Report on Corporate Governance

In compliance with the Corporate Governance requirements as prescribed in Regulation 34(3) read with PART C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR) Regulations, 2015), the Company's philosophy on Corporate Governance and compliance thereof in respect of specific areas, as applicable, for the year ended March 31, 2026 are set out below for information of shareholders and investors of the Company.

THE COMPANY'S GOVERNANCE PHILOSOPHY

The Company's philosophy on Corporate Governance enshrines the goal of achieving the highest levels of transparency, accountability and equity in all spheres of its operations and in all its dealings with the shareholders, employees, the Government and other parties. In so far as compliance of Regulation 17 to 27 of the SEBI (LODR) Regulations, 2015 is concerned, the Company has complied in all material respects with the requirements of Corporate Governance specified in the SEBI (LODR) Regulations, 2015.

To ensure integrity, transparency, independence and accountability in dealing with all stakeholders, the Company has adopted various codes and policies to carry out business in an ethical manner. Some of these codes and policies are:

- Code of Conduct for Directors and senior management
- Code of Conduct for Prohibition of Insider Trading
- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)
- Vigil Mechanism and Whistle Blower Policy
- Policy on Related Party Transactions
- Corporate Social Responsibility Policy
- Nomination and Remuneration Policy
- Policy for determining Material Subsidiaries
- Policy for Preservation of documents
- Risk Management Policy
- Policy for Payouts to the Shareholders
- Policy on Determination of Materiality of Events
- Ethical Business Policy

BOARD OF DIRECTORS

In terms of the Company's Corporate Governance philosophy, all statutory and other significant and material information are placed before the Board to enable it to discharge its responsibility of strategic supervision of the Company as trustees of the shareholders.

BOARD'S FUNCTION AND PROCEDURE

The Board of Directors in its meetings focuses mainly on:

- Reviewing corporate strategy, major plans of actions, risk policy, and business plans,
- Overseeing major capital expenditure, acquisitions and disinvestments,
- Monitoring the effectiveness of governance practices,
- Business development, internal controls, regulatory compliances,
- Selecting, compensating, monitoring, replacing key managerial personnel of the company,
- Ensuring a transparency by diversity of thought, experience, knowledge and gender in board,
- Ensuring the integrity of the Company's accounting and financial reporting systems,
- Overseeing the process of disclosure and communications,
- Monitoring and reviewing board evaluation framework for ensuring good corporate governance.

Composition

The Board of Directors of the Company (hereinafter referred as Board) comprises a combination of Executive and Non-Executive Directors. The Board is headed by a Non-Executive Chairman. The composition of Board is in line with requirement of Regulation 17 of the SEBI (LODR) Regulations, 2015, which says at least half of the Board should comprise of Independent Directors, where the Chairman of the Board is a Non-Executive Chairman, who is a promoter of the company or is related to any promoter. The Independent Directors do not have any pecuniary relationship or transactions with the Company, the promoters or the management, which may affect their judgment in any manner. The Directors are eminently qualified and experienced professionals in business, finance, Law and corporate management.

The policy formulation, evaluation of performance and the control function vest with the Board, while the Board Committees oversee operational issues. The Board meets at least once in a quarter to consider amongst other business, the quarterly performance of the Company and financial results.

The following is the composition of the Board as on March 31, 2026

Name of the Director	Business Relationship	Executive/Non-Executive/ Independent
Sumit N. Shah (DIN – 00036387)	Chairman	Promoter, Non-Executive
Hitesh M. Shah (DIN – 00036338)	Director	Promoter, Non-Executive
Darshil A. Shah (DIN -08030313)	Managing Director	Promoter, Executive
Neville R. Tata (DIN – 00036648)	Executive Director	Executive
Bijou Kurien (DIN:01802995)	Director	Independent, Non–Executive
Deepak P. Chindarkar (DIN – 03573562)	Director	Independent, Non–Executive
Rahul R. Narang (DIN – 00029995)	Director	Independent, Non–Executive
Rupal D. Jhaveri (DIN – 00910968)	Director	Independent, Non–Executive

The Board of Directors comprises an optimum mix of Executive, Non-Executive and Independent Directors. As on March 31, 2026, Independent Directors constituted 50.00% of the Board, while Non-Executive Directors and Executive Directors constituted 75.00% and 25.00% of the Board, respectively.

Pursuant to the reclassification approved on April 14, 2025, Mr. Darshil Shah and his family members form part of the Promoter and Promoter Group category of the Company.

Mr. Niranjan Shah holds the honorary position of Chairman Emeritus of the Company.

None of the Directors on the Board are related to each other within the meaning of the term "relative" as defined under Section 2(77) of the Companies Act, 2013 read with the Companies (Specification of Definitions Details) Rules, 2014.

Mr. Neville Tata (DIN:00036648) Whole-Time Director of the Company who retires by rotation at the ensuing Annual General Meeting (AGM) and being eligible offer himself for re-appointment. The Board recommends his re-appointment and the same forms part of the AGM Notice.

The information prescribed under the SEBI (LODR) Regulations, 2015 on Directors seeking appointment and re–appointment, to be sent to the shareholders is stated in the Notice of the Annual General Meeting.

Remuneration of Directors

Remuneration of Executive Directors is determined by the Nomination and Remuneration Committee comprising only Independent & Non-Executive Directors. The recommendations of the Nomination and Remuneration Committee are considered and approved by the Board subject to the approval of the Shareholders. Independent Directors do not receive any salary or commission except Sitting Fees. Sitting Fees constitute the fees paid to Non-Executive and Independent Directors for attending Board and Committee Meetings.

Details of Remuneration Paid to Directors during the F.Y. ended March 31, 2026

(₹ In Lakh)

Name of Directors	Category	Sitting Fees	Salary	PF & Super Annuation Fund	Perquisites	Total
Sumit N. Shah	Non-Executive Director	-	-	-	-	**-**
Hitesh M. Shah	Non-Executive Director	8.25	-			**8.25**
Darshil Shah	Managing Director	-	96.00	0.21	0.28	**72.50**
Neville R. Tata	Executive Director	-	72.00	0.21	16.01	**112.22**
Bijou Kurien	Independent Director	6.00	-	-	-	**6.00**
Deepak P Chindarkar	Independent Director	7.50	-	-	-	**7.50**
Rahul Rama Narang	Independent Director	4.12	-	-	-	**4.12**
Rupal Dhiren Jhaveri	Independent Director	6.75	-	-	-	**6.75**

The total amount of remuneration to Executive Directors as indicated above does not include share of gratuity, as under Group Gratuity Scheme, separate amount for each person is not ascertainable.

The Salaries payable to the Managing Director and Executive Directors are reviewed by the Board of Directors annually and are based on the performance of the individual and the Company.

The services of Managing Director and Executive Director(s) may be terminated by either party, giving the other party three months' notice. There is no separate provision for payment of severance fees.

During the financial year 2022-23, the Nomination and Remuneration Committee (NRC) through circular resolution dated April 11, 2022 has granted 50,000 stock options (Pre-split 10,000 stock options) to Mr. Neville Tata, Executive Director of the Company at an exercise price of ₹ 110/- Pre-split ₹ 550 /-) each under the RGL Employees Stock Option Plan 2021.

Following are details of Equity Shares held by the Directors as on March 31, 2026

Name of the Directors	No. of Equity Shares held	% Holding
Sumit N. Shah	1030830	0.96
Hitesh M. Shah	3350000	3.12
Darshil Shah	210000	0.20
Neville R. Tata	125000	0.1164
Bijou Kurien	0	0
Deepak Prabhakar Chindarkar	0	0
Rahul Rama Narang	0	0
Rupal Dhiren Jhaveri	320	0

Board Meetings and Attendance

During the F.Y. 2025-26 Six Board Meetings were held physically and through Video Conferencing at the Registered Office of the Company. Pursuant to Section 173(1) of the Companies Act, 2013, the Company is in compliance with respect to the maximum time gap between any two board meetings.

Following are details of Board Meetings held in 2025-26

Sr. No.	Date of Board Meeting	Mode of Meeting	Board Strength	No. of Directors Present
1	14/04/2025	Physical/VC	8	7
2	30/05/2025	Physical/VC	8	5
3	12/08/2025	Physical/VC	8	8
4	13/11/2025	Physical/VC	8	7
5	27/01/2026	VC	8	8
6	12/02/2026	Physical/VC	8	6

Minimum Four Board Meetings are held annually. For specific needs of the Company, additional Board meetings are convened by giving appropriate notice. In case of business exigencies or urgency of matters, resolutions are passed by circulation, in accordance with the Companies Act, 2013.

The Board and Committee meetings are usually held at the Company's Registered Office situated at Plot No. 36A & 37, SEEPZ, Andheri (E), Mumbai -400096.

The matters requiring discussion / approval / decision at Board / Board Committee meetings are communicated to the members of Board and its committees in advance to enable them to contribute effectively in the decision making process.

The presentations covering Finance, Sales, major business segments and their operations, overview of operations of major subsidiary companies, are given to the Board before taking on record the Company's quarterly/annual financial results.

All the necessary information as required under SEBI (LODR) Regulations, 2015, is placed before the Board.

Recording minutes of proceedings at Board and Committee meetings

The Company Secretary records minutes of proceedings of each Board and Committee meeting. Draft minutes are circulated to Board members for their comments. The signed minutes are entered in the Minutes Book within 30 days from the conclusion of the respective meetings.

Board Meeting through video conferencing or other audio visual means

The provision of Section 173 (2) of the companies Act, 2013 and Rules made there under provides framework for holding Board Meeting through video conferencing or other audio visual means.

As per notification no. G.S.R. 409(E) dated June 15, 2021, the MCA has omitted Rule 4 of the Companies (Meetings of Board and its Powers) Rules, 2014 which restricted the following matters from dealing in Board meeting held through video conferencing:

(i) approval of the annual financial statements;

(ii) approval of the Board's report;

(iii) approval of the prospectus;

(iv) Audit Committee Meetings for consideration of financial statement including consolidated financial statement if any.

(v) approval of the matter relating to amalgamation, merger, demerger, acquisition and takeover.

In view of aforesaid notification the company has provided option to Board members to attend the board meeting via video conferencing, if required.

The Board Meetings of the Company which are held through Video Conferencing ("VC") were convened and conducted in compliance with the procedure set out in Rule 3 of the Companies (Meetings of Board and its Powers) Rules, 2014.

Following is the attendance of directors at the board meetings held in FY 2025-26 and at the Thirty sixth Annual General Meeting

Name of the Directors	Number of Board Meetings attended	Attendance at last AGM
Sumit N. Shah	6	Yes
Hitesh M. Shah	6	No
Darshil Shah	6	Yes
Neville R. Tata	5	Yes
Bijou Kurien	4	Yes
Deepak Prabhakar Chindarkar	6	Yes
Rahul Rama Narang	3	Yes
Rupal Dhiren Jhaveri	5	Yes

Leave of absence was granted to directors who could not attend the Board Meetings. None of the directors remained absent from all the Board Meetings during a period of twelve months with or without leave of absence of the Board.

Following are the details of Directorships/Committee Memberships of Directors in other companies as on March 31, 2026

Name of the Directors	No. of Directorships in other companies	No. of Committee Memberships in other companies		Directorship in other listed entities	
		Chairman	Member	Name of Entity	Category of Directorship
Sumit N. Shah	1	Nil	Nil	-	-
Hitesh M. Shah	1	Nil	Nil	-	-
Darshil Shah	1	Nil	Nil	-	-
Neville R. Tata	0	Nil	Nil	-	-
Deepak Prabhakar Chindarkar	0	Nil	Nil	-	-
Rahul Rama Narang	1	Nil	Nil	-	-
Rupal Dhiren Jhaveri	0	Nil	Nil	-	-
Bijou Kurien	9	10	5	1. LTIMindtree Limited 2. IIFL Finance Ltd 3. Healthcare Global Enterprises Limited 4. Lenskart Solutions Limited 5. Shadowfax Technologies Limited 6. Brigade Hotel Ventures Ltd	Non-Executive - Independent Director

Directorship and Committee Membership/Chairmanship in foreign companies, private limited companies and companies registered under Section 8 of the Companies Act, 2013 are excluded.

The above information includes Chairmanship/Membership in Audit Committee and the Stakeholders Relationship Committee of public limited companies, whether listed or not.

Necessary disclosures regarding Directorships and the Committee Positions in other public companies as on March 31, 2026 has been received from all Directors and the Disclosure regarding independency, in terms of Section 149(6) of Companies Act, 2013 and Regulation 16 and 25 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, has been received from all Independent Directors.

Skills/expertise/competence of the Board of Directors:

The Board has identified the following skills / expertise /competencies for the effective functioning of the Company:

i) Knowledge on Company's businesses, policies and culture (including the Mission, Vision and Values) major risks / threats and potential opportunities and knowledge of the industry in which the Company operates

ii) Behavioral skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company

iii) Business Strategy, Sales & Marketing, Corporate Governance, Forex Management, Administration, Decision Making, Financial and Management skills

iv) Technical / Professional skills and specialized knowledge in relation to Company's business

Chart setting out the skills/expertise/competence of the board of directors of the Company

Skills & Expertise	Sumit N. Shah	Hitesh M. Shah	Darshil Shah	Neville R. Tata	Bijou Kurien	Deepak Prabhakar Chindarkar	Rahul Rama Narang	Rupal Dhiren Jhaveri
Knowledge on Company's businesses	√	√	√	√	√	√	√	√
Behavioral skills	√	√	√	√	√	√	√	√
Business Strategy, Sales & Marketing, Corporate Governance, Forex Management, Administration, Decision Making, Financial and Management skills	√	√	√	√	√	√	√	√
Technical / Professional skills and specialized knowledge in relation to Company's business	√	√	√	√	√	√	√	√

The current composition of the Board of Directors of the Company meets the requirements of skills, expertise and competencies as identified above.

Compliance

While preparing the agenda, notes on agenda and minutes of the meeting(s), the Company has ensured adherence to all applicable laws and regulations, including the Companies Act, 2013 and rules thereof and the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

Review of Compliance Report by the Board of Directors

A Compliance Certificate confirming the due compliance with the statutory requirements is placed at the Board Meeting for the review by the Board of Directors. A system of ensuring material compliance with the laws, orders, regulations and other legal requirements concerning the business and affairs of the Company is in place. Instances of non–compliance, if any, are also separately reported to the Board.

The Company Secretary's role in Corporate Governance

The Company Secretary plays a very important role in Corporate Governance process by ensuring that the Board and its' committees' procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and senior management for effective decision-making at the meetings.

The Company Secretary is responsible to assist and advise the Board in the conduct of affairs of the Company, to ensure compliance with applicable statutory requirements and Secretarial Standards, to provide guidance to directors and to facilitate convening of meetings. He acts as an interface between the management and regulatory authorities for governance and compliance matters.

Code of Conduct

The Company has adopted a Code of Conduct for its Directors and the Senior Management personnel, as approved by the Board of Directors. This Code of Conduct is available at Company website www.renaissanceglobal.com.

All the Board Members and Senior Management Personnel have affirmed their compliance with this Code of Conduct. Following is the declaration to that effect signed by the Managing Director of the Company in accordance with Part D of Schedule V of SEBI (LODR) Regulations, 2015.

DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT

All the Directors and senior management personnel have, respectively, affirmed compliance with the Code of Conduct as approved and adopted by the Board of Directors.

Darshil Shah
Managing Director
(DIN – 08030313)

Mumbai, May 28, 2026

Insider trading Code

The Company has adopted a Code of Conduct for Prevention of Insider Trading, applicable to the Promoters, Directors, Key Managerial Personnel and the Designated Persons of the Company. The same was approved by the Board of Directors of the Company, in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Company has obtained required disclosures from Directors, Promoters, Key Managerial Personnel's and Designated Persons of a Company.

The Company has implemented an effective mechanism to track and monitor insider trading activities in securities of the Company. Under this mechanism the Compliance Officer receives weekly reports of insider trading, which ensures the compliance and effective implementation of the Insider Trading Code.

Structured Digital Database

The Company has complied with the requirements of Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015. i.e. maintenance of Structured Digital Database (SDD).

This Database contains names, PAN of insiders/outsiders with whom information will be shared for their legitimate purpose.

Familiarisation programmes for Board Members

The Company has eminent professionals on its Board who are abreast of the latest laws and practices.

A formal letter of appointment is given to directors at the time of appointment, inter alia explaining the role, function, duties and responsibilities expected from them as a Director of the Company. The details of Compliance required from directors under the Companies Act, 2013, Regulation 25 of the SEBI (LODR) Regulations, 2015 and other relevant regulations have been explained to them.

The Board members are provided with necessary documents/brochures, reports and internal policies to enable them to familiarise with the Company's procedures and practices.

Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved. Detailed presentations on the Company's business segments were made at the meetings of Directors.

As required under Regulation 25(7) of SEBI (LODR) Regulations, 2015, the Company has formulated a familiarisation programme for Independent Directors. The same is available on the website of the Company www.renaissanceglobal.com.

Confirmation from the board

The Board of Directors be and hereby confirm that in the opinion of the Board, the Independent Directors fulfill the conditions specified by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and they are independent of the management.

The Board of Directors also confirms that during the year under review, it has accepted all recommendations received from its mandatory committees.

COMMITTEES OF THE BOARD

Currently, there are Five Board Committees - Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Risk Management committee. The terms of reference of the Board Committees are determined by the Board from time to time. Meetings of each Board Committee are convened by the respective Committee Chairman and the signed minutes are placed for the information of the Board.

The role and composition of these committees, including the number of meetings held during the financial year under review and the related attendance are provided in the following paragraphs:

AUDIT COMMITTEE

The Company has set up an independent Audit Committee comprising of appropriately qualified members. The Audit Committee of the Board, inter alia, provides reassurance to the Board on the existence of an effective internal control environment and ensures:

- Efficiency and effectiveness of operations, both domestic and overseas
- Safeguarding of assets and adequacy of provisions for all liabilities
- Reliability of financial and other management information and adequacy of disclosures
- Compliance with all relevant statutes

The Role of the Audit Committee

In accordance with Section 177 of the Companies Act, 2013 and Regulation 18(3) and Part C of Schedule II to the SEBI (LODR) Regulations, 2015, the terms of reference of the Audit Committee, inter-alia, include:

- Oversight of the Company's financial reporting processes and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommendation for appointment, remuneration and terms of appointment of Auditors of the Company.
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- Reviewing, with the Management, the annual financial statements before submission to the Board for approval, with particular reference to:
    - Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of section 134(3)(c) of the Companies Act, 2013;
    - Changes, if any, in accounting policies and practices and reasons for the same;
    - Major accounting entries involving estimates based on the exercise of judgment by Management;
    - Significant adjustments made in the financial statements arising out of audit findings;
    - Compliance with listing and other legal requirements relating to financial statements;
    - Disclosure of any related party transactions, if any;
    - Modified opinion(s) in the draft audit report;
- Reviewing with the Management, the quarterly financial statements before submission to the Board for approval.
- Reviewing with the Management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency, monitoring the utilization of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter.
- Review and monitor the auditor's independence and performance and effectiveness of audit process.
- Evaluation of internal financial controls and risk management systems.
- Reviewing with the Management, performance of statutory and internal auditors, adequacy of the internal control systems.
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of the internal audit.
- Discussion with the internal auditors on any significant findings and follow up thereon.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discussion with the statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- To look into the reasons for substantial defaults in payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors, if any.
- Approval of appointment of CFO after assessing the qualifications, experience and background, etc. of the candidate.
- Approval of all transactions with related parties and any subsequent modification of such transactions.
- Scrutiny of inter-corporate loans and investments.
- Valuation of undertakings or assets of the Company, wherever it is necessary.
- To review the functioning of the whistle blower mechanism;
- Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments.

- To consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders
- Reviewing mandatorily the following information:
  - Management discussion and analysis of financial condition and results of operations.
  - Statement of significant related party transactions, submitted by Management.
  - Management letters / letters of internal control weaknesses issued by the statutory auditors.
  - Internal audit reports relating to internal control weaknesses; and
  - The appointment, removal and terms of remuneration of the internal auditor.

Internal Control Systems

The Company has laid down adequate internal controls to safeguard and protect its assets as well as to improve the overall productivity of its operations. The Internal Auditors of the Company is KKC & Associates LLP Chartered Accountants, Mumbai, ensures compliance with the prescribed internal control procedures. Internal audits are carried out at regular intervals and the audit reports are periodically laid before the Audit Committee for review.

Internal Financial Controls

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

Composition

The following Directors are the members of the Audit Committee and their attendance at Audit Committee meetings are given below:

Mr. Deepak Chindarkar	Independent Director	Chairman
Mr. Rupal Jhaveri	Independent Director	Member
Mr. Bijou Kurien	Independent Director	Member

All the members of Audit Committee are Non-Executive Independent Directors. and Mr. Vishal Dhokar, Company Secretary and Compliance Officer, acts as the Secretary to the Committee.

The Committee's composition meets with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations, 2015. Members of the Audit Committee possess financial / accounting expertise and exposure.

Meetings and Attendance

During the year ended March 31, 2026, Four Audit Committee meetings were held on 30/05/2025,12/08/2025, 13/11/2025, and 12/02/2026 , Physical and through Video Conference. The attendance of each Audit Committee member is given hereunder:-

Name of the Directors	Number of Meetings attended during the year	Number of Meetings held during the year
Deepak Chindarkar	4	4
Bijou Kurien	4	4
Rupal Jhaveri	3	4

The Chairman of the Audit Committee was present at the last Annual General Meeting held on September 18, 2025.

Attendees

The Executive Directors, VP – Finance, Statutory Auditors and Internal Auditors and Legal and Secretarial Consultant, are normally invited to the Audit Committee meetings.

STAKEHOLDERS RELATIONSHIP COMMITTEE

In accordance with Section 178 (5) of the Companies Act, 2013 and Regulation 20 and Part D of Schedule II to the SEBI (LODR) Regulations, 2015, the scope and broad function of this committee include inter alia, the following:

- Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.

- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.
- Resolving grievances of debenture holders related to creation of charge, payment of interest/principal, maintenance of security cover and any other covenants.

Composition

The Company has through its Board of Directors, constituted a Stakeholders Relationship Committee (SRC) comprising of three directors. All the members of Stakeholders Relationship Committee are Non-Executive Directors, out of which two were Independent Directors.

The following Directors are the members of the Stakeholders Relationship Committee and their attendance at meetings are given below:

Mr. Deepak Chindarkar	Independent Director	Chairman
Mr. Hitesh M. Shah	Non- Executive Director	Member
Mr. Rahul Narang	Independent Director	Member

Mr. Vishal Dhokar, Company Secretary and Compliance Officer, acts as the Secretary to the Committee.

This Committee's constitution and composition is in compliance with provisions of Section 178 (5) of the Companies Act, 2013 and Regulation 20 of SEBI (LODR) Regulations, 2015.

Meetings and Attendance

During the year ended on March 31, 2026, Four Stakeholders Relationship Committee meetings were held on 29/05/2025, 11/08/2025, 13/11/2025 and 12/02/2026. The attendance of each Committee member is given hereunder:

Name of the Directors	Number of Meetings attended during the year	Number of Meetings held during the year
Deepak Chindarkar	4	4
Hitesh Shah	4	4
Rahul Narang	2	4

Status of shareholders' complaints

During the financial year ended on March 31, 2026, the Company has not received any new complaint from the shareholders. However, the Company received certain requests/ general intimations regarding change of address, request for revalidation of refund orders/ Dividend warrants, requests for annual reports etc, which were responded promptly.

NOMINATION AND REMUNERATION COMMITTEE

In accordance with Section 178 (1) of the Companies Act, 2013 and Regulation 19(4) and Part D of Schedule II to the SEBI (LODR) Regulations, 2015 the scope and broad terms of reference of the Nomination and Remuneration Committee include inter alia, the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- Devising a policy on diversity of board of directors;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.
- Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- Recommend to the Board, all remuneration, in whatever form, payable to senior management.
- To administer and superintend the schemes implemented under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, acting as Compensation Committee.

Succession planning

The Nomination and Remuneration Committee (NRC) works with the Board on the leadership succession plan to ensure orderly succession in appointments to the Board. The Company strives to maintain an appropriate balance of skills and experience within the organization.

Composition

The following Directors are the members of the Nomination and Remuneration Committee and their attendance at meetings are given below:

Mr. Bijou Kurien	Independent Director	Chairman
Mrs. Rupal Jhaveri	Independent Director	Member
Mr. Rahul Narang	Independent Director	Member

Mr. Vishal Dhokar, Company Secretary and Compliance Officer acts as the Secretary to the Committee.

This Committee's constitution and composition is in compliance with provisions of Section 178 (1) of the Companies Act, 2013 and Regulation 19(1) of SEBI (LODR) Regulations, 2015.

Further, in accordance with the newly promulgated SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the Board has designated Nomination and Remuneration Committee of the Board as Compensation Committee of the Board for the purpose of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

Meetings and Attendance

During the year ended on March 31, 2026, Two Nomination and Remuneration Committee meetings were held on 29/04/2025, and 11.08.2025. The attendance of each Committee member is given hereunder:

Name of the Directors	Number of Meetings attended during the year	Number of Meetings held during the year
Bijou Kurien	2	2
Rupal Jhaveri	2	2
Rahul Narang	2	2

The details relating to the Nomination and Remuneration Policy and performance evaluation of Independent Directors, Board, Committees and other individual Directors have been given under the Directors' Report forming part of this Annual Report.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Pursuant to Section 135 of the Companies Act, 2013, the Board of Directors of the Company had constituted a "Corporate Social Responsibility Committee" (CSR Committee) on May 23, 2014. This CSR Committee has formulated and recommended to the Board a policy on Corporate Social Responsibility. The said Policy is available on website of the Company www.renaissanceglobal.com.

The CSR Committee's main responsibility is to assist the Board in discharging its social responsibilities as per the Corporate Social Responsibility Policy of the Company.

The broad terms of reference of the Corporate Social Responsibility (CSR) Committee are:

- Formulate, monitor and recommended to the Board, the CSR Policy.
- Recommend to the Board, modifications to the CSR Policy as and when required.
- Recommend to the Board, amount of expenditure to be incurred on the activities undertaken.
- Review the performance of the Company in the area of CSR.
- Review the Company's disclosure of CSR activities.
- To approve the CSR Report to be provided with Directors Report.

Composition

The Company has through its Board of Directors, constituted a Corporate Social Responsibility (CSR) Committee comprising of three directors. one member of Corporate Social Responsibility (CSR) Committee are Executive Directors and two members is Non -Executive Directors.

The following Directors are the members of the Corporate Social Responsibility Committee and their attendance at meetings are given below:

Mr. Hitesh M. Shah	Director	Chairman
Mrs. Rupal Jhaveri	Independent Director	Member
Mr. Darshil Shah	Director	Member

Meetings and Attendance

During the year ended on March 31, 2026, Four CSR Committee meetings were held on 30/05/2025, 11/08/2025, 13/11/2025 and 12/02/2026. The attendance of each Committee member is given hereunder:

Name of the Directors	Number of Meetings attended during the year	Number of Meetings held during the year
Hitesh M. Shah	4	4
Darshil Shah	4	4
Rupal Jhaveri	3	4

Mr. Vishal Dhokar, Company Secretary and Compliance Officer, acts as the Secretary to the Committee.

This Committee's constitution and terms of reference are in compliance with provisions of Section 135 of the Companies Act, 2013.

RISK MANAGEMENT COMMITTEE

The Company has through its Board of Directors has constituted the 'Risk Management Committee' ('RMC') pursuant to the provisions of Regulation 21 of the SEBI Listing Regulations 2015.

The role of Risk Management Committee includes the implementation of Risk Management Systems and Framework, review the Company's financial and risk management policies, assess risk and procedures to minimize the same.

The terms of reference of the Risk Management Committee are in line with the requirements of Regulation 21(4) read with Part D of Schedule II to the Listing Regulations.

As per LODR the role of the Risk Management Committee inter alia, includes the following:

(1) To formulate a detailed risk management policy.

(2) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

(3) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

(4) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

(5) To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

(6) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors.

Composition

The Company has through its Board of Directors, constituted a Risk Management Committee comprising of three directors. The composition of Risk Management Committee comprises of three directors. One member of Risk Management Committee is Non-Executive Directors and two members are Non -Executive - Independent Directors.

The following Directors are the members of the Risk Management Committee and their attendance at meetings are given below:

Mr. Hitesh Shah	Director	Chairman
Mr. Rahul Narang	Independent Director	Member
Mr. Bijou Kurien	Independent Director	Member

Mr. Vishal Dhokar, Company Secretary and Compliance Officer acts as the Secretary to the Committee.

Meetings and Attendance

During the year ended on March 31, 2026 Two Risk Management Committee meetings were held on 11/08/2025 and 12/02/2026. The attendance of each Committee member is given hereunder:

Name of the Directors	Number of Meetings attended during the year	Number of Meetings held during the year
Hitesh Shah	2	2
Rahul Narang	1	2
Bijou Kuren	2	2

SENIOR MANAGEMENT

The Nomination and Remuneration Policy of the Company defines Senior Management of the Company. Below is the list of Senior Management Personnel of the Company as on March 31 2026:

Name	Department	Designation
Dilip Joshi	Finance & Exim	Vice-President- CFO (KMP)
Vishal Dhokar	Legal	Company Secretary (KMP)
Akshay Kumar Sharma	Senior Management Bridal	President
Amar Mayekar	HR & Admin	Vice-President
Nikesh Shah	Production , PPC, Tag Stores	Vice-President
Dhruv Desai	International Sales	Vice-President
Bhupen Shah	Account	Vice-President
Sandeep Shah	Purchase	Vice-President
Bhavik Jagdish Jhaveri	Merchandising	Vice-President
Robin Thomas Sequeira	Customer Service	Vice-President
Parag Shah	Operations	Vice-President
Thomas Paul	IT	General Manager
Naimeesh Shah	Corporate Strategy	General Manager
Yugam Shah	Marketing	General Manager
Avinash Vasant Vanpal	Marketing- Digital	Vice-President

MEETINGS OF INDEPENDENT DIRECTORS

In accordance with the provisions of Clause VII of Schedule IV of the Companies Act, 2013 and Regulation 25(3) of SEBI (LODR) Regulations, 2015, the Company's Independent Directors met without the attendance of Non-Independent Directors and members of the management and inter alia to discuss:

1. Evaluation of performance of Non-Independent Directors and the Board of Directors as a whole;

2. Evaluation of performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors;

3. Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

Such meetings are conducted informally to enable Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views to the Lead Independent Director.

SUBSIDIARY COMPANIES

The Company does not have a 'material non-listed Indian subsidiary'. However, as required under SEBI (LODR) Regulation, 2015, the Company has formulated the Material Subsidiary Policy which is available on website of the Company www.renaissanceglobal.com.

The Board of Directors of the Company reviews and monitors all significant transactions and arrangements entered into as well as investments made by unlisted subsidiary companies.

The other requirement of Regulation 24 of the SEBI (LODR) Regulation, 2015 with regards to Corporate Governance requirements for subsidiary companies have been complied with.

Following are the details of overseas material subsidiaries of the Company;

S. No.	Name of the Material Subsidiary	Date Incorporation	Place of Incorporation	Name of the Statutory Auditor	Date of appointment of Statutory Auditor
1	Renaissance Jewelry New York Inc	April 20, 2007	USA	Parger Metis CPAs LLC	21st July, 2025
2	Verigold Jewellery FZCO (erstwhile Verigold Jewellery DMCC, Dubai)	October 30, 2014	UAE	KSI Shah & Associates, Chartered Accountants	April 01, 2025

COMPLIANCE OFFICER

Mr. Vishal Dhokar, Company Secretary (DGM) is the Compliance Officer of the Company.

GENERAL BODY MEETINGS

Details of the last three Annual General Meetings are as follows:

Day	Date	Time	Venue
Thursday	September 18, 2025	3.30 PM	Through Video Conferencing ("VC"). The deemed venue for the AGM shall be the Registered Office of the Company
Thursday	September 12, 2024	3.30 PM	Through Video Conferencing ("VC"). The deemed venue for the AGM shall be the Registered Office of the Company
Thursday	August 10, 2023	12.00 Noon	Through Video Conferencing ("VC"). The deemed venue for the AGM shall be the Registered Office of the Company

Special Resolutions

The following matters were passed by Special Resolutions at the last three Annual General Meetings of the Company:

Day	Date of AGM	Matter of Special Resolution
Thursday	September 18, 2025	1. To pay remuneration to Mr Hitesh Shah (DIN:00036338) a Non-Independent and Non-Executive Director (promoter), of the Company.
Thursday	September 12, 2024	1. To approve the appointment of Mr. Deepak Chindarkar (DIN: 03573562) – Additional Director, designated as Non-Executive- Independent Director of the Company. 2. To approve the appointment of Mrs. Rupal D. Jhaveri (DIN: 00910968) – Additional Director, designated as Non-Executive- Independent Director of the Company. 3. To approve the appointment of Mr. Rahul Rama Narang (DIN: 00029995) – Additional Director, designated as Non-Executive- Independent Director of the Company.
Thursday	August 10, 2023	1. To approve the appointment of Mr. Bijou Kurien (DIN: 01802995) as Non-Executive-Independent Director. 2. To increase the overall maximum limit of managerial remuneration

Special Resolutions passed through Postal Ballot and Extra ordinary General Meeting

During the financial year under review, the Company has not passed any Resolution through Postal Ballot or Extra ordinary General Meeting.

MEANS OF COMMUNICATION

The Audit Committee, in its meeting, considers the financial results of the Company and recommends it to the Board of Directors for its approval. The financial results, as taken on record by the Board of Directors, are communicated to the Stock Exchanges, where the shares of the Company are listed, in accordance with the directives of regulatory authorities in this regard.

These quarterly, half yearly and annual results are also published in widely circulated newspapers (Business Standard and Free Press Journal in English language and Navshakti in Marathi, a vernacular language) and the same are displayed on the website of the Company www.renaissanceglobal.com. In accordance with the Regulation 10 of SEBI (LODR) Regulations, 2015, the same are submitted/filed on LISTING CENTRE and NEAPS, the electronic platform specified by the BSE Limited and National Stock Exchange of India Ltd, respectively. The Performance Update is also being uploaded quarterly on Company's as well as Stock Exchanges' website.

Shareholders seeking information related to their shareholding may contact the Company or Company's Registrars and Transfer Agents. Renaissance Global Limited always ensures that complaints and suggestions of its shareholders are responded to in a timely manner.

Website of the Company

The Company ensures dissemination of applicable information under Regulation 46(2) of the Listing Regulations on the Company's website www.renaissanceglobal.com.

A separate dedicated section of 'Investors' on the Company's website has been provided where the basic information of the Company, financial results declared by the Company, annual reports, RGL policies, RGL Subsidiary Accounts, presentations made by the Company to investors, press releases, unclaimed dividends, shareholding patterns and such other material information which is relevant to shareholders, etc. are available.

The Company ensures that the content on the website of the Company is correct and updated within prescribed timelines.

Designated email-id of the Company

The Company has designated the email-id "investors@renaissanceglobal.com", exclusively for the service of investors.

BSE Corporate Compliance & Listing Centre (the 'LISTING CENTRE')

'The Listing Centre is a web-based application designed by BSE for corporate filings. The Company has complied with the requirement of electronic filing of all periodical compliances like Board meeting notices, shareholding pattern, corporate governance report, financial results, media releases etc., on the Listing Centre.

NSE Electronic Application Processing System (NEAPS)

The NEAPS is a web-based application designed by NSE for corporate filings. The Company has complied with the requirement of electronic filing of all periodical compliances like Board meeting notices, shareholding pattern, corporate governance report, financial results, media releases etc. on NEAPS.

SEBI Complaints Redress System (SCORES)

The SCORES is web-based complaints redress system designed by SEBI for processing the investor complaints in a centralized manner. The SCORES facilitate the investors to lodge their complaint online with SEBI and subsequently view its status. SCORES provide for the Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

Further, SEBI vide its Circular No. SEBI/HO/OIAE/IGRD/CIR/P/2023/156 dated 20th September 2023 read with Circular No. SEBI/HO/OIAE/IGRD/CIR/P/2023/183 dated 1st December 2023 has notified the revised framework for handling and monitoring of investor complaints received through SCORES platform by the Company and designated Stock Exchanges effective from 1st April 2024. The shareholders can access the new version of SCORES 2.0 at https://scores.sebi.gov.in/

Online Dispute Resolution Portal

SEBI vide its Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated 31st July 2023 (subsumed as part of the SEBI Master Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated 28th December 2023) has established a common Online Dispute Resolution Portal ("ODR portal") for resolution of disputes in the Indian securities market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).

Communication/notices etc. through electronic mode

The Company appreciates the response and support extended by the shareholders of the Company to the "Green Initiative in Corporate Governance" initiated by the Ministry of Corporate Affairs' (MCA). Pursuant to Section 101 and Section 136 of the Companies Act, 2013, read with relevant rules made there under, the Company has served annual reports and other communications through electronic mode to those members who have registered their e-mail address with the Company or with the Depository.

In compliance with the MCA Circulars dated September 22, 2025 September 19, 2024, September 25, 2023, December 28, 2022, May 13, 2022, May 05, 2022, December 14, 2021, January 13, 2021, April 13, 2020 and April 8, 2020 and SEBI Circular dated October 03, 2024, October 07, 2023, January 05, 2023, May 13, 2022, January 15, 2021 and May 12, 2020, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website www.renaissanceglobal.com, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of Company's Registrar and Transfer Agent M/s. MUFG Intime India Private Limited (formerly Link Intime India Private Limited) at https://in.mpms.mufg.com.

Members who have not registered their e-mail addresses so far are requested to register the same for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

As a member of the Company, the shareholders will be entitled to get a copy of the Balance Sheet of the Company and all other documents required by law to be attached thereto, upon receipt of a requisition from them, at any time.

MANAGEMENT DISCUSSION & ANALYSIS

The Management Discussion & Analysis Report forms part of this Annual Report.

CERTIFICATION BY THE MANAGING DIRECTOR AND THE CFO

Mr. Darshi Shah, Managing Director and Mr. Dilip Joshi, V. P. – Finance (CFO), have issued a Certificate to the Board, as prescribed under Regulation 17(8) read with Schedule II Part B of SEBI (LODR), Regulations, 2015, which is enclosed to this report. The said Certificate was placed before the Board Meeting held on May 28, 2026, in which the Audited Accounts for the Financial Year ended March 31, 2026 were considered and approved by the Board of Directors.

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATION

As required under Para E of Schedule V of SEBI (LODR) Regulations, 2015, a certificate from the Practicing Company Secretary, M/s. V. V. Chakradeo & Co., Company Secretaries, Mumbai, certifying the compliance of conditions of Corporate Governance as stipulated in Regulations 17-27 and Regulation 46(2)(b) to (i) of SEBI (LODR) Regulations, 2015 is enclosed to this report.

DIRECTORS' QUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

As required under Para C(10)(i) of Schedule V of SEBI (LODR) Regulations, 2015, a certificate from the Practicing Company Secretary, M/s. V. V. Chakradeo & Co., Company Secretaries, Mumbai, certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Company by SEBI or Ministry of Corporate Affairs or any such statutory authority, is enclosed to this report.

SHAREHOLDER INFORMATION

Company Registration Details

The Company is registered in the State of Maharashtra, India. The Corporate Identification Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is **L36911MH1989PLC054498.**

Thirty Seventh Annual General Meeting Details

The MCA and the SEBI vide their latest circular No. 03/2025 dated September 22, 2025 has permitted convening Annual General Meeting for the FY 2025-26 through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue.

Accordingly the 37th Annual General Meeting of the Company is being held through VC / OAVM.

Since this Annual General Meeting is being held through VC / OAVM, physical attendance of members has been dispensed with. Hence, the facility for appointment of proxies by the members will not be available for the Annual General Meeting and therefore, the Proxy Form and Attendance Slip are not annexed with this Annual Report.

As the 37th Annual General Meeting will be held through VC/OAVM, the route map of the venue of the Meeting is not given in the Annual Report.

Day	Friday
Date	September 18, 2026
Time	3.30 PM
Mode	through Video Conferencing / Other Audio-Visual Means
Deemed Venue	The Registered Office of the Company

Financial Year

Financial Year of the Company is April 1 to March 31.

Dividend

No dividend has been recommended by the Board for FY 2025-26.

Dates of Book Closure

From : Friday, September 11, 2026

To : Friday, September 18, 2026 (Both days inclusive)

Listing on Stock Exchanges

The Company's equity shares having ISIN No. INE722H01024 are listed on the following Stock Exchanges:

Name of Stock Exchanges	Scrip code / Symbol
BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	532923
National Stock Exchange of India Ltd (NSE) Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051	RGL

Payment of Listing Fees

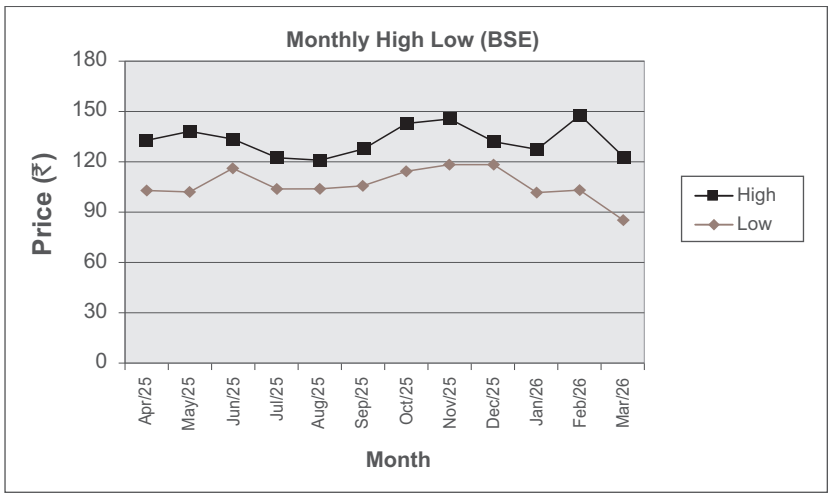
Annual listing fee for the year 2026-27 has been paid by the Company to BSE and NSE.

Market Price Data

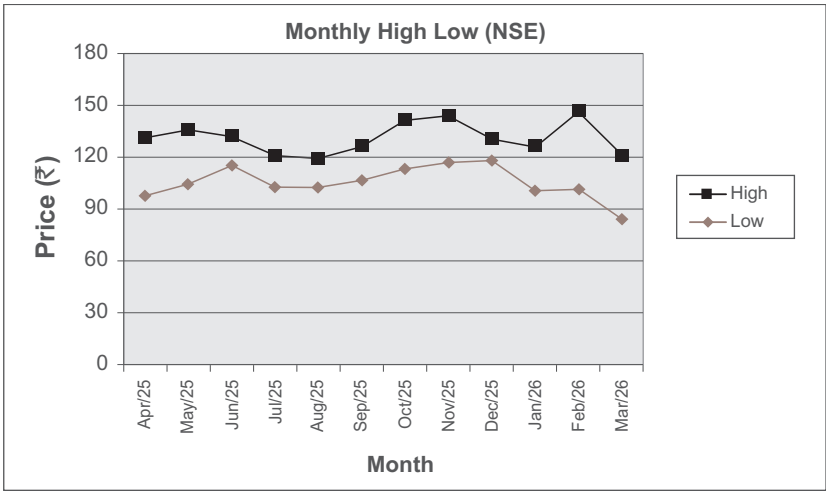
Month	BSE		NSE	
	High (₹)	Low (₹)	High (₹)	Low (₹)
Apr-25	132.90	103.05	132.69	103.01
May-25	138.00	102.10	138.00	105.26
Jun-25	133.45	116.20	133.45	116.16
Jul-25	122.50	103.65	122.48	103.6
Aug-25	120.80	103.70	119.8	103.52
Sep-25	127.60	105.40	127.68	107.9
Oct-25	142.80	114.25	142.5	114.13
Nov-25	145.35	118.30	145.5	118.01
Dec-25	131.85	118.40	131.99	118.25
Jan-26	127.15	101.60	127.45	101.55
Feb-26	147.80	102.80	147.9	102.33
Mar-26	122.20	85.05	122	85

Particulars	BSE	NSE
Closing share price as on March 31, 2026 (₹)	96.85	97.28
Market Capitalisation as on March 31, 2026 (₹ in Crore)	1039.45	1044.06

BSE Price Data



NSE Price Data



Performance in comparison with SENSEX / S&P CNX NIFTY

The performance of the Company's shares related to SENSEX and S&P CNX NIFTY at a common base of 100 is as follows. The period covered is April 2024 to March 2025.

Chart showing RGL price at BSE vs SENSEX

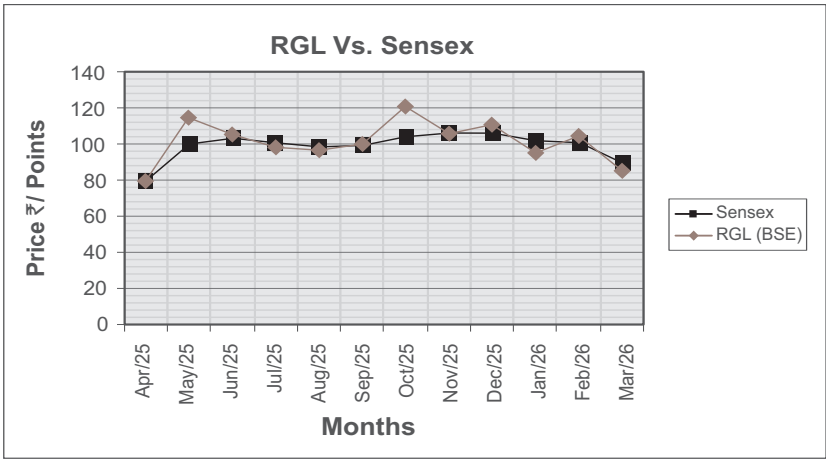
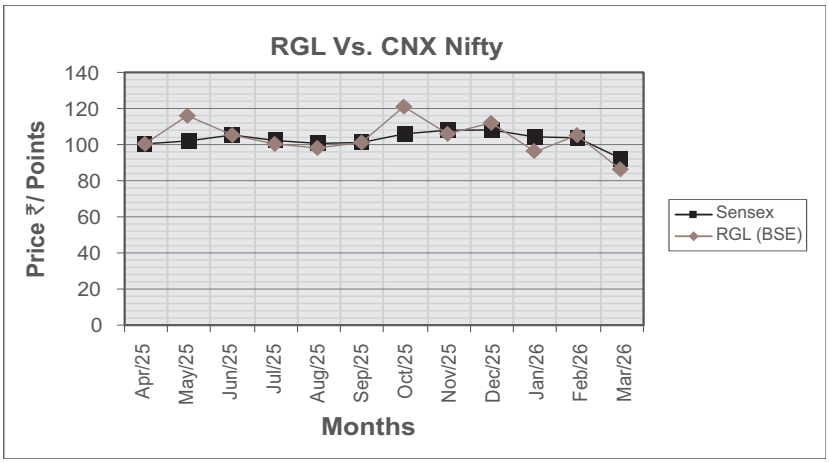


Chart showing RGL price at NSE vs CNX NIFTY



Distribution of shareholding as on March 31, 2026

Shareholding of Nominal Value of ₹	No. of Shareholders	%	No of Shares	Amount In ₹	%
Up to 1000	23947	91.31	3877453	7754906	3.61
1001 to 2000	888	3.386	1369754	2739508	1.28
2001 to 4000	537	2.048	1546384	3092768	1.44
4001 to 6000	236	0.9	1196179	2392358	1.11
6001 to 8000	114	0.435	809855	1619710	0.75
8001 to 10000	71	0.271	660657	1321314	0.62
10001 to 20000	164	0.625	2487761	4975522	2.32
20001 onwards	269	1.026	95377428	190754856	88.87
Total	**26226**	**100**	**107325471**	**214650942**	**100.00**

Shareholding pattern as on March 31, 2026

Category		No. of Shares	Percentage
A.	**Promoters' Holding**		
	Promoters	7091675	6.61
	Promoter Trust	47235000	44.01
	Relatives of Promoters	11893140	11.08
Sub Total A		**66219815**	**61.70**
B.	**Non Promoters' Holding**		0.00
	Institutional Investors Domestic:		0.00
	Mutual Fund	0	0.00
	Venture Capital Funds	0	0.00
	Alternate Investment Funds	0	0.00
	Banks	0	0.00
	Insurance Companies	0	0.00
	Provident Funds/ Pension Funds	0	0.00
	Asset Reconstruction Companies	0	0.00
	Sovereign Wealth Funds	0	0.00
	NBFCs registered with RBI	0	0.00
	Other Financial Institutions	0	0.00
	Any Other (Specify)	0	0.00
	Institutional Investors Foreign:		0.00
	Foreign Portfolio Investors Category I	2163892	2.02
	Foreign Portfolio Investors Category II	0	0. 00
	Any Other (Specify)	0	0.00
	Sub Total B	**2163892**	**2.02**
C.	**Central Government/ State Government(s)**	**0**	0.00
	Central Government / President of India	**0**	0.00
	State Government / Governor	**0**	0.00
	Shareholding by Companies or Bodies Corporate where Central / State Government is a promoter	**0**	0.00
	Sub Total (C)	**0**	**0.00**
D	**Non-Institutions**		
	Directors and their relatives (excluding Independent Directors and nominee Directors)	125000	0.12
	Key Managerial Personnel	6175	0.01
	Relatives of promoters (other than 'immediate relatives' of promoters disclosed under 'Promoter and Promoter Group' category)	0	0.00

Category		No. of Shares	Percentage
	Trusts where any person belonging to 'Promoter and Promoter Group' category is 'trustee','beneficiary', or 'author of the trust''	0	0.00
	Investor Education and Protection Fund (IEPF)	37500	0.03
	Public	24657519	22.97
	Non Resident Indians (NRIs)	400955	0.37
	Foreign Nationals	0	0.00
	Foreign Companies	0	0.00
	Bodies Corporate	2487077	2.32
	Limited Liability Partnership (LLP)	4166078	3.88
	HUF	3124311	2.91
	Clearing Member	3961773	3.69
	Office Bearer	3099687	2.89
	Sub Total D	**38941764**	**36.28**
E	**Non Promoter Non Public Shareholding**		
	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0.00
	Sub Total E	**0**	**0.00**
	Grand Total (A+B+C+D+E)	**107325471**	**100.00**

Reclassification of promoter/promoter group of the Company:

During financial year 2020-21 the Company had filed an application for reclassification of promoters and promoter group with the Stock Exchanges within the time limit prescribed under Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

However, the approval of Stock Exchanges for re-classification of Mr. Amit C. Shah, Mr. Bhupen C. Shah and Mrs. Pinky D. Shah from category of promoters and promoter group to the category of public is still awaited.

List of top ten shareholders other than Promoter/promoter group as on March 31, 2026

Sr. No.	Name of Shareholder	No. of shares held	% of holding
1	Parag Sureshchandra Shah	2281125	2.13
2	Lc Pharos Multi Strategy Fund Vcc-Lc Pharos Multi Strategy Fund Sf1	1000000	0.93
3	Aryavardhan Trading Llp	1000000	0.93
4	Adesh Ventures Llp	799460	0.75
5	Sidharth R Ajwani	769244	0.72
6	Nikesh Sureshchandra Shah	714008	0.68
7	Unico Global Opportunities Fund Limited	706147	0.66
8	Areeza India Strategy Partners Llp	672000	0.63
9	Maitri Fintrade Llp	500203	0.49
10	Niraj Rajnikant Shah	487000	0.45

Share Transfer System

Shares held in the dematerialized form are electronically traded in the Depositories and the Registrar and Share Transfer Agents of the Company, viz. MUFG Intime India Pvt Ltd. (formerly Link Intime India Pvt Ltd), periodically receive the beneficial holdings data from the Depository, so as to enable them to update their records and to send all corporate communications. Physical shares received for dematerialization are processed and completed within a period of 15 days from the date of receipt, provided they are in order in every respect.

Bad deliveries are immediately returned to Depository participants under advice to the shareholders within the aforesaid period.

Restriction on transfer of shares in physical form

With effect from April 01, 2019 the shares held in physical form could not be transferred unless the said shares are converted to dematerialized form, as per the amended Regulation 40 of SEBI (LODR) Regulation, 2015, vide SEBI Circular No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018.

In accordance with the above mentioned SEBI circular/notification, the Company has sent letters to those shareholders holding shares in physical form advising them to dematerialize their holding.

All shareholders holding shares in physical form are requested to note the following:

- Request for effecting transfer of shares shall not be processed by the Company and/or Registrar and Share Transfer Agent, unless the securities are held in dematerialized form.
- The said restriction shall not be applicable to the request received for Transmission or transposition of shares held in physical mode.

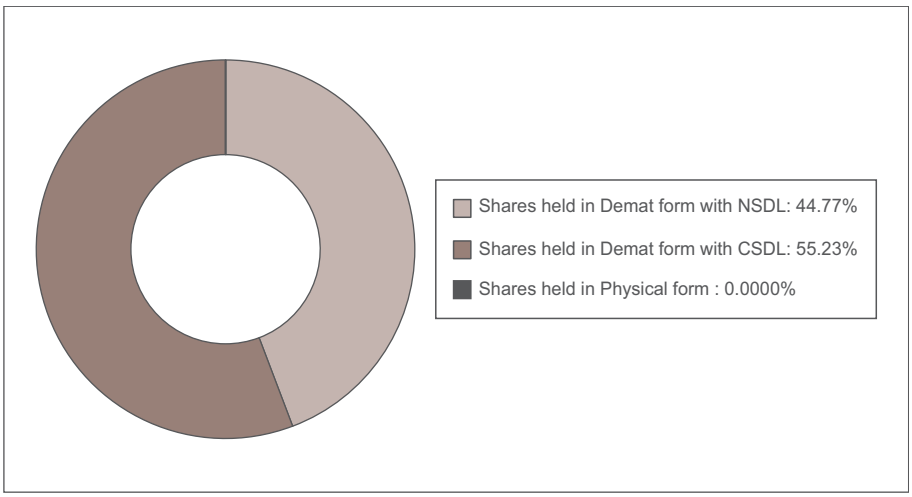
The Company hereby requests the shareholders still holding shares in physical form to dematerialize their holdings at the earliest as the shares held in physical form are no more valid for transfer.

Dematerialization of shares and liquidity

The shares of the Company are compulsorily traded in dematerialized form and are available for trading under both the Depository Systems i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

Your Company has fully complied with the SEBI Circular - Cir/ISD/ 3/2011, dated June 17, 2011 by achieving 100% of promoter's and promoter group's shareholding in dematerialized form.

At present 99.99% of total equity shares of the Company are held in dematerialized form with NSDL & CDSL



Reconciliation of Share Capital Audit Report

Pursuant to Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 (erstwhile Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996), the audit for reconciliation of the total issued capital, listed capital and capital held by depositories in dematerialized form and changes therein, has been carried out by a qualified Practicing Company Secretary. The said Audit Report has been submitted with the Stock Exchanges on quarterly basis. This report confirms that the total listed and paid up capital of the company is tallying with the number of shares in dematerialized form and in physical form.

Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity

The Company's capital comprises only of Equity shares. The Company does not have any preference shares, outstanding ADRs, GDRs, or any convertible instruments.

Commodity Price Risk / Foreign Exchange Risk and hedging activities

The Company does not deal in commodity and accordingly no hedging activities for the same are carried out. Therefore, there is no disclosure to offer in terms of SEBI circular no SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018

Plant Locations and Address for correspondence

The information regarding plant locations is given at the beginning of the Annual Report on Company Information page.

Following is the address for correspondence with the Company:

Following is the address for correspondence with the Company:

Name: Renaissance Global Limited
Address: Plot No. 36A & 37, SEEPZ, MIDC, Marol, Andheri (E), Mumbai – 400 096
Tel : +91-022 – 4055 1200
Fax : +91-022 – 2829 2146
e-mail : investors@renaissanceglobal.com
Website: www.renaissanceglobal.com

Following is the address for correspondence with the Registrar and Transfer Agents:

Name : MUFG Intime India Pvt. Ltd (Formerly Link Intime India Pvt. Ltd)
Address : C 101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai 400083
Tel : +91-22- 49186000
Fax : +91-22- 49186060
e-mail : rnt.helpdesk@in.mpms.mufg.com
Website: www.in.mpms.mufg.com

Transfer of Unclaimed Dividends to Investor Education and Protection Fund (IEPF)

Pursuant to Section 125 of the Companies Act, 2013, IPO Refund / dividends that are unclaimed for a period of seven years from the date they became due for payment are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) administered by the Central Government.

Following is the statement of IEPF transfer containing dates of declaration of dividend, dates when the unclaimed amounts will be due for transfer to IEPF and actual date and amount transferred to IEPF:

Statement of unclaimed dividend transferred to IEPF

Financial Year	Due for payment	Due Date for transfer to IEPF	Actual date and amount transferred to IEPF
IPO Refund			
2006-2007	December 5, 2007	January 4, 2015	December 18, 2014 (₹ 54,000/-)
Dividend			
2007-2008	September 5, 2008	October 5, 2015	October 1, 2015 (₹ 64,956/-)
2008-2009	August 28, 2009	September 27, 2016	September 23, 2016 (₹ 82,532/-)
2009-2010	August 25, 2010	September 24, 2017	September 21, 2017 (₹ 80,374/-)
2010-2011	September 7, 2011	October 7, 2018	September 26, 2018 (₹ 73,770/-)
2011-2012	September 7, 2012	October 7, 2019	November 1, 2019 (₹ 62,987/-)
2012-2013	August 30, 2013	September 28, 2020	October 27, 2020 (₹ 42,229/-)
2013-2014	September 12, 2014	October 12, 2021	October 28, 2021 (₹ 32,370/-)
2014-2015	September 23, 2015	October 23, 2022	November 05,2022 (₹ 35,751/-)
2015-2016 Interim Dividend	March 11, 2016	April 11, 2023	April 29, 2023 (₹ 68,708/-)
2016-2017	-	-	-
2017-2018	-	-	-
2018-2019	-	-	-
2019-2020	-	-	-
2020-2021 Interim Dividend	March 11, 2021	April 10, 2028	-
2021-2022 Interim Dividend	February 07, 2022	March 09, 2029	-
2021-2022	August 04, 2022	September 03, 2029	-

Members who so far have not encashed their dividend warrants for FY 2020-21 and 2021-22 are requested to write to the Company/ Registrar and Transfer Agent to claim the same before the above mentioned due dates for IEPF transfers.

In Financial Year 2026-27, the Company participated in the **"Saksham Niveshak – 100 Days Campaign"**, an initiative of the Investor Education and Protection Fund Authority (IEPFA), Ministry of Corporate Affairs, aimed at encouraging shareholders to update their KYC, nomination and bank account details and to claim unpaid/unclaimed dividends. The Company undertook necessary investor outreach and awareness activities to facilitate compliance and assist shareholders in safeguarding their investments and avoiding transfer of unpaid dividends and underlying shares to the IEPF.

Members are advised that no claims shall lie against the Company for the amounts so transferred to the IEPF.

Pursuant to the provisions of section 124 (2) of the Companies Act, 2013, read with Rule 5(8) of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 18, 2025 (date of last Annual General Meeting) on the website of the Company www.renaissanceglobal.com and also on the website of the Ministry of Corporate Affairs.

Transfer of Equity Shares to Investor Education and Protection Fund (IEPF) Suspense Account

Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all shares on which dividend has not been paid or claimed for continuous period of seven year or more of its becoming due, shall be transferred to Demat Account of IEPF notified by the Authority.

In case the dividends are not claimed by the due date(s), necessary steps will be initiated by the Company to transfer shares held by the such members to IEPF Demat account without further notice.

Please note that no claim shall lie against the Company in respect of the shares so transferred to IEPF.

In the event of transfer of shares and the unclaimed dividends to IEPF, shareholders are entitled to claim the same from IEPF by submitting an online application in the prescribed Form IEPF-5 available on the website of IEPF authority www.iepf.gov.in.

The shares so transferred were on account of dividends unclaimed for seven consecutive years. The details of the shareholders whose equity shares had been transferred to the Demat Account of the IEPF Authority are available on the website of the Company www.renaissanceglobal.com.

The voting rights on the shares transferred to Demat Account of IEPF Authority shall remain frozen till the rightful owner of such shares claims the same from IEPF Authority.

The Nodal Officer of the Company for IEPF Refunds Process is Mr. Vishal Dhokar, whose e-mail id is investors@renaissanceglobal.com

Disclosures with respect to Unclaimed Securities Suspense Account

During the financial year 2018-19, the Company has transferred 1022 Equity Shares of the Company from Renaissance Jewellery Ltd – Unclaimed Securities Suspense Account to Demat Account of IEPF Authority. Hence, there are no shares in Unclaimed Securities Suspense Account in respect of which the disclosure under Regulation 34(3) and Schedule V (F) of the SEBI (LODR) Regulations, 2015, is required to be made.

Nomination

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination facility in respect of shares held in electronic form is also available with the depository participants as per the bye-laws and business rules applicable to NSDL and CDSL.

Nomination forms can be obtained from the Company's Registrar and Share Transfer Agent.

Payment of dividends etc. through Electronic mode

The Securities and Exchange Board of India has made it mandatory for all companies to use the bank account details furnished by the depositories and shareholders for crediting all payments to investors including dividend to shareholders, by using any RBI approved electronic mode of payment viz. ECS, LECS (Local ECS), RECS (Regional ECS), NECS (National ECS), direct credit, RTGS, NEFT, National Automated Clearing House (NACH) etc.

In the absence of any of the RBI approved electronic mode of payment, the Company is required to print the bank account details on the dividend warrants. This ensures that the dividend warrants, even if lost or stolen, cannot be used for any purpose other than for depositing the money in the accounts specified on the dividend warrants and ensures safety for the investors. The Company complies with the SEBI requirement, whenever the Company declares Dividend.

AFFIRMATIONS AND DISCLOSURES

Compliances with SEBI (LODR) Regulations, 2015

The Company is in compliance with all mandatory requirements of SEBI (LODR) Regulations, 2015.

Related Party Transactions

During the Financial Year under review, the Company does not have any materially significant commercial and financial transactions with any of the related parties i.e. Promoters, Directors, Relatives, Associated Company or management. None of the transactions with related parties were in conflict, actual or potential, with the interest of the Company.

Pursuant to Regulation 23(2) of SEBI (LODR) Regulations 2015, all related party transactions and subsequent material modifications are placed before the Audit Committee for its approval. Prior omnibus approval of the Audit Committee is obtained for the transactions, which are repetitive in nature. A statement giving details of all related party transactions is placed before the Audit Committee and the Board of Directors for their approval on a quarterly basis.

All transactions entered into with the Related Parties were in the ordinary course of business and on arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013.

The Related party transactions as per "IND AS - 24" have been disclosed in Standalone Financial Statements, forming part of the Annual Report. A summary statement of transactions with related parties is periodically placed before the Audit committee for review and recommendation to the Board for their approval.

As required under Regulation 23 of SEBI (LODR) Regulations, 2015, the Company has formulated a policy on dealing with Related Party Transactions. The same is available on website of the Company www.renaissanceglobal.com, as required under part C of Schedule V of SEBI (LODR) Regulations, 2015.

Training of Board Members

The Company's Board of Directors comprise of professionals with expertise in their respective fields and industry. They endeavor to keep themselves updated with changes in global economy and various legislations. They attend various workshops and seminars to keep themselves abreast with the changes in business environment.

Details of non-compliance by Company; penalties and restrictions imposed on the Company:

The Company has complied with all requirements of the SEBI (LODR) Regulations, 2015 as well as the regulations and guidelines of SEBI.

No penalty has been imposed by any stock exchange or SEBI, nor has there been any instance of non-compliance with any legal requirements, or on matters relating to the capital market over the last three years.

Disclosure of utilization of funds raised through preferential allotment or qualified institutions placement:

In the year 2024-25, the Company has raised funds aggregating to ~ ₹ 163 crore through Preferential Issue on October 23 2024, and the said funds have been utilized by the Company for the purposes which was stipulated in the objects as stated in the Explanatory Statement to the Notice of the Extra -Ordinary General Meeting dated November 11, 2024.

There is no deviation or variation in the use of proceeds from the preferential issue of shares, from the objects as stated in the Explanatory Statement to the Notice of the Extra-Ordinary General Meeting dated November 11, 2024.

The Company has duly completed all statutory filings, regulatory compliances, and other procedural requirements in connection with the Preferential Issue within the prescribed timelines and in accordance with the applicable provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws.

The Company has not made any qualified institutions placement during the year.

Credit Rating

The Company has not issued any debt securities or any fixed deposit program or any scheme or proposal involving mobilization of funds, thus, the requirement of disclosure of credit ratings is not applicable.

Details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part:

Details relating to fees paid to the Statutory Auditors are given in Note 36 to the Standalone Financial Statements and Note 36 to the Consolidated Financial Statements.

Disclosure of Accounting Treatment

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

Agreements binding listed entities

Pursuant to Regulation 30A of the Listing Regulations, no agreement has been entered or executed by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel and employees of the Company during the financial year.

Audit Qualifications

Since inception the Company did not have any qualifications in its financial statements. The Company continues to adopt best practices to ensure regime of unqualified Financial Statements.

Whistle Blower Policy/ Vigil Mechanism

Pursuant to Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of SEBI (LODR) Regulations, 2015, the Company has formulated and adopted a Whistle Blower Policy for Vigil Mechanism for Directors and employees under which the employees are free to report to the management about the unethical behavior, fraud or Violation of Company's code of conduct. The same has been communicated within the organization.

The mechanism provides for adequate safeguards against victimisation of employees and Directors who use such mechanism and makes provision for direct access to the Chairperson of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee Chairman.

As required under part C of Schedule V of SEBI (LODR) Regulations, 2015, the Whistle Blower Policy is available on the website of the Company www.renaissanceglobal.com.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The details of number of complaints filed and disposed of during the year and pending as on March 31, 2026 is given in the Directors' Report forming part of this Annual Report.

Loans and advances

The Company has not given any loans and advances to firms/Companies in which directors are interested.

Shareholder Rights

The Company is publishing unqualified financial statements in the news papers and the same are also available on Companies website www.renaissanceglobal.com.

For & on behalf of the Board

Sumit Shah
Chairman
(DIN – 00036387)

Mumbai, August 07, 2026

CERTIFICATION BY THE CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) ON FINANCIAL STATEMENTS OF THE COMPANY

(Pursuant to Regulation 17(8) read with Schedule II Part B of the SEBI (LODR) Regulations, 2015)

We, Darshil Shah, Managing Director and Dilip Joshi, Vice President- Finance, certify that:

1. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2026 and that to the best of our knowledge and belief:

· These statements do not contain any materially untrue statement or omit any material fact nor contain statements that might be misleading, and

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

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

3. We accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the Company and we 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 that we have taken or propose to take to rectify the identified deficiencies; and

4. That we have informed the auditors and the Audit Committee of:

   i. Significant changes in internal control during the year;

   ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

   iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Mumbai, May 28, 2026

Darshail Shah
Managing Director
(DIN – 08030313)

Dilip Joshi
Chief Financial Officer

CERTIFICATE OF PRACTICING COMPANY SECRETARY REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

(Pursuant to para E of Schedule V of the SEBI (LODR) Regulations, 2015)

To
The Members of
Renaissance Global Limited

We have examined the compliance of conditions of Corporate Governance by Renaissance Global Limited ('the Company'), for the year ended on March 31 2026, as stipulated in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI (LODR) Regulations, 2015).

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of an opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in SEBI (LODR) Regulations, 2015.

We further state that such compliance 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 **V. V. Chakradeo & Co.,**
Company Secretaries

V. V. Chakradeo
Membership No. 3382
COP 1705
UDIN: F003382H000514684

Mumbai, May 28, 2026

CERTIFICATE OF PRACTICING COMPANY SECRETARY

(Pursuant to Schedule V(C)(10)(i) of the SEBI (LODR) Regulations, 2015)

To
The Members of
Renaissance Global Limited

We, V. V. Chakradeo & Co., Practicing Company Secretaries, have examined the Company and Registrar of Companies records, books and papers of Renaissance Global Limited (CIN: L36911MH1989PLC054498) having its Registered Office at Plot No. 36A & 37 SEEPZ, Andheri (East), Mumbai 400096, India (the Company) as required to be maintained under the Companies Act, 2013, SEBI Regulations, other applicable rules and regulations made thereunder for the financial year ended on March 31, 2026.

In our opinion and to the best of our information and according to the examinations carried out by us and explanations and representation furnished to us by the Company, its officers and agents, we certify that none of the following Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the SEBI/ Ministry of Corporate Affairs or any such statutory authority as on March 31, 2026:

Sr. No.	Name of the Director	Designation	DIN No
1	Sumit Niranjankumar Shah	Chairman - Non - Executive Director	00036387
2	Hitesh Mahendra Shah	Non-Executive Director – Non Independent Director	00036338
3	Neville Rustom Tata	Executive Director	00036648
4	Darshil Atul Shah	Managing Director	08030313
5	Rahul Rama Narang	Non-Executive -Independent Director	00029995
6	Deepak Prabhakar Chindarkar	Non-Executive -Independent Director	03573562
7	Rupal Dhiren Jhaveri	Non-Executive -Independent Director	00910968
8	Bijou Kurien	Non-Executive -Independent Director	01802995

For **V. V. Chakradeo & Co.,**
Company Secretaries
Mumbai, May 28, 2026

V. V. Chakradeo
Membership No. 3382
COP 1705
UDIN: F003382H000514904

Mumbai, May 28, 2026