with the Notice of the AGM, is being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s), in furtherance of the Company's sustainability and paperless governance initiatives.

15. Pursuant to ***SEBI Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026,*** another special window has been opened for a period of one year, from February 5, 2026, to February 4, 2027, to further facilitate investors in getting

rightful access to their shares. All approved transfers under this window will be effected only in dematerialised form.

16. Information of Directors being appointed/re-appointed as required under Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2:

Name of the Director	Mr. Rajeev Agarwal
A brief resume of the director	Mr. Rajeev Agarwal is a seasoned professional with a proven track record of guiding organizations through varied business environments and driving sustainable growth. His extensive experience reflects strong adaptability, sound business understanding, and effective interpersonal skills.
Nature of expertise in specific functional areas	Business & Capital Market
Relationship between directors inter se, if any	N.A.
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board, along with listed entities from which the person has resigned in the past three years.	N.A. Not resigned from any Listed Company in the past three years.
Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner	N.A.

Name of the Director	Mr. Rajeev Agarwal
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N.A.

17. Procedure for remote E-voting:

In accordance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and the Secretarial Standards issued by the Institute of Company Secretaries of India, the Company is pleased to provide its members the facility to exercise their right to vote at the 36th AGM through electronic means and the business may be transacted through the e-voting services provided by the National Securities Depository Limited.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

(i) The remote e-voting period begins on ***Friday, September 18, 2026, at 09:00 A.M.*** and ends on ***Sunday, September 20, 2026, at 05:00 P.M.*** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. ***Monday, September 14, 2026***, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being ***Monday, September 14, 2026.***

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

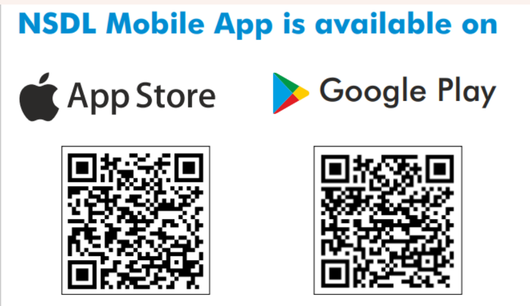
Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **“Beneficial Owner”** icon under **“Login”** which is available under **‘IDeAS’** section , this will prompt you to enter your existing User ID and Password. After successful

authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

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

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



Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

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

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com 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 a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

How to Log-in to NSDL e-Voting website?

Regd. Office: 7/125, (C-2), 2nd FLOOR, SWAROOP NAGAR, KANPUR – 208002
E-mail: rcfsl@rediffmail.com

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to fcsvaibhav@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to rcfsl@rediffmail.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to rcfsl@rediffmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

18. Members who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

19. Book Closure Dates will be from ***Monday, September 14, 2026, to Monday, September 21, 2026*** (both days inclusive).

20. ***Mr. Vaibhav Agnihotri*** of ***M/s. V. Agnihotri & Associates, Practicing Company Secretaries, (Membership No. FCS 10363)*** has been appointed as the Scrutinizer to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

21. The results of the entire e-voting along with Scrutinizer's report shall be placed on the Company's website www.richuninet.com within 2 days of passing resolutions at the AGM of the Company and communicated to stock exchanges, where the shares of the Company are listed.

CONTACT DETAILS

Company	Rich Universe Network Limited
Regd. Office:	IInd Floor, 7/125, C-2, Swaroop Nagar Kanpur -208002
CIN:	L51100UP1990PLC012089
E-mail ID:	rcfsl@rediffmail.com

Registrar and Transfer Agent	Skyline Financial Services Private Limited
Address	D-153, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi - 110020
E-mail ID	admin@skylinerta.com
Tel	91-11-64732681 to 88
Fax	+91-11-26812682

e-Voting Agency	National Securities Depository Limited
E-mail ID:	evoting@nsdl.co.in
Phone	1800 1020 990 / 1800 224 430

Scrutinizer	M/s V. Agnihotri & Associates Mr. Vaibhav Agnihotri (Proprietor) Practicing Company Secretaries
Email ID:	fcsvaibhav@gmail.com
Phone:	9839104031

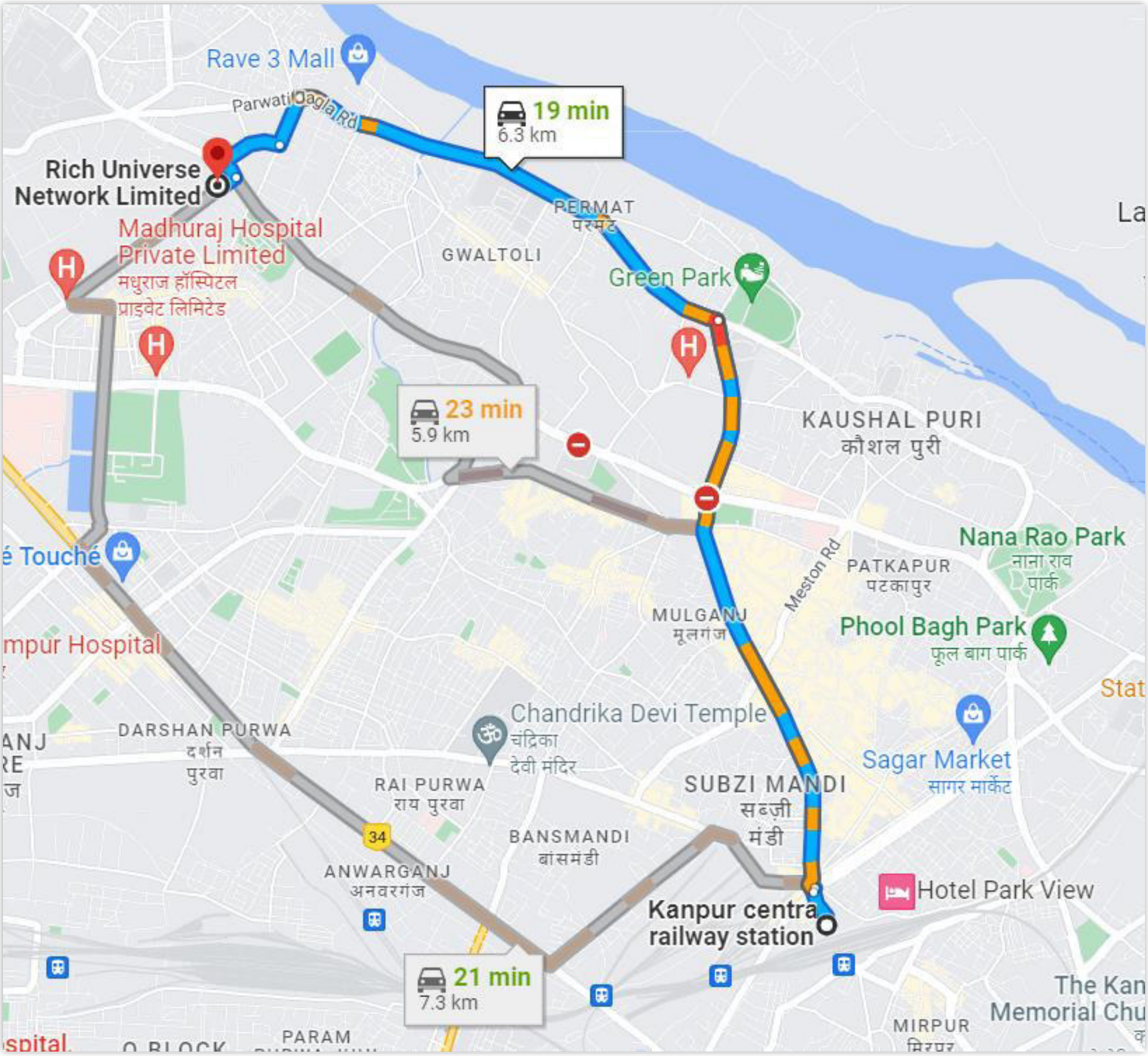
CIN: L51100UP1990PLC012089

RICH UNIVERSE NETWORK LIMITED

Regd. Office: 7/125, (C-2), 2nd FLOOR, SWAROOP NAGAR, KANPUR – 208002
E-mail: rcfsl@rediffmail.com

ROUTE MAP TO THE VENUE OF AGM

IIND FLOOR, 7/125, C-2, SWAROOP NAGAR, KANPUR -208002



ATTENDANCE SLIP

36th ANNUAL GENERAL MEETING – SEPTEMBER 21, 2026

RICH UNIVERSE NETWORK LIMITED
Regd. Office: IInd FLOOR, 7/125, C-2, SWAROOP NAGAR, KANPUR - 208002
CIN: L51100UP1990PLC012089

DP ID/Client ID/Folio No.	
No. of shares held	

I Certify that I am a member/proxy for the member of the Company.

I, hereby record my presence at the 36th Annual General Meeting held on Monday September 21, 2026, at 04:15 p.m. at the registered office of the Company at IInd Floor, 7/125, C-2, Swaroop Nagar, Kanpur - 208002

Name of the Member --
Name of the Proxy --
Signature --

Note: Please complete this Attendance Slip and hand it over at the Attendance Verification Counter at the entrance of the meeting hall. Members are requested to bring their copy of the Annual Report for reference at the meeting.

PROXY FORM
(MGT-11)

{Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014}

36th ANNUAL GENERAL MEETING – SEPTEMBER 21, 2026

RICH UNIVERSE NETWORK LIMITED
Regd. Office: IInd FLOOR, 7/125, C-2, SWAROOP NAGAR, KANPUR - 208002
CIN: L51100UP1990PLC012089

Name of the member(s)	
Registered Address	
E-mail ID	
Folio No/Client ID	
DP ID	

I / We, being the member(s) of the above-named Company hold ……………………… shares, hereby appoint:

Name:	Address:
E-mail ID:	Signature:

or failing him/her

Name:	Address:
E-mail ID:	Signature:

or failing him/her

Name:	Address:

RICH UNIVERSE NETWORK LIMITED

Regd. Office: 7/125, (C-2), 2nd FLOOR, SWAROOP NAGAR, KANPUR – 208002
E-mail: rcfsl@rediffmail.com

E-mail ID:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **36th Annual General Meeting** of the Company, to be held on **Monday, September 21, 2026** at **04:15 p.m**. at the registered office of the Company at **IInd Floor, 7/125, C-2, Swaroop Nagar, Kanpur - 208002** and at any adjournment thereof in respect of such resolutions as are indicated below:

S.NO	RESOLUTION	VOTE	
		FOR	AGAINST
1.	Adoption of Balance Sheet, Statement of Profit & Loss, Report of Board of Directors, and Auditors for the financial year 31st March, 2026		
2.	Appointment of a director in place of Mr. Rajeev Agarwal (DIN: 00122877), who retires by rotation and, being eligible, offers himself for re-appointment.		
3.	Taking on record the non-implementation of the resolutions passed by the Members through Postal Ballot, the result whereof was declared on 25.07.2025, and authorisation to the Board of Directors to take necessary steps in respect thereof.		

Signed this .... day of .... 2026.

Signature of shareholder: ....

Signature of Proxy holder(s): ....

Affix 1 Rupees Revenue Stamp

Note:

1. *This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.*

2. *A person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member.*

Regd. Office: 7/125, (C-2), 2nd FLOOR, SWAROOP NAGAR, KANPUR – 208002
E-mail: rcfsl@rediffmail.com

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013, and Secretarial Standard-2 on General Meetings)

Item No. 3:

Members are aware that the Company had, by way of Postal Ballot, obtained the approval of the Members for following businesses:

(i) increase in Authorised Share Capital of the Company,

(ii) alteration of the Object Clause and adoption of a new Memorandum of Association, and

(iii) adoption of a new set of Articles of Association, the result whereof was declared on 25.07.2025.

The aforesaid resolutions could not be implemented and the corresponding statutory forms could not be filed with the Registrar of Companies/Ministry of Corporate Affairs, as the proposed investor(s) were unable to infuse the requisite funds towards the applicable Government/ROC fee (estimated at approximately Rs. 35,00,000/- for the increase in Authorised Share Capital alone). As a result, the said resolutions have lapsed for want of execution within the timelines prescribed under the Companies Act, 2013.

In the interest of transparency and good corporate governance, and to keep the Members duly informed, the Board has considered it appropriate to place the fact of such non-implementation before the Members for being taken on record by way of an Ordinary Resolution.

Members may note that this Notice does not seek any fresh approval for increasing Authorised Share Capital, alteration of the Object Clause/Memorandum of Association, or adoption of a new set of Articles of Association. Should the Company decide to place any or all of the said matters before the Members afresh at a later date, a separate Notice with full particulars and Explanatory Statement will be issued at that time.

The Board recommends the Resolution set out at Item No. 3 for approval of the Members as an Ordinary Resolution.

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

For RICH UNIVERSE NETWORK LIMITED

Sd/-
ASTHA CHATURVEDI
(COMPANY SECRETARY)
M. No. - A37369

Date: - 21.08.2026
Place: - Kanpur

DIRECTOR'S REPORT

TO THE MEMBERS OF RICH UNIVERSE NETWORK LIMITED

Dear Shareholders,

Your directors have the pleasure of presenting the 36th Annual Report together with the Audited Statement of Accounts for the year ended on 31st March, 2026.

• FINANCIAL RESULTS

Financial Results of the Company for the year under review, along with figures for the previous year, are as follows:

Amount in (Rs.)

Particulars	31.03.2026	31.03.2025
Total Revenue	74,92,655	2,51,256
Total Expenses	24,76,464	31,83,334
Profit/(Loss) before Depreciation and Tax (PBT)	50,16,191	(29,32,078)
Less: Depreciation	0.00	0.00
Profit/(Loss) before Tax	50,16,191	(2,932,078)
Less: Provision for taxation	18,082	0.00
Profit/(Loss) after Tax (PAT)	49,98,109	(2,932,078)
EPS (Basic)	0.69	(0.04)
Diluted	0.69	(0.04)

• STATE OF THE COMPANY'S AFFAIRS AND NATURE OF BUSINESS

During the year under review, there has been no change in the nature of the business of the Company, and it continues to be engaged in the business of financial services.

• DEPOSITS

During the year under review, the Company has neither invited nor accepted any deposits from the public or its shareholders within the meaning of Section 73 and Section 76 of the Companies Act, 2013, read together with the Companies (Acceptance of Deposits) Rules, 2014. Consequently, there was no principal or interest amount outstanding as on the date of the Balance Sheet on account of deposits from the public.

• DIVIDEND

During the year under review, with a view to conserving the resources of the Company for future expansion and growth, the Board of Directors has not recommended any dividend for the financial year 2025-26.

• PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Pursuant to the provisions of Section 186 of the Companies Act, 2013, the particulars of loans, guarantees, or investments made by the Company, if any, during the year under review have been disclosed in the financial statements forming part of this Annual Report.

• DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143, IF ANY

During the year under review, the Auditors have not reported any instance of fraud committed against the Company by its officers or employees to the Audit Committee/Board under Section 143(12) of the Companies Act, 2013.

• MAINTENANCE OF COST RECORDS BY THE COMPANY

The provisions relating to the maintenance of cost records, as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, are not applicable to the Company.

• TRANSFER TO RESERVES

During the year under review, the profit earned by the Company for the financial year has been transferred to the Reserves & Surplus Account.

• MATERIAL CHANGES AND COMMITMENTS

During the year under review, the following material changes affecting the financial position of the Company were approved by the Members through Postal Ballot and e-voting:

- Increase in the Authorised Share Capital of the Company from Rs. 40,00,00,000/- (Rupees Forty Crore Only) divided into 4,00,00,000 (Four Crore) Equity Shares of Rs. 10/- (Rupees Ten) each, to Rs. 60,00,00,000/- (Rupees Sixty Crore Only) divided into 6,00,00,000 (Six Crore) Equity Shares of Rs. 10/- (Rupees Ten) each, along with the consequent amendment to the Memorandum of Association.

- Addition of new business activities to the objects clause of the Memorandum of Association and adoption of a new set of Memorandum of Association.

- Adoption of a new set of Articles of Association in conformity with the provisions of the Companies Act, 2013.

*** The aforesaid measures were duly approved by the Members through Postal Ballot, the result of which was declared on 25.07.2025. However, the same could not be implemented, and the corresponding statutory forms could not be filed with the Registrar of Companies/Ministry of Corporate Affairs, as the proposed investor(s) were unable to infuse the requisite funds towards the applicable Government/ROC fees. Consequently, the aforesaid resolutions have lapsed for want of execution within the timelines prescribed under the Companies Act, 2013. The Company proposes the matter to the members through notice of AGM as item no. 3 for taking on record the non-implementation of the said resolution. Any decision to undertake such measures afresh,* *if considered necessary, shall be placed before the Members separately in accordance with the applicable provisions of law.*

• INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has in place an adequate Internal Control System commensurate with the size, scale, and nature of its business operations. The scope and authority of the Internal Auditors are governed by the applicable provisions of the Companies Act, 2013, and the rules framed thereunder. In order to preserve the independence and objectivity of the internal audit function, the Internal Auditor reports directly to the Chairman of the Audit Committee as well as to the Chairman and Managing Director.

The Internal Auditor is responsible for evaluating the adequacy and effectiveness of the Company's internal control mechanisms and assessing compliance with established accounting policies, procedures, and operating systems. Based on the findings and recommendations of the internal audit, respective process owners initiate corrective measures within their functional areas, thereby continuously strengthening the internal control framework. Key observations arising from the audit, along with the corrective actions undertaken, are periodically placed before the Audit Committee of the Board for review.

• BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

➢ DIRECTORS

During the year under review, the following changes took place in the Directorship of the Company:

- **Mr. Rajeev Agarwal (DIN: 00122877)** retires by rotation at the ensuing Annual General Meeting of the Company to be held on September 21, 2026, and being eligible, offers himself for re-appointment. The Board recommends his re-appointment at the said Annual General Meeting.

- **Mr. Shashwat Agarwal (DIN: 00122799)** retired by rotation at the Annual General Meeting held on September 16, 2025, and being eligible, offered himself for re-appointment. The Members re-appointed him as a Director of the Company at the said AGM.

- **Mr. Yugank Gadi (DIN: 10734950)** was appointed as a Non-Executive Independent Director of the Company with effect from September 19, 2024. He was subsequently appointed as Chairman of the Company with effect from August 5, 2025.

- **Mrs. Sushila Aggarwal (DIN: 10918000)** was appointed as an Additional Director of the Company with effect from January 28, 2025. Her appointment as a Non-Executive Independent Director for a term of 5 (five) years, i.e., from January 28, 2025, to January 28, 2030, was regularised by the Members at the Annual General Meeting held on September 16, 2025.

- **Mr. Rupesh Kumar Mittal (DIN: 01036455)** was appointed as an Additional Director of the Company with effect from June 19, 2025. His appointment as a Non-Executive Non-Independent Director was regularised by the Members at the Annual General Meeting held on September 16, 2025. He subsequently resigned from the office of Director of the Company with effect from February 25, 2026.

- **Ms. Kavita Awasthi (DIN: 03106803)** ceased to hold office as an Independent Director of the Company with effect from April 3, 2025, upon completion of her second term of five consecutive years, in accordance with the provisions of the Companies Act, 2013.

- **Mr. Mitesh Milanbhai Solanki (DIN: 09829435)** was appointed as an Additional Director of the Company with effect from June 19, 2025. His appointment as a Non-Executive Non-Independent Director was regularised by the Members at the Annual General Meeting held on September 16, 2025. He subsequently resigned from the office of Director of the Company with effect from February 25, 2026.

➢ DECLARATION BY THE INDEPENDENT DIRECTORS OF THE COMPANY

The Company has received declarations from all Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013, and Regulation 16 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. There has been no change in circumstances during the year that may affect their status as Independent Directors.

In compliance with Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the particulars of Directors proposed for appointment/re-appointment have been provided in the Notice convening the Annual General Meeting.

- **KEY MANAGERIAL PERSONNEL**

There has been no change in the Key Managerial Personnel of the Company during the financial year under review.

- **BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013, read with the rules made thereunder, and Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors carried out an annual evaluation of its own performance, the performance of its committees, and that of individual Directors.

a. Evaluation of the Board

The performance of the Board as a whole was evaluated by the Board itself, based on inputs received from all Directors, against parameters such as Board composition and structure, the effectiveness of Board processes, and the quality and flow of information supporting Board functioning.

b. Evaluation of Committees

The performance of the Committees was evaluated by the Board, based on inputs from Committee members, against parameters such as Committee composition and the effectiveness of Committee meetings.

c. Evaluation of Individual Directors and the Chairman

The performance of individual Directors was reviewed by the Board and the Nomination and Remuneration Committee ("NRC"), based on criteria including their contribution to Board and Committee discussions, preparedness on matters under consideration, and the quality and constructiveness of their inputs. The performance of the Chairman was also evaluated on key aspects of his role.

d. Evaluation by Independent Directors

At a separate meeting of the Independent Directors, the performance of the Non-Independent Directors, the Board as a whole, and the Chairman was evaluated, taking into account the perspectives of both Executive and Non-Executive Directors. The outcomes of this evaluation were subsequently discussed at the Board Meeting that followed, along with a review of the performance of the Board, its committees, and individual Directors.

• DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, state the following:

a. that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b. that directors have selected such accounting policies and applied consistently and judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

c. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. The Directors have prepared the annual accounts on a going concern basis;

e. The Directors have laid down such internal financial controls that are adequate and operating effectively;

f. The Directors have devised systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

• AUDITORS & AUDITOR'S REPORT

○ Statutory Auditor

M/s Srivastava S & Co., Chartered Accountants (ICAI Firm Registration No. **015187C**), were appointed as the Statutory Auditors of the Company for a term of 5 (five) consecutive years, commencing from the conclusion of the Annual General Meeting held for the financial year 2022-23 until the conclusion of the Annual General Meeting to be held for the financial year 2026-27.

The Auditor's Report for the financial year under review does not contain any qualification, reservation, adverse remark, or disclaimer. The notes to the financial statements referred to in the Auditor's Report are self-explanatory and, therefore, do not require any further comments under Section 134 of the Companies Act, 2013.

○ Secretarial Auditor's Report

Pursuant to the provisions of Section 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable provisions, if any, the Members at the Annual General Meeting held for the Financial Year 2024-25, based on the recommendation of the Board of Directors and the Audit Committee, approved the appointment of M/s V. Agnihotri & Associates, a Peer-reviewed Practicing Company Secretaries Firm, as the Secretarial Auditor of the Company for a period of five financial years, commencing from FY 2025-26 to FY 2029-30, to conduct the Secretarial Audit of the Company and submit reports as prescribed under the applicable laws.

The Secretarial Audit Report for the financial year under review is annexed to this Report as ***Annexure-A.***

The Secretarial Auditor has made the following observations in the Secretarial Audit Report, and the Board's explanations thereto, pursuant to Section 134(3)(f) of the Companies Act, 2013, are set out below: -

1. Non-compliance with Section 170(2) of the Companies Act, 2013

The Secretarial Auditor has observed that in respect of the appointment of Mr. Rupesh Kumar Mittal (DIN: 01036455) as Additional Director (Non-Executive, Non-Independent) with effect from June 19, 2025, subsequently regularised at the Annual General Meeting held on

September 16, 2025, and his resignation with effect from February 25, 2026, the Company has not complied with Section 170(2) of the Companies Act, 2013, regarding filing of the return of appointment/cessation of director with the Registrar of Companies.

Board's Explanation: The Board has taken note of the observation of the Secretarial Auditor. Further, inform that the Company was unable to complete the requisite filing of Form DIR-12 in respect of the said appointment and cessation, as due to a technical issue with the Digital Signature and in association with the MCA portal, and consequently Form DIR-12 for the appointment could not be uploaded, neither for cessation, However it was duly updated on the portal of the BSE ltd, NSDL, SDD Software, and website of the Company. The Board has taken the matter on record and shall pursue the necessary compliance to the extent that information is made available.

2. Non-compliances relating to Postal Ballot for Alteration of Capital Clause, Object Clause, and Adoption of new MOA/AOA

The Secretarial Auditor has observed that in connection with the remote e-voting conducted through postal ballot for approval of (i) increase in the Authorised Share Capital, (ii) alteration of the Object Clause of the Memorandum of Association and adoption of a new set of Memorandum of Association, and (iii) adoption of a new set of Articles of Association, the following non-compliances occurred:

a) Non-compliance with Section 64(1) read with Rule 15 of the Companies (Share Capital and Debenture) Rules, 2014, regarding non-filing of the notice of alteration/increase in Authorised Share Capital along with the altered Memorandum of Association with the Registrar of Companies within thirty days of such alteration.

b) Non-compliance with Section 117(3)(a) regarding non-filing of the Special Resolution(s) pertaining to alteration of the Object Clause and adoption of new Memorandum and Articles of Association with the Registrar of Companies.

c) Non-compliance with Rule 22(3) of the Companies (Management and Administration) Rules, 2014, regarding non-publication of the newspaper advertisement of the Notice of Postal Ballot and non-dispatch of the notice as prescribed.

Board's Explanation: The said resolutions could not be implemented, and the corresponding forms could not be filed, as the proposed investor(s) were unable to infuse the requisite funds towards the applicable ROC fee. Consequently, the resolutions have lapsed for want of execution. The Board has placed this fact before the Members for being taken on record at the ensuing AGM - refer Item No. 3 of the Notice and Explanatory Statement thereto. The Board also acknowledges the delay in newspaper publication of the Postal Ballot Notice and shall ensure procedural compliance in future, and there was no suppression of facts; the Company has provided the Postal Ballot process through e–voting. However, it was duly updated on the portal of the BSE ltd, NSDL, and the website of the Company and RTA.

• RELATED PARTY TRANSACTIONS

All related party transactions entered into during the financial year, if any, were on an arm's length basis and in the ordinary course of business of the Company. There were no materially significant related party transactions made by the Company with the Promoters, Directors, Key Managerial Personnel, or other designated persons that may have a potential conflict with the interests of the Company at large.

Since all contracts/arrangements entered into during the year were in the ordinary course of business and at arm's length basis, the disclosure in Form AOC-2 in terms of Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is not applicable. However, the particulars of such transactions have been disclosed in the financial statements of the Company, and this fact has been mentioned in the Annexure attached to this Report as Form ***AOC-2.***

Details of all such contracts/arrangements are available for inspection at the Registered Office of the Company up to the date of the ensuing Annual General Meeting. Members interested in inspecting the same may write to the Company Secretary in advance.

• CODE OF CONDUCT

All Members of the Board and employees of the Company have adhered to the Code of Conduct in the course of the day-to-day business operations of the Company. The Code is available on the Company's website at **www.richuninet.com.** The Code lays down the standards of business conduct expected to be followed by the Directors and designated employees, particularly with regard to integrity in the workplace, ethical business practices, and dealings with stakeholders. All Board Members and Senior Management Personnel have confirmed compliance with the Code for the year under review.

• SECRETARIAL STANDARDS OF ICSI

The Company has complied with the applicable Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2), issued by the Institute of Company Secretaries of India (ICSI) and approved by the Central Government.

• SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES

During the financial year under review, no company has become or ceased to be a Subsidiary, Joint Venture, or Associate Company of the Company.

• DISCLOSURES OF COMMITTEE

I. AUDIT COMMITTEE

The Audit Committee comprises the following Directors:

DIN	NAME	DESIGNATION	CATEGORY
10734950	**Mr. Yugank Gadi**	**Chairman**	**Independent Director**
00122799	**Mr. Shashwat Agarwal**	**Member**	**Executive Director**
10918000	**Mrs. Sushila Aggarwal**	**Member**	**Independent Director**
07385171	**Mr. Gyan Singh**	**Member**	**Independent Director**

*** During the year under review, Mrs. Sushila Aggarwal was appointed as a Non-Executive Independent Director of the Company with effect from January 28, 2025. Further, the term of Ms. Kavita Awasthi as an Independent Director of the Company expired on April 3, 2025.*

The Audit Committee met four times, on ***May 28, 2025, August 5, 2025, November 12, 2025, and January 30, 2026,*** and played a significant role in the Company's governance framework.

The Committee coordinated with the Statutory Auditors, Internal Auditors, and other Key Managerial Personnel of the Company and provided guidance in the areas of internal audit and control, finance, and accounts. All recommendations made by the Audit Committee during the year were accepted by the Board.

II. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee comprises the following directors:

DIN	NAME	DESIGNATION	CATEGORY
10918000	**Mrs. Sushila Aggarwal**	**Chairperson**	**Independent Director**
10734950	**Mr. Yugank Gadi**	**Member**	**Independent Director**
07385171	**Mr. Gyan Singh**	**Member**	**Independent Director**

*** During the year under review, Mrs. Sushila Aggarwal was appointed as a Non-Executive* Independent *Director of the Company with effect from January 28, 2025. Further, the term of Ms. Kavita Awasthi as an Independent Director expired on April 3, 2025.*

The Committee met once during the year, on ***January 30, 2026***. The Committee supervised the routine matters relating to dematerialization and transfer/transmission of shares and addressed and resolved the complaints and queries received from members.

III. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee comprises the following directors:

DIN	NAME	DESIGNATION	CATEGORY
10734950	**Mr. Yugank Gadi**	**Chairman**	**Independent Director**

DIN	NAME	DESIGNATION	CATEGORY
10918000	**Mrs. Sushila Aggarwal**	**Member**	**Independent Director**
07385171	**Mr. Gyan Singh**	**Member**	**Independent Director**

*** During the year under review, Mrs. Sushila Aggarwal was appointed as a Non-Executive Independent Director of the Company with effect from January 28, 2025. Further, the term of Ms. Kavita* Awasthi *as an Independent Director expired on April 3, 2025.*

The Nomination and Remuneration Committee is responsible for recommending to the Board the *suitability* of candidates for appointments as Key Managerial Personnel and Directors, determining the remuneration packages payable to them and other employees, and undertaking their performance evaluation. During the year under review, the Committee met twice, on ***June 19, 2025, and November 12, 2025***.

• VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company is committed to upholding the highest standards of Corporate Governance and stakeholder responsibility. In line with this commitment, the Company has established a vigil mechanism, known as the **'Whistle Blower Policy,'** for its directors and employees to report instances of unethical behavior, actual or suspected fraud, or violations of the Company's Code of Conduct. The policy aims to provide adequate safeguards against the victimization of employees who avail of this mechanism and also provides for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases.

The Whistle Blower Policy has been formulated to provide Directors and employees of the Company with a mechanism to report genuine concerns to the appropriate authority. The objective of the policy is to establish a framework that promotes responsibility and secure whistleblowing, thereby protecting employees who come forward to report serious irregularities within the Company.

• BOARD MEETINGS

Five meetings of the Board were held during the year. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. The dates are as follows: ***03.04.2025, 28.05.2025, 19.06.2025, 05.08.2025, 12.11.2025, and 30.01.2026.***

Director	Designation	No. of Board Meeting held	No. of Board Meeting attended	Last AGM Attendance (Yes/No)	No. of Memberships in Boards of other public Co.'s
Shashwat Agarwal	Executive Director, MD	5	5	Yes	1
Rajeev Agarwal	Executive Director	5	5	No	1
Gyan Singh	Non-Executive - Independent Director	5	5	Yes	3
Yugank Gadi	Non-Executive - Independent Director	5	5	Yes	2
Sushila Aggarwal	Non-Executive - Independent Director	5	5	Yes	2

*** Mrs. Sushila Aggarwal was appointed as a Non-Executive Independent Director of the Company with effect from January 28, 2025, and her appointment was subsequently regularised by the* Members *at the Annual General Meeting held on September 16, 2025. Additionally, the term of Mrs. Kavita Awasthi as an Independent Director of the Company expired on April 3, 2025.*

• PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading to regulate trading in securities by its Directors and designated employees. The Code mandates pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of such shares by Directors and designated employees while in possession of Unpublished Price Sensitive Information (UPSI) relating to the Company. The Board of Directors is responsible for the implementation of the Code, and all Directors and designated employees have confirmed compliance with the same for the year under review.

• BUSINESS RISK MANAGEMENT

The principal risks identified by the Company primarily relate to its business operations. The Company has established a comprehensive Business Risk Management Policy to ensure that risks affecting the Company's continuity as a going concern, as well as those impacting its future development, are identified, assessed, and addressed in a timely manner. The risk management strategy, as approved by the Board of Directors, is implemented and monitored by the Company's Management.

• CORPORATE SOCIAL RESPONSIBILITY STATEMENT

As the Company does not meet the eligibility criteria prescribed under Section 135 of the Companies Act, 2013, the provisions relating to Corporate Social Responsibility are not applicable to the Company, and accordingly, no CSR Statement is required to be furnished.

• STATEMENT OF PARTICULARS OF EMPLOYEES

Details pursuant to provisions of section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 are as stated as under: -

S. No.	Requirement of Rule 5(1)	Disclosure
1.	The ratio of remuneration of each director to the median remuneration of the employees for the financial year.	1. Mr. Shashwat Agarwal, Managing Director – 6.47

S. No.	Requirement of Rule 5(1)	Disclosure
		2. Mr. Rajeev Agarwal, Director – 1.72
2.	Percentage increase in remuneration of each director, CFO, CEO, CS or Manager in the financial year.	Percentage increase in remuneration of: a) Directors: - No increase b) MD: - N/A c) CFO: - N/A d) CEO: - N/A e) Company Secretary: - N/A
3.	The percentage increase/decrease in the median remuneration of employees in the financial year.	N.A.
4.	The number of permanent employees on the rolls of the Company.	There were 2 employees on the rolls of the Company as on March 31, 2026.
5.	Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2024-2025, 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.	There was **no increase in remuneration** of the managerial personnel and employees during the financial year under review.
6	Affirmation that the remuneration is as per the remuneration policy of the Company	We affirm that the remuneration paid to the Directors, KMPs and employees during the financial year was in accordance with the Remuneration Policy of the Company.

A) Details of every employee of the Company as required pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014: -

- Drawing salary of 102 Lakhs or above for the Year, if employed throughout the year- NIL
- Drawing salary of 8.5 Lakhs p/m or above for a month, if employed for part of the year- NIL
- Drawing salary more than the salary of MD and having 2% stake in the Company- NIL

B) No Managing Director or Whole-Time Director of the Company is receiving any commission from the Company as well as from the Holding Company or Subsidiary Company of the Company.

• PERSONNEL

a) The employees of the Company continue to render their full co-operation and support to the Management. The Directors wish to place on record their appreciation to all the employees for their co-operation.

b) Information as per Section 197 (2) of the Act read with rules 5(2) and 5(3) of the companies (Appointment and remuneration of managerial personal) Rules, 2014 forming part of the Director's Report for the year ended 31st March, 2026 is not required to be furnished as no employees was employed for Rs.1,02,00,000/- or more per year or Rs.8,50,000/- or more per month for any part of the Year.

• INDEPENDENT DIRECTORS MEETING

During the year under review, a meeting of the Independent Directors was held on ***January 30, 2026,*** without the attendance of Non-Independent Directors and members of the Management.

At the said meeting, the Independent Directors reviewed the performance of the Non-Independent Directors and the Board as a whole, evaluated the performance of the Chairman of the Company after taking into account the views of the Executive and Non-Executive Directors, and assessed the quality, quantity, and timeliness of the flow of information between the Company's Management and the Board, necessary for the Board to effectively and reasonably perform its duties.

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

The information required under Section 134(3)(M) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 is as under: -

- **CONSERVATION OF ENERGY**

a) Energy Conservation Measures taken: The Company has taken all measures for conservation of energy most economically.

b) The steps taken by the Company for utilizing alternate source of energy: No such steps have been taken by the Company.

c) The capital Investments on energy conservation equipment's: No such investment has been made by the Company.

d) Impact of measures at (a) above for energy conservation: These measures have led to the consumption of energy more economically.

- **TECHNOLOGY ABSORPTION**

Since there is no manufacturing activity in the Company, the information under this heading does not apply to the Company.

- **FOREIGN EXCHANGE EARNINGS AND OUTGO**

Since there is no activity in this field, this heading does not apply to the Company.

• CORPORATE GOVERNANCE REPORT

Pursuant to the provisions of Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance requirements relating to Corporate Governance as specified under Regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 26A, and 27, along with clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46, and Paras C, D, and E of Schedule V, shall not apply to a listed entity having paid-up equity share capital not exceeding Rs. 10 crore and net worth not exceeding Rs. 25 crores, as on the last day of the previous financial year.

It is further provided that where the aforesaid provisions become applicable to a listed entity at a later date, such entity shall ensure compliance within six months from the date of applicability. Once applicable, these provisions shall continue to apply until the equity share capital and net worth of the entity fall below the specified threshold for three consecutive financial years.

As on the last day of the previous financial year, the Company's paid-up equity share capital and net worth did not exceed Rs. 10 crore and Rs. 25 crores, respectively. Accordingly, the Company is exempt from compliance with the aforesaid Corporate Governance provisions. Nevertheless, the Company has voluntarily complied with the applicable provisions of Corporate Governance, as and when required, in line with good corporate governance practices.

- **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

During the year under review, no significant or material orders were passed by any Regulator, Court, or Tribunal that would impact the going concern status of the Company or its future operations.

- **DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE 2016**

During the year under review, no application was made, and no proceeding was pending, in the name of the Company under the Insolvency and Bankruptcy Code, 2016.

- **DETAILS OF DIFFERENCE BETWEEN THE AMOUNTS OF THE VALUATION DONE AT THE TIME OF ONE-TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH REASON THEREOF**

During the year under review, the Company has not undertaken any one-time settlement of loans availed from Banks or Financial Institutions. Accordingly, the disclosure regarding the difference in valuation is not applicable.

• DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN

There were no complaints received during the financial year 2025-26, and hence no complaint is outstanding as on 31.03.2026 for redressal. Further, the Company ensures that there is a healthy and safe atmosphere for every

woman employee at the workplace and has made the necessary policies for a safe and secure environment for women employees.

The following is a summary of sexual harassment complaints received and disposed off during the year 2025-26:

- No. of Complaints received : NIL
- No. of Complaints disposed off : NIL
- No. of Complaints Pending : NIL

• SHARE REGISTRAR AND TRANSFER AGENT

Skyline Financial Services Private Limited, registered at New Delhi and registered with SEBI as a Registrar & Transfer Agent (R&TA), acts as the Registrar & Transfer Agent of the Company. The contact details of the R&TA are provided at the beginning of this Report. Investors are requested to address their queries, if any, directly to the R&TA. However, in case of any difficulty, they may also reach out to the Company Secretary & Compliance Officer of the Company, whose contact particulars are provided elsewhere in this Report.

• REGISTRATION OF INDEPENDENT DIRECTORS WITH INDEPENDENT DIRECTOR'S DATABANK

Pursuant to the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019, all existing and incoming Independent Directors are required to apply to the Indian Institute of Corporate Affairs (IICA) for inclusion of their names in the Independent Directors' Databank. Accordingly, all Independent Directors of the Company have registered with the Independent Directors' Databank.

• THE WEB ADDRESS, WHERE ANNUAL RETURN REFERRED TO IN SUB-SECTION (3) OF SECTION 92 HAS BEEN PLACED

In terms of Section 92(3) of the Companies Act, 2013, read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Returns of the Company for the previous financial years are available on the Company's website at: richuninet.com/annual-return/ The Annual Return for the financial year 2025-26 shall be uploaded on the said website upon filing with the Registrar of Companies.

• COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has duly complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

• KEY FINANCIAL RATIOS FOR THE F.Y 2025-2026 AS COMPARED TO F.Y 2024-2025

RATIOS	FINANCIAL YEAR 25-26	FINANCIAL YEAR 24-25
(a) Current Ratio	1.029	1.043
(b) Debt- Equity Ratio	0.219	0.220
(c) Debt Service Coverage Ratio	N.A.	N.A.
(d) Return on equity ratio	0.066	-4.0%
(e) Inventory Turnover Ratio	N.A.	N.A.
(f) Net Capital Turnover Ratio	N.A.	N.A.

• MATERNITY BENEFIT

During the period under review, the Company has complied with the applicable provisions of the Maternity Benefit Act.

• MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report, forming part of this Annual Report, is annexed herewith as ***Annexure-C***.

• INTERNAL FINANCIAL CONTROL

The Company has in place adequate Internal Financial Controls commensurate with the nature and size of its business, with reference to its financial statements. During the year under review, such controls were tested, and no material weakness in their design or operation was reported or observed.

• ACKNOWLEDGEMENTS

Your directors take this opportunity to express their sincere gratitude to the customers, business partners, associates, and bankers of the Company for their continued support and confidence during the year. The Directors also place on record their deep appreciation for the dedication, commitment, and contribution of the employees at all levels towards the Company's growth and performance.

FOR RICH UNIVERSE NETWORK LIMITED

SHASHWAT AGARWAL	**RAJEEV AGARWAL**
Managing Director	**Executive Director**
DIN: 00122799	**DIN: 00122877**

Date: 21.08.2026
Place: Kanpur

GENERAL SHAREHOLDER INFORMATION

◊ Company Registration Details

The Company Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L51100UP1990PLC012089.

◊ Annual General Meeting

(Day, Date, Time and Venue) Wednesday, September 16, 2026, at 04:15 p.m. 7/125 (C-2), IInd Floor, Swaroop Nagar, Kanpur – 208002.

◊ Financial Year

Financial Year – April 1, 2025, to March 31, 2026

◊ Book Closure Date

Wednesday, September 9, 2026, to Wednesday, September 16, 2026 (both days inclusive). However, no dividend is being declared.

◊ Listing

Equity Shares of the Company are actively listed on BSE.

Scrip Code: **530271**

ISIN: **INE652D01014**

BSE Limited

Phirize Jeejeephoy Towers,

Dalal Street, Mumbai – 400001

◊ Registrar and Transfer Agents

Members/Shareholders are requested to correspond with the Company's Registrar and Transfer Agent quoting their Folio No./DP ID & Client ID at the following address:

Skyline Financial Services Private Limited

Address: **D-153/A, 1st Floor, Okhla Industrial Area,**

Phase-1, New Delhi – 110020

Phone Nos. – 011-26812682-83/64732681-88, Fax No. - 011-26292681

E-mail: **admin@skylinerta.com**

◊ Shareholding Pattern as on March 31, 2026

Category	No. of Shares	% of Holding
(A) Promoters Holding		
Individuals	897618	12.38%
Bodies Corporate	0	0%
Sub-Total (A)	**897618**	**12.38%**
(B) Non-Promoters Holding		
(1) Financial Institutions/Banks	4750	0.07%
Sub-Total (B) (1)	**4750**	**0.07%**
(2) Non-Institutions		
Bodies Corporate	976543	13.46%
Individuals	5241011	72.26%
Non-Resident Indians	3537	0.05%
HUF	129332	1.78%
Others	9	0.00%
Sub-Total (B) (2)	**6350432**	**87.55**
Sub-Total (B)	6355182	87.62
Grand Total (A+B)	**72,52,800**	**100%**

◊ CEO and CFO Certification

The Managing Director and the Chief Financial Officer of the Company have furnished an annual Compliance Certificate in accordance with Regulation 17(8) read with Part B of

Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said Certificate is annexed to this Annual Report as ***Annexure-B.***

◊ Declaration of Compliance with Code of Conduct

I, Shashwat Agarwal, Managing Director of the Company, hereby declare that all Members of the Board and Senior Management Personnel have affirmed their compliance with the Company's Code of Conduct for the year ended March 31, 2026.

For RICH UNIVERSE NETWORK LIMITED

SHASHWAT AGARWAL
Managing Director
(DIN: 00122799)

Date: 21.08.2026
Place: Kanpur

ANNEXURE - A

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March 2026

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

To,

The Members,

RICH UNIVERSE NETWORK LIMITED

(CIN: L51100UP1990PLC012089)

Reg. Office: IInd Floor, 7/125, C-2,

Swaroop Nagar, Kanpur -208002

We have conducted the Secretarial Audit of the compliance of applicable Statutory Provisions and the adherence to good corporate practices by **RICH UNIVERSE NETWORK LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conduct/statutory compliance and expressing our opinion thereon.

Based on our verification of the **RICH UNIVERSE NETWORK LIMITED** (the company's) books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and; authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter. Except for events that are stated in our report at the end.

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

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

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

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **(Not applicable during the year);**

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

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

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

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

(a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(b) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable during the year);**

(c) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable during the year);**

(d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021**;(Not applicable during the year);**

(e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable during the year);**

(i) We further report that, as per the Management Representation letter, there is no other material law applicable to the Company.

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

(i) Secretarial Standards issued by the Institute of Company Secretaries of India. (as amended from time to time).

(ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into by the Company with BSE Limited.

To the best of our understanding, during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except as mentioned below.

We further report that based on the information provided by the company, its officers and its authorized representatives during the conduct of the audit, and also on the report by respective department heads /Company Secretary/CFO, taken on record by the Board of Directors of the Company, in our opinion, adequate system and processes and control mechanism exist in the company to monitor and to ensure the compliance with applicable general laws to the extent applicable to it.

We further report that compliance by the Company of the applicable financial laws, like direct and indirect tax laws, has not been reviewed in this audit since the same has been subject to review by the statutory financial auditor and other designated professionals.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. None of the directors were disqualified during the year. The changes in the composition of the Board of Directors/KMP that took place during the period under review were made in compliance with the provisions of the Act. During the period under review, the following changes have taken place in the composition of the board of Directors:

1. **Ms. Kavita Awasthi** (DIN: 03106803) completed her second and final term as an Independent Director and consequently ceased to be a Director of the Company with effect from 03.04.2025.

2. **Mr. Shashwat Agarwal** (DIN: 00122799), who was liable to retire by rotation, was re-appointed as a Director of the Company at the Annual General Meeting held on 16.09.2025.
3. **Mrs. Sushila Aggarwal** (DIN: 10918000) was appointed as a Non-Executive Independent Director at the Annual General Meeting held on 16.09.2025.
4. **Mr. Mitesh Milanbhai Solanki** (DIN: 09829435) was appointed as a Non-Executive Non-Independent Director at the Annual General Meeting held on 16.09.2025.
5. **Mr. Mitesh Milanbhai Solanki** (DIN: 09829435) resigned from their position on 25.02.2026.

The board met six times during the year, which took place on 03.04.2025, 28.05.2025, 19.06.2025, 05.08.2025, 12.11.2025, and 30.01.2026. Further, the Annual General Meeting of the Company took place on 16.09.2025. The register of members was closed from September 09, 2025, to September 16, 2025 (both days inclusive) for the Annual General Meeting. Also, the company conducted remote e-voting through postal ballot on 24.07.2025.

All the requisite disclosures were duly furnished in the respective outcomes filed with the BSE, and all the events/information upon occurrence were disclosed to the Stock Exchange following the guidelines of materiality pursuant to the provisions of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Adequate notice is given to all directors to schedule the Board Meetings, and the agenda and detailed notes on the agenda were sent at least seven days in advance. In addition to this, 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. All decisions are carried out unanimously.

We further report that all the meetings of the Committees took place as per the Compliance of Secretarial standards -1 as issued by the Institute of Company Secretaries of India.

We further report that Mr. Rupesh Kumar Mittal (DIN: 01036455) was appointed as an Additional Director (Non-Executive, Non-Independent) with effect from 19.06.2025 and was subsequently regularized as a Non-Executive, Non-Independent Director at the Annual General Meeting held on 16.09.2025. With respect to the said appointment, **we have observed non-compliance with section 170(2) of the Companies Act, 2013 regarding the said appointment**. He subsequently resigned from the position of Director with effect from 25.02.2026.

We further report that the Company conducted remote e-voting through postal ballot for approval of the following resolutions: (i) increase in the Authorised Share Capital, (ii) alteration of the Object Clause of the Memorandum of Association and adoption of a new set of Memorandum of Association, and (iii) adoption of a new set of Articles of Association, in conformity with the provisions of the Companies Act, 2013. In this regard, we have observed the following non-compliances:

a). Non-Compliance of Section 64(1) read with Rule 15 of the Companies (Share Capital and Debenture) Rules, 2014. Regarding non-filing of notice in the prescribed form with the Registrar within a period of thirty days of such alteration or increase along with an altered memorandum.

b). Non-Compliance of Section 117(3)(a) regarding non-filing of special Resolution(s) with respect to alteration of the Object Clause of the Memorandum of Association and adoption of a new set of Memorandum of Association, and adoption of a new set of Articles of Association, in conformity with the provisions of the Companies Act, 2013 with the Registrar of Companies.

c) Non-compliance with Rule 22(3) of the Companies (Management and Administration) Rules, 2014 regarding non-publication of newspaper advertisement of Notice of Postal ballot and dispatch notice.

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

We have relied on the representations made by the Company and its officers for systems and mechanisms formed by the Company for compliance under applicable laws/Acts/Regulations to the Company.

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

Date: 21.08.2026

Place: Kanpur

For V. Agnihotri & Associates

Practicing Company Secretaries

Sd/-

Name: CS Vaibhav Agnihotri

FCS No.:10363

CP No.: 21596

UDIN: F010363H001164285

PR No: 2065/2022

"ANNEXURE – A" TO THE SECRETARIAL AUDIT REPORT

To,

The Members,

RICH UNIVERSE NETWORK LIMITED

(CIN: L51100UP1990PLC012089)

Reg. Office: IInd Floor, 7/125, C-2,

Swaroop Nagar, Kanpur -208002

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

1. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the Audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial 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 have 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 and standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For V. Agnihotri & Associates
Practicing Company Secretaries

Sd/-
Name: CS Vaibhav Agnihotri
FCS No.:10363
CP No.: 21596
UDIN: F010363H001164285
PR No: 2065/2022

Place: Kanpur
Date: 21.08.2026

FORM NO. AOC -2

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

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

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

a. Name (s) of the related party & nature of relationship-
b. Nature of contracts/arrangements/transactions-
c. Duration of the contracts/arrangements/transactions-
d. Salient terms of the contracts or arrangements or transactions including the value, if any-
e. Justification for entering into such contracts or arrangements or transactions-
f. Date(s) of approval by the Board-
g. Amount paid as advances, if any:
h. Date on which the special resolution was passed in General meeting as required under first proviso to Section 188-

2. Details of material contracts or arrangements or transactions at arm's length basis: ***see note given below*:*** NIL

a. Name (s) of the related party & nature of relationship-
b. Nature of contracts/arrangements/transactions-
c. Duration of the contracts/arrangements/transactions-
d. Salient terms of the contracts or arrangements or transactions including the value, if any-
e. Date(s) of approval by the Board, if any:
f. Amount paid as advances, if any:

*Note: All the contracts or arrangements or transactions were made in the ordinary course of business and at arm's length basis during the financial year 2025-26.

CEO/CFO CERTIFICATION

(Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015)

In terms of Regulation 17(8) of SEBI (LODR) Regulations, 2015, the Managing Director of the Company has certified to the Board that:

(a) We have reviewed the financial statements and the cash flow statement for the year ended March 31, 2025, and to the best of our knowledge and belief:

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

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

(b) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year that are fraudulent, illegal, or violative of the Company's Code of Conduct.

(c) We hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the code of conduct as adopted by the Company.

(d) We are responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(e) We have indicated to the auditors and the audit committee that:

i. there has not been any significant change in internal control over financial reporting during the year;

ii. there has not been any significant changes in the accounting policies during the year requiring disclosure in the notes to the financial statements;

iii. We are not aware of any instances during the year of significant fraud with involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For RICH UNIVERSE NETWORK LIMITED

Zubair Ahmad **C.F.O.**	**Shashwat Agarwal** **Managing Director** **(DIN: 00122799)**

Place: Kanpur
Date: 29/05/2026

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to clause 10 of Part C of Schedule V of LODR)

To,

The Members,
RICH UNIVERSE NETWORK LIMITED
Reg. Office: IInd Floor, 7/125, C-2,
Swaroop Nagar, Kanpur - 208002

This Certificate is issued in accordance with Regulation 34(3) read with Schedule V Para-C Sub-clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number ('DIN') status at the portal (www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended March 31, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs ('MCA'), or any such other Statutory Authority.

S. No.	Name of Director	DIN	Date of Appointment in the Company
1.	**SHASHWAT AGARWAL**	00122799	16/07/1990
2.	**RAJEEV AGARWAL**	00122877	16/07/1990
3.	**GYAN SINGH**	07385171	02/03/2023
4.	**YUGANK GADI**	10734950	18/09/2024
5.	**SUSHILA AGGARWAL**	10918000	28/01/2025

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For M/s V. Agnihotri & Associates

Practicing Company Secretaries

Sd/-

Vaibhav Agnihotri

FCS: 10363/C.P. No.: 21596

PEER REVIEW NO: 2065/2022

UDIN: F010363H000553721

PLACE: KANPUR
DATE: 30.05.2026

MANAGEMENT DISCUSSION & ANALYSIS REPORT

A review of the economic environment, business performance, and outlook for the year

I. ECONOMIC OVERVIEW

The global economic environment during the year remained uncertain, shaped by ongoing geopolitical tensions, volatile commodity prices, and tightening monetary policy across major economies. While select regions showed early signs of recovery, the overall pace of growth stayed slow and uneven. The domestic economy, by contrast, demonstrated relative resilience, supported by continued infrastructure development, favourable policy measures, and consumption-led growth. Certain sectors, however, continued to contend with supply chain constraints, inflationary pressure, and softer demand.

II. OUTLOOK

The business environment is expected to improve gradually as inflation stabilises and policy rates ease. The Company remains committed to navigating this period of uncertainty through focused operational strategies, continued product innovation, and disciplined cost management. Efforts will continue toward realigning the business with prevailing market realities, identifying new growth opportunities, and enhancing value for all stakeholders. That said, near-term headwinds — including rising input costs, liquidity constraints, and competitive pressure — may continue to weigh on performance.

III. FINANCIAL PERFORMANCE

During the year under review, the Company recorded higher losses compared to the previous financial year, largely on account of increased operating expenses and sustained pressure on revenue generation. While the Company undertook several initiatives to optimise resources and improve operating efficiency, these measures were not sufficient to fully offset the impact of a challenging market environment. Management remains focused on implementing corrective measures aimed at strengthening the Company's financial position and driving a gradual turnaround.

IV. OPPORTUNITIES AND STRENGTHS

The Company's core strengths lie in its experienced management team, operational stability, and established market presence. Supported by evolving industry trends and constructive policy measures, the Company is well positioned to explore new markets, improve efficiencies, and pursue sustainable, long-term growth.

V. BUSINESS OVERVIEW

The Company enjoys a strong reputation among its shareholders nationwide and has articulated a clear, forward-looking vision for the years ahead, underpinned by a strategy to expand and diversify its business operations. Drawing on a broad portfolio and deep industry expertise, the Company leverages technology to drive growth and create lasting value for its stakeholders. Committed to excellence and sustainability, the Company continues to widen its reach while staying responsive to market trends and evolving customer needs, with a strategic focus on operational efficiency and long-term success in a fast-changing business landscape.

VI. RISKS AND CONCERNS

The Company is exposed to risks relating to operations, credit, collateral, and liquidity. These risks are mitigated through robust internal controls, prudent lending practices, conservative loan-to-value ratios, and a diversified, long-term funding base. Nonetheless, external factors such as shifts in the broader economy or changes in regulation may continue to present challenges, warranting ongoing monitoring and adaptability.

VII. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company maintains a robust internal control framework designed to safeguard assets, ensure accurate financial reporting, and preserve operational integrity. This framework is reinforced by regular internal audits, periodic management reviews, and well-documented policies and procedures. Considerable emphasis is placed on process inspection, risk monitoring, and fraud prevention, with meaningful investment directed toward systems that align with both regulatory and operational requirements.

VIII. HUMAN CAPITAL

Human capital plays a vital role in the Company's growth and long-term success. Our people are our most valuable asset, and we remain committed to fostering a work environment that encourages learning, innovation, and collaboration. The Company continues to invest in attracting, retaining, and developing talent through continuous training, a performance-driven culture, and active employee engagement. By emphasising professional development and aligning our workforce with the Company's goals and values, we are better positioned to respond effectively to evolving business needs.

IX. DISCLOSURES

As a listed entity, the Company is committed to transparency and to making timely, accurate, and adequate disclosures that protect investor interests and uphold market integrity. These disclosures span financial results, shareholding patterns, related-party transactions, and material events under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company ensures full compliance with all applicable disclosure requirements prescribed by SEBI, the stock exchanges, and other regulatory authorities, with information shared through appropriate channels to maintain investor confidence and support informed decision-making.

X. CAUTIONARY STATEMENT

This Management Discussion and Analysis may contain forward-looking statements based on current expectations and assumptions. Actual results could differ materially from those anticipated, on account of various factors including economic conditions, regulatory changes, market developments, and other uncertainties. Readers are advised to refer to the financial statements and accompanying notes for a more complete understanding.

INDEPENDENT AUDITOR'S REPORT

To

The Members of

Rich Universe Network Limited,

7/125 (C-2), IInd Floor, Swaroop Nagar, Kanpur.

Report on the Audit of the Standalone Financial Statements.

Opinion

We have audited the accompanying standalone financial statements of **Rich Universe Network Limited** ("the Company"), which comprise the Standalone Balance Sheet as at **March 31, 2026**, the Standalone Statement of Profit and Loss (including Other Comprehensive Income) , its Standalone Cash flow statement and the Statement of Changes in Equity for the year then ended and notes to financial statements, including a summary of significant accounting policies and other explanatory information ("herein after referred as financial statements") being prepared and submitted by company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015 ,as amended (the "Listing Regulation").

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 with the Indian Accounting Standards as prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rule 2015, as amended (IND AS) and other accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2026 and its profit for the ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing 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 (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statement

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor’s Responsibilities for the Audit of the Standalone Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

- Obtain an understanding of internal 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 management.

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

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

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, issued by the Central Government of India in terms of section 143(11) of the Act, we give in the **Annexure A**, a statement on the matters specified in Para 3 and 4 of the said order, to the extent applicable.

2. As required by Section143(3) of the Act, 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 and the Statement of Profit and Loss 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.

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

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

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

   iii. As explained, there has been no amount required to be transferred to the Investor Education and Protection Fund by the Company.

g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**

h) On the basis of the written representations received from the directors as on 31March, 2026;

   i) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the Accounts, no funds have been advanced or loaned or invested (either From borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity (ies), Including foreign entities ("intermediaries"), with the understanding, Whether recorded in writing or otherwise, that the intermediary shall, Whether, 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:

ii) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity (ies), including foreign entities ("Funding Parties'),n with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provided any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

iii) Nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.

iv) No dividend has been declared or paid during the year by the company.

For SRIVASTAVA S & CO.
Chartered Accountants
FRN: -015187C

(CA Sashakt Srivastava)
Partner
Membership No. 466749

Place: Kanpur
Date: 29th May, 2026
UDIN: 26466749HQQWPJ4993

“Annexure A” to the Independent Auditor’s Report to the members of Rich Universe Network Limited on its standalone financial statements.

Report on the matters specified in paragraph 3 of the Companies (Auditor’s Report) Order, 2020 (“the Order’) issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 (“the Act”) as referred to in paragraph 3 of ‘Report on Other Legal and Regulatory Requirements’ section.

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

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

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

(b) The property, plant and equipment and right-of use assets have been physically verified by the management according to the programme of periodical verification in phased manner which, in our opinion, is reasonable having regard to the size of the company and the nature of its property, plant and equipment. The discrepancies, if any, noticed on such physical verification have been properly dealt with in the books of accounts.

(c) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the title deed of immovable properties are held in the name of the company.

(d) The Company has not revalued its property, plant and equipment (including right-of use assets) and intangible assets during the year.

(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii) (a) According to the information and explanation given to us, inventory has been physically verified at reasonable intervals by the management. In our opinion, procedure of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and nature of its business. Further, we have relied on the management for correct position of the inventory as per management representation letter.

(b) According to the information and explanations given to us and based on our examinations of the records, in our opinion, the Company has not been sanctioned any working capital limits on the basis of security of current assets of the Company during the year. Accordingly, the provisions of clause 3(ii) (b) of the Order are not applicable to the company.

iii) According to the information and explanations given to us and based on our examinations of the records, in our opinion, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties during the year.

iv) According to the information and explanations given to us and based on our examinations of the records, in our opinion, the Company has not granted any loans or provided any guarantee or security to the parties covered under section 185 and 186 of the Companies Act 2013.

v) According to the information and explanations given to us, in our opinion, the Company has not accepted any deposits from the public within the meaning of section 73, 74, 75 and 76 of the Act read with the Companies (Acceptance & Deposit) Rules 2014 and other relevant provisions of the Act, to the extent notified. Accordingly, the provisions of clause 3(v) of the said order are not applicable to the Company.

vi) According to the information and explanations maintenance of cost records under section 148(1) of the Act, prescribed by the Central Government are not applicable to the company.

vii) In respect of statutory dues:

a) According to the records of the company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, employees state insurance (ESI), Income-tax, Tax deducted at sources, Tax collected at source, Sales Tax, value added tax (VAT), Goods and Service Tax (GST), Custom Duty, Excise Duty, Cess and any other statutory dues applicable to it, with the appropriate authorities.

b) According to the information and explanations given to us, there are some outstanding statutory dues that have not been deposited on account of any dispute which are:

Demand u/s	Assessment Year	Demand Amount	Due date of payment
143(3)	2004-05	15415516	04/07/2011
1431a	2017-18	120	-
144	2013-14	3163989	02/12/2025
1431a	2019-20	2520	-
1431a	2021-22	5650	28/03/2022
144	2010-11	2135839	02/12/2025
144	2011-12	2111373	02/12/2025
144	2015-16	2202113	02/12/2025
144	2012-13	365330	02/12/2025
144	2014-15	2531006	02/12/2025
144	2016-17	2030061	02/12/2025

viii) According to the information and explanations given to us, Company has not or disclosed any transaction, previously unrecorded in the books of accounts, in the tax assessments under the Income Tax Act, 1961, as income during the year. Accordingly, the provisions of clause 3(viii) of the Order are not applicable to the company.

ix) (a) According to the information and explanations given to us and as per the books and records examined by us, in our opinion, the Company has not availed fund based working capital facilities from any banks, financial institutions and lenders. Accordingly, the provisions of clause 3(ix)(a) of the Order are not applicable to the company.

(b) According to the information and explanations given to us and the records of the Company examined by us including representation received from the management, the Company has not been declared willful defaulter by any bank, financial institution or other lenders or government or any government authority.

(c) The Company has not availed any Term loans from any banks and financial institution during the year and the said loan was applied for the purpose for which it was obtained.

(d) On overall examination of the financial statement of the Company, prima facie, funds raised on short term basis have not been used for long term purposes by the Company.

(e) According to the information and explanations given to us and as per the books and records examined by us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary company.

f) According to the information and explanations given to us and procedures performed by us, the company has not raised loans during the year on the pledge of securities held in its subsidiary company.

x) (a) According to the information and explanations given to us and as per the books and records examined by us, the company has not raised money by way of further public offer (including debt instruments). Accordingly, the provisions of paragraph 3(x) (a) of the Order are not applicable to the company.

(b) According to the information and explanations given to us and as per the books and records examined by us, the company has not made any preferential allotment or private placement of shares or convertible debentures during the year. Accordingly, the provisions of paragraph 3(x) (b) of the Order are not applicable to the company.

xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or any fraud on the Company has been noticed or reported during the year. Accordingly, the provisions of paragraph 3(xi) (a) and (b) of the Order are not applicable to the company.

(b) According to the information & explanations and representation made by the management, no whistle- blower complaints have been received during the year (and up to the date of the report) by the company.

xii) In our opinion, the Company is not a Nidhi Company. Accordingly, the provisions of paragraph 3(xii) (a) to (c) of the Order are not applicable to the company.

xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by applicable accounting standards.

xiv) The Company has internal audit system commensurate with the size and nature of its business.

xv) In our opinion, and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him and hence the provisions of paragraph 3 (xv) of the Order is not applicable to the Company.

xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the provision of paragraph 3 (xvi) (a) to (c) of the Order is not applicable to the Company.

(b) 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 provision of paragraph 3 (xvi) (d) of the Order is not applicable.

xvii) In our opinion, and according to the information and explanations provided to us, The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.

xviii) There has been no resignation of the statutory auditors during the year. Accordingly, provisions of paragraph (xviii) of the Order are not applicable to the Company.

xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, has come to our attention, which causes us to believe that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

xx) In our opinion, and according to the information and explanations given to us, compliance of CSR is not applicable to the company.

xxi) There has been no adverse auditor remark or any qualifications in other group companies. Accordingly, provision of paragraph 3 (xxi) of the Order is not applicable.

For SRIVASTAVA S AND CO.
Chartered Accountants
FRN: - 015187C

(CA Sashakt Srivastava)
Partner
Membership No. 466749

Place: Kanpur
Date: 29th May, 2026
UDIN: 26466749HQQWPJ4993

Annexure - 'B' to the Independent Auditor's Report

(**The Annexure – 'B'** referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31st March, 2026)

Report on the Internal Financial Control under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Rich Universe Network 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.

Management's Responsibility for internal Financial Controls

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

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial control with reference to financial statements 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 with reference to financial statements 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of un authorized 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 with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31 March 2026, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For SRIVASTAVA S AND CO.
Chartered Accountants
FRN: - 015187C

(CA Sashakt Srivastava)
Partner
Membership No. 466749

Place: Kanpur
Date:29th May,2026
UDIN: 26466749HQQWPJ4993

RICH UNIVERSE NETWORK LIMITED
7/125 (C-2), IInd Floor, Swaroop Nagar, Kanpur.
CIN : L51100UP1990PLC012089

Standalone Balance Sheet as at 31st March, 2026

Particulars	Notes	As at 31.03.2026	As at 31.03.2025
1. ASSETS			
(1) Non Current Assets			
(a) Property,Plant and Equipment	2	8,332	8,332
(b) Investment Property		-	-
(c) Goodwill		-	-
(d) Financial Assets			
(i) Investments	3	1,010,750	1,010,750
(ii) Trade Receivables		-	-
(iii) Loans	4	109,397,646	101,822,985
(e) Other Financial Assets		-	-
(f) Non Current Tax Assets (Net)	5	54,750	54,750
(g) Other Non - Current Assets	6	4,788,515	4,788,515
		115,259,993	**107,685,332**
(2) Current Assets			
(a) Inventories	7	255,465	264,103
(b) Financial Assets			
(i) Investments		-	-
(ii) Trade Receivables	8	82,142,836	83,532,735
(iii) Cash and cash equivalents	9	345,137	279,209
(iv) Bank balances other than (iii) above		-	-
(v) Loans		-	
(c) Other Financial Assets			
(d) Current Tax Assets (Net)			
(e) Other Current Assets	10	233,841	112,385
		82,977,279	**84,188,432**
TOTAL ASSETS		**198,237,271**	**191,873,764**
11. EQUITY AND LIABILITIES			
(1) Shareholder's Fund			
(a) Equity share capital	11	72,528,000	72,528,000
(b) Reserves and Surplus	12	3,395,949	(1,602,159)
		75,923,949	**70,925,841**
(2) Non current liabilities			
(a) Financial liabilities			
(i) Borrowings	13	16,590,000	15,590,000
(b) Other financial liabilities		-	-
(c) Provisions			
(d) Deferred tax liabilities	14	5,362	-
(e) Other Non Current Liabilities	15	25,060,055	24,676,881
		41,655,417	**40,266,881**
(3) Current Liabilities			
(a) Financial liabilities			
(i) Borrowings		-	-
(ii) Trade and other payables			
(iii) Total outstanding dues of micro enterprises and small enterprises		-	-
(iv) Total outstanding dues of creditors other than micro enterprises and small enterprises	16	80,572,004	80,557,220
(b) Other financial liabilities		-	-
(c) Other Current Liabilities	17	43,182	97,622
(d) Provisions	18	30,000	26,200
(e) Current Tax Liabilities	19	12,720	-
		80,657,906	**80,681,042**
TOTAL EQUITY AND LIABILITIES		**198,237,271**	**191,873,764**
III. Contingent Liabilities	38		
(To the extent not provided for)			
Summary of Significant Accounting Policies	1		

(As per our Report of Even Date Attached)

For Rich Universe Network Limited

For Srivastava S & Co.
Chartered Accountants
FRN-015187C

CA Sashakt Srivastava	**Shashwat Agarwal**	**Rajeev Agarwal**
Partner	**M.D.**	**Director**
Membership No.: 466749	**DIN:00122799**	**DIN: 00122877**

Place : Kanpur
Date: 29.05.2026
UDIN: 26466749HQQWPJ4993

Zubair Ahmad	**Astha Chaturvedi**
C.F.O.	**Company Secretary**

RICH UNIVERSE NETWORK LIMITED

7/125 (C-2), IInd Floor, Swaroop Nagar, Kanpur.
CIN : L51100UP1990PLC012089

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

PARTICULARS	Note No.	For the year ended 31st March, 2026	For the Year ended 31st March, 2025
(a) Revenue From Operations	20	-	-
(b) Other Income	21	7,492,655	251,256
Total Income (A)		**7,492,655**	**251,256**
Expenses			
(a) Purchase of Stock-in-Trade	22	-	-
(b) Changes in Inventories of Stock-in-trade	23	8,638	79,105
(c) Employee Benefit Expenses	24	1,773,000	1,773,000
(d) Depreciation, amortisation and impairment		-	-
(e) Other Expenses	25	694,826	1,331,230
Total Expenses (B)		**2,476,464**	**3,183,334**
Profit / (Loss) Before Exceptional Items and Tax (A-B)		**5,016,191**	**(2,932,078)**
Exceptional Items (C)		-	-
(Loss)/Profit Before Tax (D)		**5,016,191**	**(2,932,078)**
Tax Expense			
(1) Current Tax		12,720	-
(2) Deferred Tax		5,362	-
(3) MAT Credit Entitlement		-	-
Total Tax Expenses (E)		**18,082**	**-**
(Loss)/Profit For the Year (D-E)		**4,998,109**	**(2,932,078)**
Other Comprehensive Income			
(1) Items that will not be reclassified to profit or loss (net of tax)		-	-
(1) Items that will be reclassified to profit or loss (net of tax)		-	-
Total Comprehensive Income for the year		**4,998,109**	**(2,932,078)**
Basic Earings Per Share - (₹)	26	0.69	(0.40)
Diluted Earings Per Share - (₹)		0.69	(0.40)

(As per our Report of Even Date Attached)

For Srivastava S & Co.
Chartered Accountants
FRN-015187C

For Rich Universe Network Limited

CA Sashakt Srivastava
Partner
Membership No.: 466749

Shashwat Agarwal
M.D.
DIN:00122799

Rajeev Agarwal
Director
DIN: 00122877

Place : Kanpur
Date: 29.05.2026
UDIN: 26466749HQQWPJ4993

Zubair Ahmad
C.F.O.

Astha Chaturvedi
Company Secretary

RICH UNIVERSE NETWORK LIMITED

7/125 (C-2), IInd Floor, Swaroop Nagar, Kanpur.

CIN : L51100UP1990PLC012089

Cash Flow Statement for the Year Ended 31st March , 2026

	Particulars	Year Ended 31.03.2026	Year Ended 31.03.2025
A:	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit Before Taxes	**5,016,191**	**(2,932,078)**
	Adjusted for Non Cash Items		
	Income Tax Adjustment	-	(77,625)
	Depreciation	-	-
	Interest & Finance Charges	-	-
	Interest income	-	-
	Operating Profit Before Working Capital Change	**5,016,191**	**(3,009,703)**
	Change in Working Capital		
	Change in Inventories	8,638	79,105
	Change in Trade and other Receivable	(6,306,218)	3,913,360
	Change in Trade and other Payable	(35,856)	(102,278)
	Cash Generated From Operations	**(1,317,245)**	**880,484**
	Income Tax (Paid) / Refund	-	-
	Net Cash Flow from Operating Activities	**(1,317,245)**	**880,484**
B:	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Interest income	-	-
	Purchase of property, plant & equipments	-	-
	Increase / (Decrease) in Investments	-	-
	Net Cash Flow from Investing Activities	**-**	**-**
C:	**CASH FLOW FROM FINANCING ACTIVITIES**		
		-	-
	Increase/(Decrease) in Unsecured Loans	1,383,174	(991,705)
	Increase/(Decrease) in Bank Borrowings	-	-
	Interest Paid	-	-
	Net Cash Flow from Financing Activities	**1,383,173**	**(991,705)**
	INCREASE IN CASH AND CASH EQUIVALENTS	65,928	(111,223)
	Opening Cash & Cash Equivalents	279,209	390,432
	Closing Cash & Cash Equivalents	**345,137**	**279,209**

For Srivastava S & Co
Chartered Accountants
Firm Reg. No : 015187C

For Rich Universe Network Limited

CA Sashakt Srivastava
Partner
Membership No.: 466749

Shashwat Agarwal
M.D.
DIN:00122799

Rajeev Agarwal
Director
DIN: 00122877

Place: Kanpur
Date: 29.05.2026
UDIN: 26466749HQQWPJ4993

Zubair Ahmad
C.F.O.

Astha Chaturvedi
Company Secretary

RICH UNIVERSE NETWORK LIMITED

7/125 (C-2), IInd Floor, Swaroop Nagar, Kanpur.
CIN: L51100UP1990PLC012089

Standalone Statement of Changes in Equity for the year ended 31st of March,2026

(A) Equity Share Capital

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balance at the beginning of the year	72,528,000	72,528,000
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance at the beginning of the current reporting period	-	-
Changes in equity share capital during the current year	-	-
Balance at end of the year	72,528,000	72,528,000

(B) Other Equity

Reserves and Surplus

Particulars	Capital Reserve	Securities Premium Reserve	Retained Earnings	Total
			Surplus as per Statement of Profit and Loss	
Balance on 1st April 2024	-	-	1,407,545	1,407,545
Add : Total Comprehensive Income	-	-	(2,932,079)	(2,932,079)
Excess Provision written back			-	-
Adjustment for previous years*			(77,625)	-
Less: Appropriation and Allocation			-	-
Transfer to Special Reserve	-	-	-	-
Balance on 31st March 2025			(1,602,159)	(1,602,159)

Balance on 1st April 2025			(1,602,159)	(1,602,159)
Add: Total Comprehensive Income			4,998,108	4,998,108
Excess Provision written back			-	-
Adjustment for previous years*			-	-
Less: Appropriation and Allocation			-	-
Transfer to Special Reserve				
Balance on 31st March 2026			3,395,949	3,395,949

*As per Ind AS 8, subject to paragraph 43, entity has corrected the material prior period error in FY 2022-2023 related to MAT credit by restating the opening balances of the equity for the earliest prior period which was not booked in the earlier years.

Note : 2 Property, Plant and Equipiments

Particulars	Plant and Equipment	Office Equipment	Furniture and Fixtures	Total
Gross Block	60,189.73	171,565.02	158,755.78	390,510.53
As on 1st April,2025				
Addition During the Year	-	-	-	-
Deletion During the Year	-	-	-	-
As on 31st March,2026	60,189.73	171,565.02	158,755.78	390,510.53
Accumulated Depreciation				
As on 1st April,2025	58,964.47	166,853.21	156,360.50	382,178.18
Addition During the Year	-	-	-	
Deletion During the Year	-	-	-	
As on 31st March,2026	58,964.47	166,853.21	156,360.50	382,178.18
Net Block As on 31st March 2026	**1,225.26**	**4,711.81**	**2,395.28**	**8,332.35**

Note : 3 Investments

Particulars	As at 31st March, 2026	As at 31st March, 2025
(i) Investment in Equity Instruments (Unquoted)		
J.V.L.	10,750.00	10,750.00
New E World Services Limited (Investment)	1,000,000.00	1,000,000.00
Total	**1,010,750.00**	**1,010,750.00**

* The above investments have been valued at deemed cost.

Note : 4 Loans

Particulars	As at 31st March, 2026	As at 31st March, 2025
Loans Receivable-Others (carried at amortised cost)		
Considered Good - Secured	-	-
Considered Good - Unsecured	109,397,646	101,822,985
Total	**109,397,646**	**101,822,985**

Note : 5 Non Current Tax Asset

Particulars	As at 31st March, 2026	As at 31st March, 2025
Deferred Tax		
i) On account of differences in written down value of Property,Plant & Equipment	54,750	54,750
Total	**54,750**	**54,750**

Note : 6 Other Non Current Assets

Particulars	As at 31st March, 2026	As at 31st March, 2025
Security Deposit (Rent)	265,341	265,341
Security Deposit (Kavita Agarwal)	15,000	15,000
Income Tax (Under Appeal)	2,937,844	2,937,844
SEBI (Under Protest)	1,250,000	1,250,000
Service Tax (Under Protest)	320,330	320,330
Total	**4,788,515**	**4,788,515**

Note : 7 Inventories

Particulars	As at 31st March, 2026	As at 31st March, 2025
Stock - in Trade*	255,465	264,103
Total	**255,465**	**264,103**

*As certified by the management

Note : 8 Trade Receivables

Particulars	As at 31st March, 2026	As at 31st March, 2025
Considered Good - Secured	-	-
Considered Good - Unsecured	-	-
1. New E-World Services Ltd.	80,825,700	81,225,700
2. P.S. Enterprises	1,317,136	2,217,136
3. RS Wealth Management P. L.	-	89,899
Total	**82,142,836**	**83,532,735**

Trade Receivables ageing Schedule:					
Particulars	**Outstanding for Following periods from due date of payment**				
	6 months-1 year	**1-2 Years**	**2-3 Years**	**More Than 3 Years**	**Total**
(i) Undisputed Trade Receivables- Considered good		-	1,317,136	80,825,700	82,142,836
(ii) Undisputed Trade Receivables- Which Have Significant increase in credit risk		-	-	-	-
(iii) Undisputed Trade Receivables- Credit impaired	-	-	-	-	-
(iv) Disputed Trade Receivables- Considered good	-	-	-	-	-
(v) Disputed Trade Receivables- Which Have Significant increase in credit risk	-	-	-	-	-

(vi) Disputed	-	-	-	-	-

Note : 9 Cash and Cash Equivalent

Particulars	As at 31st March, 2026	As at 31st March, 2025
Cash in Hand	345,119	279,191
Balances with Bank	-	-
Yes Bank Limited	18	18
Total	**345,137**	**279,209**

Note : 10 Other Current Assets

Particulars	As at 31st March, 2026	As at 31st March, 2025
GST Receivable	218,501	112,385
Others	15,340	-
Total	**233,841**	**112,385**

Note : 11 Share Capital

Particulars	As at 31st March, 2026	As at 31st March, 2025
AUTHORISED		
4,00,00,000 Equity Shares of Rs.10/- each	400,000,000.00	400,000,000.00
ISSUED, SUBSCRIBED AND PAID UP		
72,52,800 Equity Shares of Rs.10/- each fully paid up	72,528,000.00	72,528,000.00

1. Reconciliation of number of shares outstanding at the beginning and end of the year

Particulars	As at 31st March, 2026	As at 31st March, 2025
No. of Shares at beginning of the year	7,252,800	7,252,800
Allotment of fully paid up shares during the year	-	-
No. of Shares at end of the year	7,252,800	7,252,800

2. Rights,preference,repayability and restriction, if any, on equity share
The Company has only one class of equity shares having a par value of Rs. 10 per share. Each Shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.
3.Equity Shares in the Company held by each shareholder holding more than 5 per cent shares and the number of equity shares held are as under-

Name of the Shareholders	As at 31st March, 2026		As at 31st March, 2025	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Kavita Agarwal	882,740	12.17	1,046,872.00	14.43

4. Details of Equity Shares held by Promoters in the company are as under:-

S.No	Name	No. of Shares	% of toal shares	% Change during the year
1	Kavita Agarwal	882,740	12.17	-
2	Rajeev Agarwal	14,878	0.21	-
	Total	**897,618.00**	**12.38**	-

Note : 12 Reserves and Surplus

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a)Securities Premium		
Opening Balance	-	-
Addition	-	-
Closing Balance	-	-
(b) Surplus/(Defecit) in Statement of Profit and loss		
Opening Balance	(1,602,159)	1,407,545
Addition:		
Profit for the year	4,998,108	(2,932,079)
Excess Provision Written Back	-	-
Adjustment for previous years*	-	(77,625)
Less : Appropriation and Allocations		
Transfer to Special Reserve	-	-
Closing Balance	**3,395,949**	**(1,602,159)**

Note : 13 Long Term Borrowings

Particulars	As at 31st March, 2026	As at 31st March, 2025
Loans From Related Parties	-	-
Other Loans (As per Annexure) (carried at amortised cost)	16,590,000	15,090,000
Total	**16,590,000**	**15,090,000**

Note : 14 Deferred Tax Liabilities

Particulars	As at 31st March, 2026	As at 31st March, 2025
Deferred Tax Liabilities	5,362	-
Total	**5,362**	**-**

Note : 15 Other Non Current Liabilities

Particulars	As at 31st March, 2026	As at 31st March, 2025
Other Payables	-	521,117
Rent Paybale	120,000	120,000
Indian Bank Limited	24,940,055	25,527,469
Total	**25,060,055**	**26,168,586**

Note : 16 Trade Payables

Particulars	As at 31st March, 2026	As at 31st March, 2025
(I) Total Outstanding dues of MSME		
(II) Outstanding dues of creditors other than MSME		
Basos Infra Globe Ltd.	11,834,770	11,834,770
Bansal Suppliers Pvt. Ltd.	68,668,396	68,668,396
Sky Line Financial Services Ltd.	55,234	54,054
Corporate Professionals (India) Private Limited	4,649	-
RS Wealth Management P. L.	8,955	-
Total	**80,572,004**	**80,557,220**

Trade Payables ageing Schedule:

Particulars	Outstanding for Following periods from due date of payment				
	Less Than 1 Year	1-2 Years	2-3 Years	More Than 3 Years	Total
(i) MSME	-	-	-		-
(ii) Others	13,603.79		68,668,396	11,890,004	80,572,004
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-

Note : 17 Other Current Liabilities

Particulars	As at 31st March, 2026	As at 31st March, 2025
Certification Fees Payable	1,182	15,222
Salary Payable	42,000	17,000
TDS Payable	-	65,400
Total	**43,182**	**97,622**

Note : 18 Provisions :

Particulars	As at 31st March, 2026	As at 31st March, 2025
Audit Fees Payable	30,000	26,200
Total	**30,000**	**26,200**

Note : 19 Current Tax Liabiities (net)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Current Tax Liabilities	12,720	-
Total	**12,720**	**-**

Note : 20 Revenue from Operations

Particulars	For the year ended 31st March, 2026	For the Year ended 31st March, 2025
Sales of Shares	-	-
Total	-	-

Note : 21 Other Income

Particulars	For the year ended 31st March, 2026	For the Year ended 31st March, 2025
Interest on Income Tax Refund	-	2,625
Interest Refund from BSE	13,000	-
Balance W/off	7,479,655	130,500
Total	**7,492,655**	**133,125**

Note : 22 Purchase of Stock-in-trade

Particulars	For the year ended 31st March, 2026	For the Year ended 31st March, 2025
Purchase of Goods	-	-
Total	-	-

Note : 23 Changes in Inventory of Stock-in-trade

Particulars	For the year ended 31st March, 2026	For the Year ended 31st March, 2025
Opening Stock-in-trade		
Equity Shares	264,103	343,208
Closing Stock-in-trade		
Equity Shares	255,465	264,103
Changes in Inventory	**8,638.17**	**79,104.71**

Note : 24 Employee Benefit Expenses

Particulars	For the year ended 31st March, 2026	For the Year ended 31st March, 2025
Salary, Bonus & Allowances		
-Employees	348,000.00	348,000.00
Director's Remuneration	1,425,000.00	1,425,000.00
Total	**1,773,000.00**	**1,773,000.00**

Note : 25 Other Expenses

Particulars	For the year ended 31st March, 2026	For the Year ended 31st March, 2025
Audit Fees	30,000	30,000
Certification Fees for Quarterly Results	8,000	8,000
Advertisement Exepenses	46,592	39,222
AGM Expenses	5,360	5,280
Bank Charges	681	866
Depository Daily option expenses	(322)	518,396
Depository Service Charges	70,396	79,930
ROC Fees	5,400	4,200
Generator Expenses	-	4,651
Demat Charges	944	2,960
Interest	-	13,650
Misc. Exp	648	855
Electricity Expenses	29,103	29,447
Office Expenses	8,858	5,162

Printing and stationery	872	1,860
Listing Fees	325,000	325,000
Rent	120,000	120,000
Telephone & Internet Expenses	6,978	6,751
Share Transfer & Registration Charges	18,736	117,500
Software Updation & Maintenace Charges	16,440	16,250
Computer Expenses	1,140	1,250
Total	**694,826.07**	**1,331,229.63**

Note : 26 Disclosure as required by Indian Accounting Standard (IND AD) 33 Earning Per Share

Particulars	**For the year ended 31st March, 2026**	**For the Year ended 31st March, 2025**
EPS is calculated as follows		
Weighted- Average no. of Equity Shares for calculating Basic EPS ***(A)***	7,252,800	7,252,800
Add : Dilutive Impact of Potential Ordinary Shares		-
Weighted- Average no. of Equity Shares for calculating Diluted EPS ***(B)***	7,252,800	7,252,800
Nominal Value of shares (₹)	10.00	10.00
(Loss)/Profit Attributable to Equity Shareholders ***(C)***	4,998,109	(2,932,078)
Basic EPS ***(C/A)***	0.69	(0.40)
Diluted EPS ***(C/B)***	0.69	(0.40)

Note : 27 Payment to Auditor

Particulars	**For the year ended 31st March, 2026**	**For the Year ended 31st March, 2025**
Audit Fees	30,000	30,000
Total	**30,000**	**30,000**

Note : 28 Salary to Directors & KMP		
Particulars	**For the year ended 31st March, 2026**	**For the Year ended 31st March, 2025**
Shashwat Agarwal, CMD	**1,125,000**	**1,125,000**
Rajeev Agarwal, Director	**300,000**	**300,000**
Astha Chaturvedi- Company Secretrary	**144,000**	**144,000**
Zubair Ahmad, CFO	**204,000**	**204,000**
Total	**1,773,000**	**1,773,000**

29. Title deeds of Immovable Property not held in name of the company: This clause is not applicable to the company.

30. There is no Capital-work-in progress in the company.

31. Intangible assets under development: This clause is not applicable to the company.

32. Details of Benami Property held: No proceedings have been initiated or pending against the company for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 and the rules made there under.

33. Wilful defaulter: This clause is not applicable to the company.

34. Relationship with Struck off Companies: The Company does not have any transactions with companies Struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

35. Registration of charges or satisfaction with Registrar of Companies: There are no such charges applicable to the Company.

36. Compliance with number of layers of companies: There are no violations by the Company in respect of number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

37. Compliance with approved Scheme(s) of Arrangements: This clause is not applicable to the company.

38. Contingent Liability: Company has disputed demand before Income Tax Department, SEBI & Service Tax Department which are pending before appropriate forum against the assessment order. Said detail is disclosed in Para (vii) (b) of CARO, 2020 report annexed to Auditor's report. Further Asstt. CIT Central circle Kanpur vide its Order dated 28.10.2025 has passed assessment orders for assessment years 2010-11 to 2016-17 having total demand of of Rs.299.63 Lakhs. Against the said assessment orders company has filed appeals before CIT (A) which is pending before said authority .

39. The amount of income tax refunds are subject to reconciliation by the management.

40. During the year, the company has written off certain old outstanding credit balances aggregating to Rs. 74.79 Lakhs appearing in the books of accounts, pertaining to related parties, based on management assesment that such balances are not expected to result in any future outflow of economic resources. Accordingly, the said balances have been recognised as 'Other Income' in the Statement of Profit & Loss for the Year ended 31st March, 2026. The management has represented that the write off has been carried out after review of the underlying record, confirmations available and period for which such balances were outstanding. The aforesiad accounting treatment has been considered appropriate by the management in accordance with the applicable provisions of the Indian Accounting Standards.

41.Ratios:

	F.Y.25-26	F.Y. 24-25
(a) Current Ratio	1.029	1.043
(b) Debt- Equity Ratio	0.219	0.220
(c) Debt Service Coverage Ratio	N.A.	N.A.
(d) Return on equity ratio	0.066	(0.041)
(e) Inventory Turnover Ratio	-	-
(f) Net Capital Turnover Ratio	-	-
(g) Net Profit ratio	-	-
(h) Return on Capital Employed	0.043	(0.026)

Remarks for Change in Ratios

(a) Current Ratio - The current ratio decreased slightly from 1.043 in F.Y. 2024-25 to 1.029 in F.Y. 2025-26 due to a marginal decrease in current assets/current liquidity position during the year.

(b) Debt-Equity Ratio - The debt-equity ratio decreased marginally from 0.220 to 0.219 indicating a stable capital structure and slight reduction in dependence on borrowed funds.

(c) Debt Service Coverage Ratio - Debt Service Coverage Ratio is not applicable during both the years as the company does not have any significant debt repayment obligation.

(d) Return on Equity Ratio - Return on Equity Ratio improved from negative (0.041) in F.Y. 2024-25 to positive 0.066 in F.Y. 2025-26 due to improvement in profitability during the year.

(e) Inventory Turnover Ratio - Inventory Turnover Ratio is not applicable as the company does not have any sales during the year.

(f) Net Capital Turnover Ratio - Net Capital Turnover Ratio is not applicable due to absence of revenue during the year.

(g) Net Profit Ratio - Net Profit Ratio is not applicable due to absence of revenue from operations during the year.

(h) Return on Capital Employed - Return on Capital Employed improved from negative (0.026) in F.Y. 2024-25 to positive 0.043 in F.Y. 2025-26 due to increase in earnings before interest and tax during the year.

For Srivastava S & Co
Chartered Accountants
Firm Reg. No: 015187C

For Rich Universe Network Limited

CA Sashakt Srivastava
Partner
Membership No.: 466749

Shashwat Agarwal
M.D.
DIN:00122799

Rajeev Agarwal
Director
DIN: 00122877

Place: Kanpur
Date: 29.05.2026
UDIN: 26466749HQQWPJ4993

Zubair Ahmad
C.F.O.

Astha Chaturvedi
Company Secretary

M/S RICH UNIVERSE NETWORK LTD.
(AS ON 31ST MARCH, 2026)

1(A) BACKGROUND:

Rich Universe Network Limited (CIN: L65921UP1990PLC012089) is a leading financial organization with a clear goal to help corporates perceive their business objectives and achieve their targets. Corporates can trust us to make their statement mark in this fast growing one billion plus populous country where young and enormous middleclass people make the nation a great economic power.

1(B) SIGNIFICANT ACCOUNT POLICIES:

1 Basis of preparation and presentation

i) Statement of Compliance with Ind AS:

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (the Act) read with the Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and relevant amendment rules thereafter and accounting principles generally accepted in India. These financial statements have been prepared on going concern basis using the significant accounting policies and measurement bases summarized below. Accounting Policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in accounting policy hitherto in use. In those cases, the new accounting policy is adopted in accordance with the transitional provisions stipulated in that Ind AS and in absence of such specific transitional provision; the same is adopted retrospectively for all the periods presented in these financial statements.

ii) Basis of preparation the financial statements:

The financial statements have been prepared on the historical cost basis except for certain financial assets and liabilities (refer accounting policy regarding financial instruments). The methods used to measure fair values are discussed further in notes to financial statements.

iii) Functional and presentation currency:

These financial statements are presented in Indian rupees (INR), which is company’s functional currency. All amounts have been rounded off to nearest lacs unless otherwise indicated.

iv) Operating Cycle:

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013 based on the nature of services rendered and time between the acquisition of asset for providing services and their realization in cash and cash equivalents.

v) Current versus non-current classification:

The company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it satisfies any of the following criteria:

● Expected to be realized or intended to be sold or consumed within normal operating cycle.

● Held primarily for the purpose of trading.

● Expected to be realized within twelve months after the reporting date, or

● Cash or cash equivalent unless restricted from being exchanged or used to settle liability for at least twelve months after the reporting date. A liability is treated as current when it satisfies any of the following criteria:

● Expected to be settled in the company's normal operating cycle;

● Held primarily for the purpose of trading;

● Due to be settled within twelve months after the reporting date; or

● The Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

● Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments does not affect its classification. Current liabilities include the current portion of non-current financial liabilities. All other liabilities are classified as non-current.

The Company has ascertained its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities.

vi) Use of Estimates and management judgements:

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management of the company to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets, liabilities and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date. The estimates and management's judgements are based on previous experience and other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates.

vii) Property, Plant & Equipment & Capital work in Progress:

Recognition and measurement Property, plant and equipment are tangible items that are held for use in the production or supply for goods and services, rental to others or for administrative purposes and are expected to be used for more than one period. The cost of an item of property, plant and equipment is being recognized as an asset if and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The PPE has been stated at cost less accumulated depreciation.

Intangible assets are recognized when it is probable that the future benefits that are attributable to the assets will flow to the Company and the cost of the assets can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.
Depreciation has been provided on WDV Basis Method.

viii) Inventories:

The inventories of shares & securities have been valued at lower of cost price or market value as at 31st March, 2026.

ix) Revenue recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Interest –

Income Interest income from a financial asset is recognized when it is probable that the economic benefit will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividend Income –

Dividend income is recognized when the Company's right to receive the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably i.e. in case of interim dividend, on the date of declaration by the Board of Directors; whereas in case of final dividend, on the date of approval by the shareholders.

x) **Expenses:** All expenses are accounted for on accrual basis.

xi) **Financial Instruments:**

Financial Asset Classification:

The Company classifies financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and contractual cash flow characteristics of the financial asset.

Initial Recognition and Measurement:

All financial assets are recognized initially at fair value, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. The financial assets include equity and debt securities, trade and other receivables, loans and advances, cash and bank balances and derivative financial instruments.

Equity Investments:

All the investments have been valued at deemed cost. (Note No. 3 to the financial statements
Loans: Loans have been carried at amortized cost. (Note No. 4 to the financial statements).

xii) **Financial liabilities:**

Classification Debt and equity instruments issued by the company are classified as either financial liabilities or as equity in accordance with the substance of the contractual agreements and the definitions of financial liability and equity instrument.

Initial recognition and measurement:

The Company recognizes financial liability when it becomes a party to the contractual provision of the instrument. All financial liabilities are recognized initially at fair value, for financial liability not subsequently measured at FVTPL, at transaction costs that are directly attributable to the issue of financial liability.

Loans:

Other loans classified under financial liability have been carried at amortized cost. (Note no. 13 to the financial statements).

xiii) Others:

a. Loans and advances are stated net of provisions for non-performing advances. Balances of various parties are subject to confirmations.

b. The company has not entered into any lease agreement, therefore, provisions of Indian Accounting Standard-116 on 'Leases' are not applicable.

c. To the extent information available, there were no outstanding dues towards small scale or ancillary undertaking as on 31.03.2026.

d. During the year under consideration no borrowing cost has capitalized by the company in accordance with the Indian Accounting Standard 23. 'Borrowing Costs' issued by the Institute of Chartered Accountants of India.

e. The advance received or given is without any stipulation of board of directors regarding them in nature and period for which they are given or received.

xiv) Taxes: Provision for tax on income for the year (i.e. Current tax) is made after considering the various Deductions/relieves admissible under the Income Tax Act 1961 as per the normal provisions of the act. Deferred tax assets are recognized as per the conservative approach.

xv) Provisions: Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement. Provisions are not recognized for future operating losses. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. As mentioned in the notes to account no. 37, the management has stated an amount of Rs. 254.02 lakhs as contingent liability.

Contingent asset is not recognized but disclosed, when possible, asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

xvi) **Cash flows** are stated using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of incomes and expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.

For & on behalf on the Board

For Srivastava S & Co.
Chartered Accountants
FRN-015187C

Shashwat Agarwal	**Rajeev Agarwal**
M.D.	**Whole Time Director**
DIN:00122799	**DIN: 00122877**

CA SASHAKT SRIVASTAVA
PARTNER
Membership No.: 466749

Place: KANPUR
Dated: 29.05.2026
UDIN: 26466749HQQWPJ4993

Zubair Ahmad	**Astha Chaturvedi**
C.F.O.	**Company Secretary**