



MANEK & ASSOCIATES

CHARTERED ACCOUNTANTS

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CERTIFICATE ON RELATED PARTY TRANSACTIONS

Date: September 08, 2026

To,
The Board of Directors
SS Retail Limited

(formerly known as SS Retail Private Limited and SS Communication & Services Private Limited)

399, E, Basant Bahar Road,
Ratikmal Complex, Shop 6-7,
Kolhapur - 416003,
Maharashtra, India

Anand Rathi Advisors Limited

11th Floor, Times Tower,
Kamala City, Senapati Bapat Marg,
Lower Parel, Mumbai - 400013,
Maharashtra, India

Emkay Global Financial Services Limited

7th Floor, The Ruby,
Senapati Bapat Marg, Dadar (W),
Mumbai - 400028,
Maharashtra, India

(Anand Rathi Advisors Limited, Emkay Global Financial Services Limited, and any other book running lead managers which may be appointed in relation to the Offer are collectively referred to as the "Book Running Lead Managers" or the "BRLMs")





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Re: Proposed initial public offering of equity shares face value of ₹ 10/- each (the "Equity Shares") of SS Retail Limited, formerly known as SS Retail Private Limited and SS Communication & Services Private Limited (the "Company", and such offering, the "Offer").

Dear Sir/Madam,

We, Manek & Associates, Chartered Accountants, are the Statutory Auditors of the Company. We have been informed that the Company proposes to file the Red Herring Prospectus with respect to the Offer (the "RHP") with the Registrar of Companies, Maharashtra at Pune ("RoC") and thereafter with Securities and Exchange Board of India ("SEBI"), and the relevant stock exchanges where the Equity Shares are proposed to be listed (collectively, the "Stock Exchanges"), in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and subsequently proposes to file Prospectus ("Prospectus") with the RoC, SEBI and, the Stock Exchanges; and any other documents or materials to be issued in relation to the Offer (collectively with the RHP and Prospectus, the "Offer Documents").

We have received a request from the Company to provide certain confirmations in relation to related party transactions of the Company along with its subsidiaries (together "Group").

We have examined and reviewed the restated financial information of the Company for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024, prepared in accordance with Indian Accounting Standards referred to and notified in the Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS"), the requirements of Section 26 of Part I of Chapter III of the Companies Act, 2013, the SEBI ICDR Regulations, and the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the ICAI, as amended from time to time (the "Restated Financial Information").

Based on the information and explanations provided by the Group, and on review of the following documents/information: (a) books of accounts, (b) agreements, (c) invoices, (d) terms of engagement and statutory records maintained by the Group, as required, (e) process note for identification of related party transactions and evaluation of arm's length with respect to transactions entered into and reconciliation of balances, (f) basis of evaluation of transactions undertaken at arm's length as certified by the management and supporting documents for justification of the arm's length price for such related party transactions, (g) minutes of the meetings of the board of directors of the Group, audit committee, general meetings and extra-ordinary general meetings of the Group (h) relevant statutory registers including form MBP 4, form MBP 1 and DIR 8 (i) balance confirmations from related parties and reconciliation therewith and other relevant documents presented to us, (j) audited financial statements of the Group as of and for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024, along with the reports thereon and (k) on enquiry with and written representation from Sagar Patil, the Chief Financial Officer of the Company who is responsible for financial and accounting matters, on the nature of the related party transactions entered into by the Group and changes in terms of evaluation of transactions at arm's length by the Group, we hereby certify and confirm that:

(i) except as mentioned under the Note 43 to the Restated Financial Information (Related Party Disclosures), which is set out at as **Annexure A** to this certificate, there are





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no other transactions of the Group, which qualify as transactions entered into with related parties, as defined under Section 2(76) of the Companies Act, 2013 and the Indian Accounting Standard 24 (“**Ind AS 24**”) (“**Related Parties**”) and the transactions being referred to as “**Related Party Transactions** or “**RPT**”);

- (ii) all Related Party Transactions, unless otherwise disclosed in the Restated Financial Information, have been entered into in accordance with applicable law including after taking necessary consents and approvals from the board / shareholders of the Group and on an “arm’s length basis”.
- (iii) all Related Party Transactions are in compliance with Section 188 of Companies Act, 2013, as amended;
- (iv) there are no Related Party Transactions entered into between the Group and any of its Related Parties that are not disclosed, or that are not fully disclosed, in the Restated Financial Information;
- (v) there have been no transactions with parties with whom the Group has a relationship that enables such parties to negotiate terms that may not be available from other, more clearly independent, parties on an arm’s length basis;
- (vi) all necessary consents and approvals, including from the Central Government, from the board of directors or the shareholders of the Group for Related Party Transactions with the entities covered under the Companies Act, 2013 have been duly obtained;
- (vii) all Related Party Transactions mentioned in **Annexure A** are legitimate business transactions and the profit/ losses from the aforesaid Related Party Transactions have arisen from legitimate business transactions;
- (viii) we further confirm that none of the Related Party Transactions are in nature of inter-corporate deposits or loans that are proposed to be repaid from the Offer Proceeds.

In addition to the processes carried out by us as mentioned above, we have also read the unaudited management accounts of the Company for the period from April 01, 2026 to August 25, 2026. In addition, we have (i) read the minutes of the meetings of the shareholders and the board of directors of the Group, the audit committee, the nomination and remuneration committee, and the stakeholders’ relationship committee of the Company held since April 01, 2026, as applicable; (ii) inquired of the chief financial officer of the Company, Mr Sagar Sukumar Patil, who is responsible for financial and accounting matters, on the nature of the Related Party Transactions entered into by the Group from April 01, 2026 until August 25, 2026 and if the profits arisen from such transactions have arisen pursuant to legitimate business transactions.

Based on the procedures carried out by us as mentioned above, we confirm that from April 01, 2026 to August 25, 2026 (“**Review Period**”):

- (i) all Related Party Transactions, have been entered into in compliance with applicable law and such transactions have been entered into on an arm’s length basis as defined under Section 188 of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements), 2015 and relevant accounting standards and accounting policies;





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- (ii) a list of Related Parties for the Review Period is included herewith as **Annexure B** to this certificate;
- (iii) there have been no transactions with parties with whom the Group has relationship that enables such parties to negotiate terms that may not be available for other independent parties on an arm's length basis;
- (iv) all necessary consents and approvals, including from the Central Government, from the board of directors or the shareholders of the Group for Related Party Transactions with the entities covered under the Companies Act, 2013 have been duly obtained;
- (v) the profits of the Group from Related Party Transactions have arisen pursuant to legitimate business transactions;
- (vi) None of the top 10 suppliers of the Group are related parties;
- (vii) Transfer pricing was not applicable to the Company in terms of Section 92 of the Income Tax Act, 1961 for the related party transactions for Fiscal 2026, Fiscal 2025 and Fiscal 2024.
- (viii) There are no Related Party Transactions taken together for the last three fiscal years which are more than 10% of the total transactions entered during that period of a similar nature;
- (ix) No loans / advance / guarantee / security are provided by the Group to its related parties which has effect on the financials of the Group;
- (x) There are no short term borrowings from related parties which will be repaid through the proceeds of the Offer;
- (xi) The Red Door Studio, who is the vendor of the Company, is not a related party;
- (xii) All inter-company transactions (sales, services, loans, advances, guarantees) are clearly disclosed in the related party transactions during Fiscal 2026, Fiscal 2025 and Fiscal 2024; and





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(xiii) None of the warehouses are leased from related parties; and

(xiv) all such Related Party Transactions have been entered into in ordinary course of business only.

We further certify and confirm the compliance by the Group with the requirements under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, in the manner set out in **Annexure C**.

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) (the “Guidance Note”) in accordance with the generally accepted auditing standards in India and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. These standards require that we plan and perform the examination to obtain reasonable assurance about the “Reporting Criteria”. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India. We hereby confirm that while providing this certificate we have complied with the Code of Ethics and the Standard on Quality Control (“SQC”) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the Institute of Chartered Accountants of India.

This certificate is issued for the purpose of the Offer, and can be used, in full or part, for inclusion in the Offer Documents.

We confirm that the information above is true, fair, correct, accurate, not misleading and without omission of any matter that is likely to mislead, and adequate to enable investors to make a well-informed decision.

We hereby consent to the submission of this certificate to any regulatory / statutory / governmental authority, Stock Exchanges, any other authority as may be required and/or for any other litigation purposes and/or for the records to be maintained by the BRLMs in connection with the Offer and in accordance with applicable law. We also consent to the inclusion of this certificate as a part of ‘Material Contracts and Documents for Inspection’ in connection with the Offer, which will be available for public for inspection at the registered office of the Company and online at www.ssmobile.com from the date of filing of the red herring prospectus until the Bid/ Offer Closing Date. We consent to this certificate and the documents annexed to this certificate to be uploaded on repository or the database of the Stock Exchanges.

This certificate may be relied on by the BRLMs, their affiliates and legal counsels in relation to the Offer and to assist the BRLMs in conducting and documenting their investigation and due diligence of the affairs of the Company in connection with the Offer. We hereby consent to this certificate being disclosed by the BRLMs, if required (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.





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We undertake to immediately communicate, in writing, any changes to the above information/confirmations, as and when: (i) made available to us; or (ii) we become aware of any such changes, to the BRLMs and the Company until the equity shares allotted in the Offer commence trading on the relevant stock exchanges. In the absence of any such communication from us, the Company, the BRLMs and the legal advisors appointed with respect to Offer can assume that there is no change to the information/confirmations forming part of this certificate and accordingly, such information should be considered to be true and correct.

All capitalized terms used but not defined herein shall have the meaning assigned to them in the Offer Documents.

Yours faithfully,

For and on behalf of Manek & Associates, Chartered Accountants

Firm Registration Number: 126679W

M B Dalal

Name: Mitul Dalal

Designation: Partner

Membership Number: 172676

UDIN: 26172676KTNNTU4135

Place: MUMBAI



Encl: As per Annexures

CC to:

Domestic Legal Counsel to the BRLMs

Chitale Legal,

5th Floor, Nirlon House,

Annie Besant Road, Worli,

Mumbai - 400030, Maharashtra, India.

Domestic Legal Counsel to the Company

Bharucha & Partners,

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Free Press Journal Marg, Nariman Point,

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ANNEXURE A

Details of the related party transactions in the ordinary course of business during the respective year:

(₹ in million, unless otherwise stated)						
Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations
I Kingdom Retail LLP (Formerly known as I Kingdom Retail Private Limited)	Associates companies/Firms in which directors or their relatives are interested	Purchase of Goods	-	-	2.80	0.02%
Siddharth Gunvant Shah	Chairman and Managing Director	Rent Paid	0.84	0.00%	0.84	0.01%
Deepa Siddharth Shah	Executive Director	Rent Paid	1.16	0.00%	1.07	0.01%
Bhavini Harshal Parekh	Director (upto July 17, 2025)	Rent Paid	1.12	0.00%	1.02	0.01%
Siddharth Gunvant Shah	Chairman and Managing Director	Car Rent	-	-	1.20	0.01%





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
Deepa Siddharth Shah	Executive Director	Car Rent	-	-	0.60	0.00%	0.60	0.00%
Bhavini Harshal Parekh	Director (upto July 17, 2025)	Car Rent	-	-	0.60	0.00%	0.60	0.00%
Siddharth Gunvant Shah	Chairman and Managing Director	Interest Paid	0.20	0.00%	0.46	0.00%	3.05	0.03%
Deepa Siddharth Shah	Executive Director	Interest Paid	-	-	0.15	0.00%	0.44	0.00%
Harshal Kishor Parekh	Whole-time Director	Interest Paid	-	-	0.11	0.00%	0.70	0.01%
Bhavini Harshal Parekh	Director (upto July 17, 2025)	Interest Paid	-	-	0.02	0.00%	0.04	0.00%
Gunvant Anant Shah	Director (upto July 17, 2025)	Interest Paid	0.06	0.00%	0.38	0.00%	3.50	0.03%
Minal Gunwant Shah	Director (upto July 17, 2025)	Interest Paid	0.06	0.00%	0.09	0.00%	1.25	0.01%
Kishor Ratilal Parekh	Management Consultant (Father of Harshal Parekh and Deepa Shah)	Interest paid on Debenture	0.08	0.00%	0.14	0.00%	-	-





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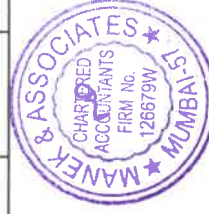
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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
Nitin Kumar Jain	CEO	Interest paid on Debenture	0.06	0.00%	0.10	0.00%	-	-
Deepa Siddharth Shah	Executive Director	Professional Fee	-	-	4.20	0.03%	4.20	0.03%
Bhavini Harshal Parekh	Director (upto July 17, 2025)	Professional Fee	2.17	0.01%	1.47	0.01%	0.97	0.01%
Sagar Patil	Executive Director	Professional Fee	-	-	1.80	0.01%	1.80	0.01%
Rashmi Nitin Jain	Management Consultant (Wife of Nitin Jain)	Professional Fee	1.95	0.01%	1.43	0.01%	-	-
Bhakti Sagar Patil	Channel Partner (Wife of Sagar Patil)	Commission Paid	0.85	0.00%	0.60	0.00%	0.57	0.00%
Siddharth Gunvant Shah	Chairman and Managing Director	Reimbursement of Expenses	1.30	0.01%	-	-	-	-
Siddharth Gunvant Shah	Chairman and Managing Director	Loan Received	8.00	0.03%	25.80	0.16%	20.40	0.17%
Deepa Siddharth Shah	Executive Director	Loan Received	-	-	1.20	0.01%	3.40	0.03%
Harshal Kishor Parekh	Whole-time Director	Loan Received	-	-	-	-	1.80	0.01%





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
Gunvant Anant Shah	Director (upto July 17, 2025)	Loan Received	5.50	0.02%	-	-	-	-
Minal Gunwant Shah	Director (upto July 17, 2025)	Loan Received	3.00	0.01%	-	-	-	-
Sagar Patil	Executive Director	Loan Received	-	-	3.00	0.02%	1.90	0.02%
Siddharth Gunvant Shah	Chairman and Managing Director	Loan Repaid	-8.00	-0.03%	-85.25	-0.53%	-1.00	-0.01%
Deepa Siddharth Shah	Executive Director	Loan Repaid	-	-	-10.17	-0.06%	-0.20	0.00%
Harshal Kishor Parekh	Whole-time Director	Loan Repaid	-	-	-10.98	-0.07%	-4.00	-0.03%
Bhavini Harshal Parekh	Director (upto July 17, 2025)	Loan Repaid	-	-	-0.66	0.00%	-	-
Gunvant Anant Shah	Director (upto July 17, 2025)	Loan Repaid	-5.50	-0.02%	-59.02	-0.37%	-	-
Minal Gunwant Shah	Director (upto July 17, 2025)	Loan Repaid	-3.00	-0.01%	-20.98	-0.13%	-	-
Sagar Patil	Executive Director	Loan Repaid	-	-	-4.90	-0.03%	-	-





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
Siddharth Gunvant Shah	Chairman and Managing Director	Advances received back against purchase of Property	-	-	19.80	0.12%	-	-
Siddharth Gunvant Shah	Chairman and Managing Director	Advances paid against purchase of Property	-	-	-19.80	-0.12%	-	-
SS Communication IT (Proprietor Siddharth Shah HUF)	HUF of Chairman and Managing Director	Trade Advances Given	-79.10	-0.34%	-	-	-	-
SS Communication IT (Proprietor Siddharth Shah HUF)	HUF of Chairman and Managing Director	Trade Advances Received Back	79.10	0.34%	-	-	-	-
SS Communication	HUF of Chairman and Managing Director	Interest Received	1.60	0.01%	-	-	-	-





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
IT (Proprietor Siddharth Shah HUF)								
Kishor Ratilal Parekh	Management Consultant (Father of Harshal Parekh and Deepa Shah)	Debtenture Subscription Amount Received	-	-	5.00	0.03%	-	-
Nitin Kumar Jain	CEO	Debtenture Subscription Amount Received	-	-	3.50	0.02%	-	-
Kishor Ratilal Parekh	Management Consultant (Father of Harshal Parekh and Deepa Shah)	Equity Issued on conversion of compulsory convertible debentures	0.05	0.00%	-	-	-	-
Nitin Kumar Jain	CEO	Equity Issued on conversion of compulsory	0.04	0.00%	-	-	-	-





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
		convertible debentures						
Kishor Babaso Hupare	Company Secretary	Equity Share Issued on Private Placement	0.50	0.00%	-	-	-	-
I Kingdom Retail LLP (Formerly known as I Kingdom Retail Private Limited)	Associates companies/Firms in which directors or their relatives are interested	Sale of Goods	-	-	-	-	6.86	0.06%
Soham Telecom	Associates companies/Firms in which directors or their relatives are interested	Sale of Goods	-	-	1.66	0.01%	50.68	0.42%
Siddharth Gunvant Shah	Chairman and Managing Director	Short-term employee benefits	3.40	0.01%	1.20	0.01%	1.20	0.01%
Sagar Patil	Executive Director	Short-term employee benefits	1.80	0.01%	-	-	-	-





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
Harshal Kishor Parekh	Whole-time Director	Short-term employee benefits	1.43	0.01%	0.83	0.01%	0.65	0.01%
Deepa Siddharth Shah	Executive Director	Short-term employee benefits	3.80	0.02%	-	-	-	-
Narendra Shantikumar Firodia	Director (upto July 17, 2025)	Short-term employee benefits	1.13	0.00%	2.70	0.02%	2.70	0.02%
Kishor Babaso Hupare	Company Secretary	Short-term employee benefits	1.25	0.01%	0.95	0.01%	0.89	0.01%
Nitin Kumar Jain	CEO	Short-term employee benefits	3.96	0.02%	2.68	0.02%	-	-
Rajneesh Gulati	CFO (upto 24th July 2026)	Short-term employee benefits	1.85	0.01%	1.01	0.01%	0.98	0.01%
Vibhooti Baidhnath Prasad	(CEO & Director in Subsidiary)	Short-term employee benefits	2.77	0.01%	-	-	-	-
Asit Chimanlal Mehta	Independent Director (w.e.f 5th September, 2025)	Directors Sitting Fees	0.55	0.00%	-	-	-	-





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
Ajay Sharma	Independent Director (w.e.f 5th September, 2025)	Directors Fees	0.30	0.00%	-	-	-	-
Anupama Wagh Koppar	Independent Director (w.e.f 5th September, 2025)	Directors Fees	0.20	0.00%	-	-	-	-
Yashwantrao Shankarrao Patil Thorat	Independent Director (w.e.f 5th September, 2025)	Directors Fees	0.25	0.00%	-	-	-	-
Adke Abhishek Ashok	Independent Director (from 23rd December, 2025)	Directors Fees	0.15	0.00%	-	-	-	-
I Kingdom Retail LLP (Formerly known as I Kingdom Retail Private Limited)	Limited Liability Partnership in which directors or their relatives are interested	Rent Received	0.03	0.00%	-	-	-	-
SS Communication IT (Proprietor	Associates companies/Firms in which directors or their relatives are interested	Rent Received	0.03	0.00%	-	-	-	-





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
Siddharth Shah (HUF)								
SS Corporation (Proprietor Harshal Parekh (HUF))	Associates companies/Firms in which directors or their relatives are interested	Rent Received	0.03	0.00%	-	-	-	-
SS Distribution	Associates companies/Firms in which directors or their relatives are interested	Rent Received	0.03	0.00%	-	-	-	-
SS Developers	Associates companies/Firms in which directors or their relatives are interested	Rent Received	0.03	0.00%	-	-	-	-
Mobimart India Pvt. Ltd. (Common director - Vibhooti Baidhnath Prasad and	Company in which directors or their relatives are interested	Sale of Goods	0.31	0.00%	-	-	-	-





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
spouse Shanti Vibhooti Prasad)								
The King Mobile (Proprietor Shantanu Vibhooti Baidhnath Prasad)	Son of Director	Sale of Goods	1.30	0.01%	-	-	-	-
Vardhman Mobile (Proprietor Vinodkumar Tated) (Director w.e.f. July 22, 2025)	Proprietary concern in which directors or their relatives are interested	Sale of Goods	1.26	0.01%	-	-	-	-





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
Star Mobile Mall (Proprietor - Juzer Adamali Dhorajiwala) (till January 27, 2026)	Proprietary concern in which directors or their relatives are interested	Sale of Goods	7.89	0.03%	-	-	-	-
Tarang Collection (Proprietor - Sandip Gajanan Gawade) (till January 27, 2026)	Proprietary concern in which directors or their relatives are interested	Sale of Goods	8.45	0.04%	-	-	-	-
Mobimart India Pvt. Ltd. (Common director - Vibhooti	Company in which directors or their relatives are interested	Incentives paid	0.07	0.00%	-	-	-	-





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
Baidhnath Prasad and spouse Shanti Vibhooti Prasad)								
Vardhman Mobile (Proprietor - Vinodkumar Tated) (Director w.e.f. July 22, 2025)	Proprietary concern in which directors or their relatives are interested	Incentives paid	0.04	0.00%	-	-	-	-
Star Mobile Mall (Proprietor - Juzer Adamali Dhorajiwala) (till January 27, 2026)	Proprietary concern in which directors or their relatives are interested	Incentives paid	0.42	0.00%	-	-	-	-





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
Tarang Collection (Proprietor - Sandip Gajanan Gawade) (till January 27, 2026)	Proprietary concern in which directors or their relatives are interested	Incentives paid	0.66	0.00%	-	-	-	-
Mobimart India Pvt. Ltd. (Common director - Vibhooti Baidhnath Prasad and spouse Shanti Vibhooti Prasad)	Company in which directors or their relatives are interested	Trade Advances Received	0.10	0.00%	-	-	-	-





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
Vardhman Mobile (Proprietor - Vinodkumar Tated) (Director w.e.f. July 22, 2025)	Proprietary concern in which directors or their relatives are interested	Trade Advances Received	0.10	0.00%	-	-	-	-
Tarang Collection (Proprietor - Sandip Gajanan Gawade) (till January 27, 2026)	Proprietary concern in which directors or their relatives are interested	Trade Advances Received	0.10	0.00%	-	-	-	-
Uniting Mobile Service LLP (Partner - Vibhooti)	LLP in which directors or their relatives are interested	Trade Advances Given	-0.01	0.00%	-	-	-	-





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
Baidhnath Prasad)								
Uniting Mobile Service LLP (Partner Vibhooti Baidhnath Prasad)	LLP in which directors or their relatives are interested	Trade Advances Received Back	0.10	0.00%	-	-	-	-
Shantanu Vibhooti Baidhnath Prasad	Son of Director	Equity Share Issued on Private Placement in Subsidiary	0.96	0.00%	-	-	-	-
Vinodkumar Tated	Director	Equity Share Issued on Private Placement in Subsidiary	2.94	0.01%	-	-	-	-
Sandip Gajanan Gawade	Director	Equity Share Issued on Private	0.71	0.00%	-	-	-	-





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Name of the Related Party	Nature of Relationship	Nature of Transaction	For the year ended March 31, 2026	As a % of Revenue from Operations	For the year ended March 31, 2025	As a % of Revenue from Operations	For the year ended March 31, 2024	As a % of Revenue from Operations
		Placement in Subsidiary						
Juzer Adamali Dhorajiwala	Director	Equity Share Issued on Private Placement in Subsidiary	0.30	0.00%	-	-	-	-
Dhorajiwala Memuna Juzer	Relative of Director	Equity Share Issued on Private Placement in Subsidiary	0.15	0.00%	-	-	-	-
Zainab Juzer Dhorajiwala	Relative of Director	Equity Share Issued on Private Placement in Subsidiary	0.15	0.00%	-	-	-	-





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Details of the related party balances outstanding at the end of the respective year

Name of the Related Party	Nature of Transaction	March 31, 2026	March 31, 2025	March 31, 2024
I Kingdom Retail LLP (Formerly known as I Kingdom Retail Private Limited)	Trade Advance	-	-	-3.91
SS Communication IT (Proprietor Siddharth Shah HUF)	Trade Payable	-	-	6.30
I Kingdom Retail LLP (Formerly known as I Kingdom Retail Private Limited)	Rent Receivable	0.02	-	-
SS Communication IT (Proprietor Siddharth Gunvant Shah HUF)	Rent Receivable	0.02	-	-
SS Corporation (Proprietor Harshal Kishor Parekh HUF)	Rent Receivable	0.03	-	-





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Name of the Related Party	Nature of Transaction	March 31, 2026	March 31, 2025	March 31, 2024
SS Distributors	Rent Receivable	0.03	-	-
SS Developers	Rent Receivable	0.02	-	-
SS Corporation (Proprietor Harshal Parekh HUF)	Trade Payable	-	-	1.75
SS Communication & Services (Proprietor Siddharth Shah)	Trade Payable	-	-	6.85
SS Distributors	Trade Payable	-	-	11.45
Soham Telecom	Trade Payable	-	-	0.18
Siddharth Gunvant Shah	Loans	-	-	59.45





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Name of the Related Party	Nature of Transaction	March 31, 2026	March 31, 2025	March 31, 2024
Harshal Kishor Parekh	Loans	-	-	10.98
Sagar Patil	Loans	-	-	1.90
Bhavini Harshal Parekh	Loans	-	-	0.66
Deepa Siddharth Shah	Loans	-	-	8.97
Gunvant Anant Shah	Loans	-	-	59.02
Minal Gunwant Shah	Loans	-	-	20.98
Kishor Ratilal Parekh	Amount Outstanding on account of Debenture and Interest	-	5.14	-





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Name of the Related Party	Nature of Transaction	March 31, 2026	March 31, 2025	March 31, 2024
Nitin Kumar Jain	Amount Outstanding on account of Debenture and Interest	-	3.60	-
Rashmi Nitin Jain	Professional Fess Payable	0.15	0.15	-
Mobimart India Pvt. Ltd.	Trade Receivables	0.46	-	-
Vibhooti Prasad	Excess Salary Receivable	0.08	-	-
Vardhman Mobile (Proprietor - Vinodkumar Tated)	Advance Receivable	0.09	-	-
Tarang Collection (Proprietor - Sandip Gajanan Gawade)	Advance Receivable	0.10	-	-
The King Mobile (Proprietor - Shantanu Vibhooti Prasad)	Trade Receivable	0.00	-	-





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Name of the Related Party	Nature of Transaction	March 31, 2026	March 31, 2025	March 31, 2024
Star Mobile Mall (Proprietor - Juzer Adamali Dhorajiwala)	Trade Receivable	0.16	-	-





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ANNEXURE B

List of related parties from April 01, 2026 to August 25, 2026

Sr No	Related Parties	Nature of Relationship
1	I Kingdom Retail LLP (Formerly known as I Kingdom Retail Private Limited)	Limited Liability Partnership in which directors or their relatives are interested
2	SS Communication IT (Proprietor Siddharth Gunvant Shah HUF)	HUF of Chairman & Managing Director
3	SS Corporation (Proprietor Harshal Kishor Parekh HUF)	HUF of Whole Time Director
4	Soham Telecom	Firm in which directors or their relatives are interested
5	SS Distributors	Firm in which directors or their relatives are interested
6	SS Developers	Firm in which directors or their relatives are interested
7	SS Communication & Services (Siddharth Gunvant Shah Proprietor)	Proprietary concern in which directors or their relatives are interested
8	Vardhman Mobile (Proprietor - Vinodkumar Tated)	Proprietary concern in which directors or their relatives are interested
9	Star Mobile Mall (Proprietor - Juzer Adamali Dhorajiwala) (Director resigned on 27th Jan, 2026)	Proprietary concern in which directors or their relatives are interested
10	Tarang Collection (Proprietor - Sandip Gajanan Gawade) (Director resigned on 27th Jan, 2026)	Proprietary concern in which directors or their relatives are interested
11	Mobimart India Pvt. Ltd.	Company in which directors or their relatives are interested





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Sr No.	Related Parties	Nature of Relationship
12	Uniting Mobile Service LLP (Partner - Vibhooti Baidhnath Prasad)	LLP in which directors or their relatives are interested
13	The King Mobile (Proprietor - Shantanu Vibhooti Baidhnath Prasad)	Proprietary concern in which directors or their relatives are interested
14	Siddharth Gunvant Shah	Chairman & Managing Director
15	Harshal Kishor Parekh	Whole Time Director
16	Bhavini Harshal Kishor Parekh	Director (upto 17th July 2025)
17	Deepa Siddharth Gunvant Shah	Executive Director
18	Sagar Patil	Whole Time Director and CFO (w.e.f. 24th July 2026)
19	Narendra Shantikumar Firodia	Director (upto 17th July 2025)
20	Gunvant Anant Shah	Director (upto 17th July 2025)
21	Minal Gunwant Shah	Director (upto 17th July 2025)
22	Kishor Ratilal Parekh	Management Consultant (Father of Harshal Kishor Parekh and Deepa Shah)
23	Kishor Babaso Hupare	Group Secretary
24	Rajneesh Rajkumar Gulati	CFO (upto 24th July 2026)
25	Nitin Kumar Jain	CEO
26	Sandip Gajanan Gawade (till Jan 27, 2026)	Director in Subsidiary
27	Juzer Adamali Dhorajiwala (till Jan 27, 2026)	Director in Subsidiary
28	Vibhooti Baidhnath Prasad	CEO & Director in Subsidiary
29	Vinodkumar Tated (w.e.f. July 22, 2025)	Director in Subsidiary
30	Bhavini Harshal Parekh (w.e.f. June 21, 2025)	Director in Subsidiary





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Sr No	Related Parties	Nature of Relationship
31	Sagar Patil (w.e.f. June 21, 2025)	Director in Subsidiary
32	Sagar Patil (w.e.f. January 27, 2026)	Director in Subsidiary
33	Asit Chimanlal Mehta	Independent Director (w.e.f September 5, 2025)
34	Ajay Sharma	Independent Director (w.e.f September 5, 2025)
35	Anupama Wagh Koppar	Independent Director (w.e.f September 5, 2025)
36	Yashwantrao Shankarrao Patil Thorat	Independent Director (w.e.f September 5, 2025 till December 23, 2025)
37	Adke Abhishek Ashok	Independent Director (from December 23, 2025)
38	Rashmi Nitin Jain	Management Consultant (Wife of Nitin Jain)
39	Bhakti Sagar Sukumar Patil	Channel Partner (Wife of Sagar Patil)
40	Dhorajiwala Memuna Juzer	Shareholder (wife of director of subsidiary)
41	Zainab Juzer Dhorajiwala	Shareholder (daughter of director of subsidiary)





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Details of the related party transactions in the ordinary course of business from April 01, 2026 to August 25, 2026

Name of the Related Party	Nature of Relationship	Nature of Transaction	(₹ in million)
Siddharth Gunvant Shah	Chairman and Managing Director	Rent Paid	0.31
Deepa Siddharth Shah	Executive Director	Rent Paid	0.41
Bhavini Harshal Parekh	Director (upto July 17, 2025)	Rent Paid	0.41
Siddharth Gunvant Shah	Chairman and Managing Director	Interest Paid	0.03
Bhavini Harshal Parekh	Director (upto July 17, 2025)	Professional Fee	0.72
Rashmi Nitin Jain	Management Consultant (Wife of Nitin Jain)	Professional Fee	0.65
Bhakti Sagar Patil	Channel Partner (Wife of Sagar Patil)	Commission Paid	0.40
Siddharth Gunvant Shah	Chairman and Managing Director	Loan Received	5.00





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CHARTERED ACCOUNTANTS

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Name of the Related Party	Nature of Relationship	Nature of Transaction	From April 01, 2026 to August 25, 2026
Siddharth Gunvant Shah	Chairman and Managing Director	Short-term employee benefits	1.13
Sagar Patil	Executive Director	Short-term employee benefits	1.00
Harshal Kishor Parekh	Whole-time Director	Short-term employee benefits	0.48
Deepa Siddharth Shah	Executive Director	Short-term employee benefits	1.27
Kishor Babaso Hupare	Company Secretary	Short-term employee benefits	0.41
Nitin Kumar Jain	CEO	Short-term employee benefits	1.35
Asit Chimanlal Mehta	Independent Director (w.e.f 5th September, 2025)	Directors Sitting Fees	0.40
Ajay Sharma	Independent Director (w.e.f 5th September, 2025)	Directors Sitting Fees	0.20
Anupama Wagh Koppar	Independent Director (w.e.f 5th September, 2025)	Directors Sitting Fees	0.45





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Name of the Related Party	Nature of Relationship	Nature of Transaction	From April 01, 2026 to August 25, 2026
Adke Abhishek Ashok	Independent Director (from 23rd December, 2025)	Directors Sitting Fees	0.30
I Kingdom Retail LLP (Formerly known as I Kingdom Retail Private Limited)	Limited Liability Partnership in which directors or their relatives are interested	Rent Received	0.02
SS Communication IT (Proprietor Siddharth Shah HUF)	Associates companies/Firms in which directors or their relatives are interested	Rent Received	0.02
SS Corporation (Proprietor Harshal Parekh HUF)	Associates companies/Firms in which directors or their relatives are interested	Rent Received	0.02
SS Distribution	Associates companies/Firms in which directors or their relatives are interested	Rent Received	0.02
SS Developers	Associates companies/Firms in which directors or their relatives are interested	Rent Received	0.02
Vibhooti Baidhnath Prasad	CEO & Director in Subsidiary	Short-term employee benefits	1.20





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Name of the Related Party	Nature of Relationship	Nature of Transaction	From April 01, 2026 to August 25, 2026
Shantanu Vibhooti Baidhnath Prasad	Son of Director	Share Application Money Received	1.28
Sandip Gajanan Gawade	Director	Share Application Money Received	0.95
Juzer Adamali Dhorajiwala	Director	Share Application Money Received	0.81
Star Mobile Mall (Proprietor - Juzer Adamali Dhorajiwala)	Proprietary concern in which directors or their relatives are interested	Commission Paid	0.44
The King Mobile (Proprietor - Shantanu Vibhooti Baidhnath Prasad)	Son of Director	Commission Paid	0.55
Vardhman Mobile (Proprietor - Vinodkumar Tated) (Director w.e.f. July 22, 2025)	Proprietary concern in which directors or their relatives are interested	Commission Paid	0.83
Tarang Collection (Proprietor - Sandip Gajanan Gawade)	Proprietary concern in which directors or their relatives are interested	Commission Paid	1.28





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ANNEXURE C

Details of Compliance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Related Party Transactions	
Subject	Compliance status (Yes/No/Not applicable) *
Whether policy has been formulated on materiality of and dealing with related party transactions	Yes
Whether prior approval of audit committee has been obtained	Yes
Whether such approval of audit committee was an omnibus approval in terms of Regulation 23(3) of the SEBI LODR Regulations	Not Applicable
Whether shareholder approval was obtained for material RPT	Not Applicable
Whether details of RPT entered pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable

