SURYAAMBA SPINNING MILLS LIMITED
A-101, Kanha Apartment, 128, Chhaoni, Katol Road, Nagpur-440 013 (MS)
Ph.# 0712-2591072, 2591406 Fax # 0712-2591410 CIN: L18100TG2007PLC053831
Mail: mail@suryaamba.com, Website: www.suryaamba.com

July, 16th 2026

Department of Corporate Services-CRD
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Scrip Code: 533101

Dear Sir/Madam,

Sub: Integrated Annual Report for the Financial Year 2025-26 and Notice of 19th Annual General Meeting (AGM)

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to enclose the copy of Integrated Annual Report for the financial year 2025-26, including the Notice of Nineteenth Annual General Meeting ("19th AGM"), scheduled to be held on Saturday, August 08, 2026, at 01:00 P.M. IST through Videoconferencing.

A copy of the Integrated Annual Report for F.Y. 2025-26 is enclosed herewith. The Notice and Annual Report is also available on the Company's website at https://suryaamba.com/investors/annual-reports/ and can also be accessed by scanning the QR code.

The information about key events for the AGM and Remote E-voting is as follows:

Timeline	
Cut-off date (for voting eligibility)	Thursday, July 30th, 2026
Remote E-voting Begins	Wednesday, August 05, 2026, at 09:00 A.M. IST
Remote E-voting Ends	Friday, August 07, 2026, at 05:00 P.M. IST

You are requested to take note of the same.

Thanking you,

Yours faithfully,

For **Suryaamba Spinning Mills Limited**

SUCHITA RAJU DANDEKAR Digitally signed by SUCHITA RAJU DANDEKAR Date: 2026.07.16 11:13:50 +05'30'

Suchita Dandekar
Company Secretary & Compliance Officer
Membership No.: ACS 78288
Encl.: As above

Suryaamba Spinning Mills Limited

CIN: L18100TG2007PLC053831

19th ANNUAL REPORT 2026

(FY 2025-26)

Spinning Excellence
Weaving Tomorrow

LEADING MANUFATURER OF
Specialty Polyester Yarn

COMMITMENT TO
Quality and Sustainability

REGISTERED OFFICE
Surya Towers,
105, S P Road,
Secunderabad – 500003
Telangana, India
040-27813360

MANUFACTURING UNIT
Survey No. 300,
Nayakund, Parseoni Road,
Nagpur – 441105
Maharashtra, India
samba.ngp@gmail.com

CORPORATE OFFICE
A-101, Kanha Apartment,
128, Chhaoni, Katol Road,
Nagpur – 440013
Maharashtra, India
www.suryaamba.com

Suryaamba Spinning Mills Limited

Contents

Suryaamba
Spinning Mills Limited

Company Profile

SuryaambaSpinning Mills Limited is one of India's leading manufacturers of synthetic spun yarns, catering to the evolving needs of the textile industry through innovation, quality, and customer-focused solutions.

The Company manufactures a comprehensive range of 100% polyester spun yarns, 100% viscose spun yarns, and value-added blended synthetic yarns used primarily in weaving, knitting, and other textile applications. With a strong manufacturing base, modern technology, and stringent quality standards, Suryaamba has established a significant presence in both domestic and international markets. Driven by continuous innovation, Suryaamba develops customized yarn solutions tailored to the specific requirements of customers across diverse market segments. The Company remains committed to technological advancement, operational excellence, sustainability, and responsible manufacturing practices, enabling it to strengthen its competitive position in the global textile industry. Through strategic investments in modern machinery, process improvements, product development, and skilled human resources, Suryaamba continues to create long-term value for its customers, shareholders, employees,and all other stakeholders.

Vision

To beaglobally respected and preferred manufacturer of high-quality specialty spun yarns by consistently delivering innovation, sustainability, operational excellence, and superior value to customers and stakeholders.

We aspire to:

- Remain at the forefront of premium textile product manufacturing.
- Expand our presence in existing and emerging domestic and international markets.
- Continuously innovate products and processes through advanced technology.
- Achieve the highest level of customer satisfactionthroughquality, reliability, and service.

Mission

- Tomanufacture superior-quality specialty spun yarns at competitive prices while building a globally trusted brand.
- To exceed customer expectations through exceptional product quality, technical support, and responsive ser vice.
- To maintain industry leadership by adopting cutting-edge technology, operational excellence, and continuous innovation.
- To strengthen our position as the most reliable supplier across the textile value chain.
- To conduct business responsibly with a strong commitment to environmental sustainability and ethical practices.
- To provide a safe, inclusive, rewarding, and growth-oriented workplace for our employees.

Core Values

Customer Centricity

We place our customers at the heart of every decision, striving to exceed their expectation's through quality products and dependable service.

Integrity.

We conduct our business with honesty, transparency, accountability, and fairness in all our relationships.

Excellence

We pursue excellence through continuous improvement, operational efficiency, and uncompromising quality standards.

Innovation

We embrace new ideas, advanced technologies, and product development to create sustainable competitive advantages.

Ethics

We uphold the highest standards of corporate governance, responsible business conduct, and respect for society and the environment.

Suryaamba
Spinning Mills Limited

Message from the Chairman (CEO)

Dear Shareholders,
It gives me immense pleasure to welcome you to the **19th Annual General Meeting** of **Suryaamba Spinning Mills Limited** and to present the Annual Report for the financial year ended 31st March 2026.
On behalf of the Board of Directors, I extend my sincere gratitude to all our shareholders for your unwavering trust, confidence, and continued support. Your faith in the Company has been the driving force behind our sustained growth and resilience in an increasingly dynamic business environment.

Economic and Industry Overview

Theglobal economyduring **FY 2025–26** continued to face multiple challenges, including moderate economic growth, persistent inflationary pressures in several regions, volatile commodity prices, supply chain disruptions, geopolitical uncertainties, and fluctuating currency movements. The textile industry also experienced changing consumption patterns, cautious buying by global retailers, and increased competitive pressures in international markets.

The Indian textile sector, however, continued to demonstrate resilience, supported by stable domestic demand, government initiatives promoting manufacturing and exports, increasing focus on value-added products, and the country's growing position as a reliable sourcing destination. Manufacturers continued to focus on operational efficiency, product innovation, sustainability, and technology adoption to remain globally competitive.

Against this backdrop, Suryaamba Spinning Mills successfully navigated these challenges through disciplined execution, prudent financial management, efficient procurement strategies, cost optimization initiatives, and an unwavering focus on product quality and customer satisfaction. Despite volatility in raw material prices and fluctuations in export demand, the Company delivered a stable financial performance while strengthening its market position both in India and overseas.

As we move forward, our focus will remain on improving operational efficiencies, expanding our presence in domestic and international markets, developing innovative value-added products, strengthening sustainability initiatives, and creating sustainable long-term value for all our stakeholders.

Financial Performance

Despite a challenging business environment characterized by subdued demand, volatile raw material prices, and pricing pressures across the textile value chain, **Suryaamba Spinning Mills Limited** delivered a resilient financial performance during **FY 2025–26** through disciplined execution, prudent financial management, and continued focus on operational efficiency.

The Company's financial performance is summarized below:

Particulars	FY 2025–26	FY 2024–25
Revenue (₹ Crore)	207.02	214.66
Net Profit (₹ Crore)	3.04	1.17
Earnings Per Share (₹)	10.38	4.00
Debt-to-Equity Ratio	0.47	0.53

While revenue witnessed a marginal decline due to subdued demand and challenging market conditions, the Company delivered a strong improvement in profitability. Net Profit increased to **₹3.04 crore** from **₹1.17 crore** in the previous year, while Earnings Per Share (EPS) improved significantly from **₹4.00** to **₹10.38**.

The improvement in profitability reflects the benefits of better operational efficiencies, effective cost optimization, an improved product mix, and disciplined financial management. During the year, the Company also strengthened its balance sheet, reducing its Debt-to-Equity Ratio from **0.53** to **0.47**, demonstrating our continued commitment to maintaining a healthy capital structure, improving financial flexibility, and enhancing long-term shareholder value.

Our resilient performance reinforces the strength of our business model and provides a solid foundation for sustainable growth in the years ahead.

Strategic Priorities for FY 2026–27

As we look ahead, our strategic focus remains on building a more efficient, innovative, and financially stronger organization. The following priorities will drive our growth agenda during FY 2026–27.

Operational Excellence through Automation

We will continue investing in automation, digitalization, and advanced manufacturing technologies to enhance productivity, improve process efficiencies, optimize manpower utilization, and strengthen our manufacturing competitiveness.

Expansion in Value-Added and Specialty Products

We will continue to strengthen our portfolio of specialty synthetic spun yarns and value-added products, enabling us to cater to niche market segments, improve margins, and reinforce our competitive positioning.

Market andCustomer Diversification

The Company remains committed to maintaining a robust financial position through prudent working capital management, disciplined capital allocation, continued debt reduction, and efficient utilization of financial resources.

Reduction in Cost of Borrowings

As part of our financial optimization strategy, we are strengthening our banking arrangements. The proposed transition of major banking facilities from State Bank of India – Industrial Finance Branch (SBI–IFB) to HDFC Bank Limited is expected to reduce our borrowing costs by approximately 200–250 basis points, thereby improving profitability, strengthening cash flows, and enhancing overall financial performance.

Sustainability and Responsible Growth

Sustainability continues to remain integral to our business strategy. We are committed to responsible manufacturing practices, efficient utilization of natural resources, energy conservation, environmental stewardship, and continuous process improvements that support long-term sustainable growth.

With these strategic initiatives, supported by our experienced leadership team, strong customer relationships, advanced manufacturing capabilities, and sound financial discipline, we are well positioned to capitalize on emerging opportunities and create sustainable long-term value for all our stakeholders.

Acknowledgements

As we conclude another year, I would like to express my sincere gratitude to everyone who has contributed to the continued success of Suryaamba Spinning Mills Limited.

I thank our valued shareholders for their unwavering trust, confidence, and continued support.

I extend my heartfelt appreciation to our employees for their dedication, commitment, and relentless efforts, which remain the cornerstone of our achievements.

I also acknowledge the continued support of our customers, suppliers, business associates, bankers, financial institutions, government authorities, and regulatory bodies for their cooperation and confidence in our Company.

My sincere thanks are also due to my fellow Directors for their invaluable guidance, strategic insights, and steadfast commitment towards the Company's long-term growth.

As we move into FY 2026–27, we remain optimistic about the opportunities ahead. Guided by our core values, supported by strong fundamentals, and driven by a clear strategic vision, we are confident of delivering sustainable growth and creating enduring value for all our stakeholders.

I thank each one of you for your continued trust and partnership. Together, we will continue to build a stronger, more resilient, and prosperous Suryaamba Spinning Mills Limited.

Warm Regards,
For **Suryaamba Spinning Mills Limited**

Virender Kumar Agarwal
(Chairman)

Corporate Information
As on 31st March, 2026
Board of Directors

Mr. Virender Kumar Agarwal	Chairman & Managing Director
Mrs. Seema Agarwal	Joint Managing Director
Mr. Mayank Agarwal	Whole-Time Director
Mr. Nilesh Panpaliya	Independent Director
Mrs. Neeraja Kartik	Independent Director
Dr. Neena Parikh	Independent Director

Key Managerial Personnel

Gajanan N. Chhawsaria	Chief Financial Officer
Mrs. Kriti Ladha	Company Secretary and Compliance Officer

Audit Committee

Mr. Nilesh Panpaliya	Chairman
Mrs. Seema Agarwal	Member
Mrs. Neeraja Kartik	Member

Stakeholder Relationship Committee

Mrs. Neeraja Kartik	Chairperson
Mrs. Seema Agarwal	Member
Dr. Neena Parikh	Member

Suryaamba Spinning Mills Limited

Corporate Social Responsibilty Committee
As on 31st March, 2026

Mrs. Seema Agarwal	Chairperson
Mr. Mayank Agarwal	Member
Dr. Neena Parikh	Member

Statutory Auditor
Manish Jain & Co.,
Chartered Accountants,
507, 6th Floor Madhu Tower, Laxmi Bhawan Square Dharampeth,
Nagpur (M.H.)- 440010

Internal Auditor
Wadhwani Sherke& Co.,
Chartered Accountants,
24, Durga Layout, Pandhurna Road, Saoner, Nagpur (M.H.)
441107

Cost Auditor
G.R. Paliwal & Co.
Cost Accountants,
408A, Lokmat Bhawan, J.L.N. Marg, Ramdaspeth, Wardha Road,
Nagpur (M.H.) 440012

Secretarial Auditor
Aarju Agrawal & Associates,
Practicing Company Secretaries,
Flat No. 402, SaiAadhar Apartment,Om Sai Nagar, Karodi Naka, Nagpur (M.H.) 440030

Banker
HDFC Bank,
Koradi Branch,
Chindwara Road,
Nagpur (M.H) 441111

Listed on
BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai (M.H.) 400 001
BSE Scrip Code: 533101

Registrar & Share Transfer Agent
KFin Technologies Limited,
301, The Centrium, 3rd Floor, 57,
Lal Bahadur Shastri Road, Nav Pada, Kurla (West),
Mumbai – 400070
Ph.no:022-46170911
E-mail id: www.kinfitech.com

Registered Office Address
Suryaamba Spinning Mills Limited,
1st Floor, Surya Towers, 105, S P Road,
Secunderabad (T.G)–500 003
Ph.no: 040-27813360
E-mail:samba.ngp@gmail.com,
cs@suryaamba.com
Website: www.suryaamba.com

Factory Office Address
Survey No. 300, Nayakund, Parseoni Road,
Dist. Nagpur (M.H.)–441 105

Corporate Office Address
A-101, KanhaApartment, 128,Chhaoni,
Katol Road, Nagpur (M.H.) – 440013

CIN: L18100TG2007PLC053831

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Nineteenth (19th) Annual General Meeting ("AGM") of the Members of Suryaamba Spinning Mills Limited ("The Company") (CIN: L18100TG2007PLC053831) will be held on Saturday, August 08, 2026, at 01:00 P.M. (IST) through two-way video conferencing ("VC")/other audio-visual means ("OAVM") facility to transact the businesses mentioned below.

Ordinary business:

ITEMNO.1: AdoptionofFinancialStatements:

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2026 and the Reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2026 and the Reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

ITEM NO.2: Declaration of Dividend:

To declare a Dividend on equity shares for the financial year ended on March 31, 2026 and in this regard, to consider and if thought fit, pass with or without modification(s), the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** a Dividend at the rate of **₹1/-** (Rupees One only) per equity share of **₹10/-** (Rupees Ten only) each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended **March 31, 2026** and the same be paid out of the profits of the Company."

ITEM NO.3: Appointment of Director Retiring by Rotation:

To appoint a Director in place of Shri. Virender Kumar Agarwal (DIN:00013314), Managing Director of the Company, who retires by rotation and, being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** in accordance with the provision of Section 152 and other applicable provisions of the Companies Act, 2013, ("the Act") Shri. Virender Kumar Agarwal (DIN:00013314), Managing Director of the Company, who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

Special business:

ITEM NO.4: Ratification of Cost Auditor's Remuneration for the financial year ending March 31,2026.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section148(3) and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Cost Auditors M/s. G. R. Paliwal & Co., Cost Accountants, Nagpur, (FRN: 100058) appointed by the Board to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027, at a remuneration of ₹ 60,000/-(Rupees Sixty Thousand Only) (plus applicable tax and reimbursement of out of pocket expenses incurred in connection with the audit),be and is hereby ratified and confirmed."

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) and/or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters, things and to sign all such documents and writings as may be considered necessary, appropriate, and expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and other statutory authorities as may be required."

By the Order of Board of Directors
For Suryaamba Spinning Mills Limited

Suchita Dandekar
Company Secretary & Compliance Officer
ICSI Membership No ACS78288

Date : July 15, 2026
Place: Nagpur

Registered office:
1st Floor, Suryatowers,
105, Sardar Patel Road,
Secunderabad (TG) 500 003
Phone: (040) 27813360
E-mail: cs@suryaamba.com
Website: www.suryaamba.com
CIN: L18100TG2007PLC053831
ISIN: INE360J01011

NOTES

Remote E-voting Period

Start Date:	August 05, 2026 at 9:00 A.M. IST
End Date:	August 07, 2026 at 5:00 P.M. IST

Statutory Notes:

1.TheMinistry of Corporate Affairs ("MCA") has vide its Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022 and Circular No. 9/2023 dated September 25, 2023, Circular No. 9/2024 dated September 19, 2024 and all other relevant circulars issued from time to time (collectively referred to as "MCA Circulars"), has allowed the Companies to conduct Annual General Meeting through video conferencing ("VC") or other audio visual means ("OAVM") without physical presence of the members at a common venue. Hence, the members can attend and participate in the ensuing AGM through VC/ OAVM. The venue of the meeting shall be deemed to be the Registered Office of the Company situated at "1st Floor, Suryatowers, 105, S P Road, Secunderabad, TG 500003.

2. The Notice of 19th AGM is being issued by the Company Secretary and Compliances officer under the authorization granted by the Board of Directors.

3. Shareholders will be able to attend the AGM through VC/OAVM or view the live webcast by following instructions detailed in 'Attendance and E-voting' Section.

4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020, January 13, 2021 28th December 2022 and September 25, 2023 and September 19, 2024 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency to provide the facility of casting votes by a member using remote e-voting as well as the e-voting system during the AGM.

5. Since this AGM is being held by VC/OAVM, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However pursuant to section 112 and section 113 of the Act, representatives of the shareholders such as president of India or the Governor of a state or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. The attendance of the Members (Member's Logins) attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

7. The Board of Directors have appointed Smt. Aarju Agrawal of Aarju Agrawal & Associates, Practicing Company Secretaries, as the Scrutinizers.

8. The Scrutinizer shall submit his report to the Chairman of the Meeting or any person authorized by him in writing. The result declared along with the Scrutinizer's Report will be submitted to BSE Limited and will be placed on the Company's website at www.suryaamba.com and on the website of NSDL at www.evoting.nsdl.com, as well as displayed on the notice board at the Registered Office and Corporate Office of the Company, within the prescribed time.

9. Statutory Registers and documents, as required by the Act, are available for inspection at the Corporate office of the Company on all working days, excluding Saturdays and Sundays, between 11:00 A.M. IST and 1:00 P.M. IST, and can also be inspected electronically, up to the date of the AGM. Shareholders who wish to inspect these documents in any manner shall send their requests to cs@suryaamba.com, mentioning their name, demat account number or folio number, email address, and mobile number.

Attendance and E-voting:

10. The remote e-voting period begins on Wednesday, the 05th day of August, 2026, at 09:00 a.m. and ends on Friday, the 07th day of August, 2026, at 5:00 p.m. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thrusday, the 30th day of July, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thrusday, the 30th day of July, 2026.
11. A Person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.

12. General Instructions:

a. Shareholders who want to cast their votes and attend the AGM should log in following the instructions in the 'Procedure for Login' section.
b. Shareholders can join the AGM in the VC / OAVM mode 30 minutes before the scheduled time of the commencement of the meeting. The facility of participation at the AGM through VC / OAVM will be made available to at least 1,000 shareholders on first come first served basis. This will not include large shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.
c. Shareholders who have already voted during the remote e-voting period are not allowed to vote again during the AGM. However, shareholders who attend the AGM and have not voted earlier, provided they are otherwise eligible, can cast their votes during the meeting.

13. Procedure to Login:

Mode	Applicable to	Instructions	Helpdesk
01	Individual Shareholders Holding shares in Demat form with NSDL	1. Go to https://eservices.nsdl.com and select "Beneficial Owner" under the "Login" section in IDeAS. Users registered with IDeAS can log in with their existing user ID and password. Unregistered users can register at https://eservices.nsdl.com and select "Register Online for IDeAS" or go to https://eservices.nsdl.com/Secure Web /IdeasDirectReg.jsp Alternatively, users can access the NSDL e-voting system at www.evoting.nsdl.com and click the "Login" icon in the Shareholder/Member' section. They shall enter the User ID (sixteen-digit demat account number with NSDL) and Password/OTP for authentication.	Email to evoting@nsdl.co.in or call at 02248867000/ 02224997000

Mode	Applicable to	Instructions	Helpdesk
		2. After logging in, click “Access to evoting” to reach the e-voting page. Select the company name “Suryaamba Spinning Mills Limited” to cast votes / join the meeting. In case the Company's name is not available in the list of ongoing events, the user can select the option "NSDL" to directly access the e-voting portal.	
02	Individual Shareholders Holding shares in Demat Form with CDSL	1. Go to www.cdslindia.com, click on the “Login” icon, and select the “New System Myeasi” Tab. Users registered with CDSL Easi / Easiest can log in with their existing user ID and password. Unregistered users shall select the “Registration” option and proceed with login thereafter. Alternatively, users can access the evoting page directly by selecting the “Evoting” option on the homepage at www.cdslindia.com and enter their Demat Account Number and PAN for authentication. 2. After logging in, users can find “Suryaamba Spinning Mills Limited” and choose the option for e-voting or joining the meeting. In case the Company's name is not available in the list of ongoing events, the user can select the option "CDSL" to directly access the e-voting portal.	Email to helpdesk.evoting@cdsli ndia.com or call at 18002109911

Mode	Applicable to	Instructions	Helpdesk
03	Non-Individual Shareholders Holding shares in Demat form with CDSL or NSDL and All Shareholders holding shares in Physical form	. Go to www.evotingindia.com and click on "Shareholders" and log in using the User ID as applicable: For CDSL: 16 digits beneficiary ID for NSDL: 8 Character DP ID followed by 8 Digits Client ID Shareholders holding shares in Physical Form: Folio Number registered with the Company First time users may log in using their PAN / Date of Birth / Dividend Bank details. Shareholders who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number / e-voting code sent by Company / RTA or may contact the Company / RTA.	Frequently Asked Questions ("FAQs") and e-voting manual is available at www. evotingindia.com under the "HELP" section

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.
Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login Type	Helpdesk Details
Individual shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsld.com or call at 022-48867000
Individual shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.revoting@cdslindia.com or contact at toll free no. 1800-21-09911

Final Dividend:

14. The Board of Directors at its Meeting held on May 23, 2026, recommended a Final Dividend of ₹1/- (Rupees One only) per equity share of ₹10/- (Rupee One only) each of the Company for the year ended March 31, 2026 and the same, if approved at the AGM, will be paid as per the timelines under the Act. The final dividend shall be paid to such shareholders whose names stand in the Register of Shareholders as beneficial owners as on the Record Date. Shareholders are requested to update their KYC details with the Depositories for the shares held in dematerialised form, and with KFin Technologies Limited (previously known as KFin Technologies Private Limited), the Company's Registrar and Transfer Agent ("RTA") for the shares held in physical form, so that they can receive the final dividend for the financial year 2025-26 directly through electronic credit.

15. The Record Date for the payment of final dividend is close of business hours on July 30, 2026 ("Record Date").

16. Pursuant to the Clause 154 of the Articles of Association of the Company, any member can waive/forgo the right to receive any dividend. A member, if so wishes, can waive/forgo the right to receive dividend for any financial year, by submitting the duly filled prescribed form to the Company's RTA on or before the Record Date. The prescribed form is available at **https: //sur yaamba.com/investor-ser vices/.**

Scan the QR to view the Dividend Waiver form

17 The Company shall deduct tax at source from dividend paid to shareholders at the prescribed rates. The particulars of deduction ~~of tax on dividend and procedure for s~~ubmission of documents in that regard are available at https://suryaamba.com/tds-ondividends/.The shareholders are requested to submit the necessary documents on or before July 30, 2026

Scan the QR code to view the procedure for submission of TDS documents

General Shareholder Information

Speaker Registration

18. Shareholders who would like to express their views / ask questions during the AGM may register themselves as a speaker by sending their request, mentioning their name, demat account number or folio number, e-mail id and mobile number, at cs@suryaamba.com latest by August 05, 2026.
19. Only registered speakers will be allowed to express their views / ask questions during the meeting for a maximum time of 3 (three) minutes each, once the floor is open for shareholder queries.
20. The Company reserves the right to restrict the number of speakers and number of questions depending on the availability of time during the meeting.
21. The shareholders who do not wish to speak during the AGM but have queries may send their queries, mentioning their name, demat account number / folio number, e-mail id and mobile number, to cs@suryaamba.com. These queries will be suitably replied to by the Company by e-mail.

Dispatch of Annual Report through Electronic Mode

22. The Notice of AGM along with the Annual Report for F.Y. 2025-26 is being sent only through electronic mode to those shareholders whose e-mail addresses are registered with the Company's RTA / Depositories. Hard copies of the Annual Report shall be sent to shareholders upon request only.
23. Shareholders may note that the Notice of the AGM along with the Annual Report for F.Y. 2025- 26 is also available for download on the website of the Company at www.suryaamba.com, on the websites of the Stock Exchange, i.e. BSE Limited at www.bseindia.com and on the website of NSDL www.evotingindia.com.
24. For receiving all communication (including Notice and Annual Report) from the Company electronically, the shareholders are requested to update their e-mail addresses with the Depository / RTA.

RTA Services

25. Shareholders can access various services through the web-based application https://www.kfintech.com.
26. Shareholders can also use the chat box to ask questions and get information about queries by logging in at https://www.kfintech.com/.

Updating KYC (Physical Shareholders)

27. Shareholders holding shares in physicalform can update their PAN, KYC details, nomination, contact details, bank A/c details and specimen signature for the respective folios by submitting the application and documents, as may be applicable, to the Company's RTA. The prescribed form(s) are available at https://www.suryaamba.com/mandatory-kyc-update/ & on RTA's website at https: //w w w.kfintech.com.

Transfer to Investor Education and Protection Fund

28. Pursuant toSection124 of the Act, thedividends that are unclaimed for a period of seven years shall be transferred to the Investor Education and Protection Fund ("IEPF"). Shares on which the dividend remains unclaimed for seven consecutive years shall also be transferred to IEPF.

29. The unclaimed dividend for the financial year 2018-19 is due for transfer to IEPF on September 22, 2026. Hence, shareholders are requested to claim their unpaid dividend within the stipulated timelines.

30. Information regarding the unclaimed dividends and shares already transferred and due to be transferred to IEPF Authority is available on the company's website, along with the procedure to claim the same from IEPF Authority, and can be accessed at https://www.suryaamba.com/details-of-shares-to-iepf/.

Dematerialisation of Physical Share Certificates

31. SEBI now mandates that only shares held in dematerialised form shall be permitted for transfer. Further, the securities shall be issued in dematerialised form while processing requests for transmission / transposition / duplicate certificates, etc. Hence, the shareholders are requested to dematerialise their physical shares as soon as possible.

By the Order of Board of Directors
For Suryaamba Spinning Mills Limited

Suchita Dandekar
Company Secretary & Compliance Officer
ICSI Membership No ACS78288

Registered office:
1st Floor, Suryatowers,
105,Sardar Patel Road, ,
Secunderabad, (TG) 500 003)
Phone: (040) 27813360
E-mail: cs@suryaamba.com
Website: www.suryaamba.com
CIN: L18100TG2007PLC053831
ISIN: INE360J01011

Place: Nagpur
Date: July 15, 2026

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

As required under Section 102 of the Companies Act, 2013 ("the Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), this statement sets out material facts and disclosures about the Special Business at Item No. 4 of the Notice.

Item No.4

The Company in accordance with the provisions of Section 148 of the Companies Act, 2013 ("The Act") and the Companies (Audit and Auditors) Rules, 2014 ("the Rules") the company is required to appoint a cost auditor to audit the cost records of the company, for products and services specified under rules issued in pursuance to the above section. On the recommendation of the Audit Committee, the Board of Directors, at its meeting held on May 23, 2026 had approved the appointment of M/s G. R. Paliwal & Co., (Firm Registration No. 100058), as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company for the Financial Year 2026-27, at a remuneration of ₹60,000 plus applicable taxes and out-of-pocket expenses.

M/s G. R. Paliwal & Co., Cost Accountant have furnished certificates regarding their eligibility for appointment as Cost Auditors of the Company. In accordance with the provisions of Section 148 of the Act read with the Rules, the remuneration payable to the cost auditor has to be ratified by the shareholders of the Company. Accordingly, approval of the members is sought for the aforesaid purpose. The Board recommends this resolution for approval of the shareholders.

None of the Directors, Key Managerial Personnel of the Company and/or any relatives of such Director, Key Managerial Personnel are in anyway concerned or interested in the resolution set out at Item No. 4 of the Notice.

BOARD'S REPORT

To,
The Members,

SuryaambaSpinning Mills Limited

Your Board of Directors ("Board") are pleased to present the 19th Annual Report of Suryaamba Spinning Mills Limited together with the Audited Standalone Financial Statements for the financial year ended 31st March, 2026.

1. COMPANY SPECIFIC INFORMATION

Suryaamba Spinning Mills Limited (**CIN: L18100TG2007PLC053831**) is a public limited company incorporated under the provisions of the Companies Act, 1956 and listed on the stock exchanges in India. The Company's registered office is situated at **Surya Towers, 1st Floor, 105, Sardar Patel Road, Secunderabad – 500003, Telangana, India**.

The Company is engaged in the manufacture of high-quality specialty synthetic and blended yarns catering to diverse segments of the textile industry. Its product portfolio includes polyester, viscose, bamboo, melange, slub, fancy, recycled and other value-added yarns that are widely used in weaving, knitting and apparel applications.

With a strong emphasis on quality, product innovation, operational excellence and customer satisfaction, the Company has established a robust presence in both domestic and international markets. Its products are exported to customers across Asia, Europe, Africa and the Americas, enabling the Company to maintain a diversified geographical footprint and long-standing customer relationships.

2. FINANCIAL SUMMARY / HIGHLIGHTS

The Standalone FinancialStatementsof the Company for the financial year ended **31st March, 2026** have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

Particulars	**FY 2025-26**	**FY 2024-25**
Revenue from Operations	20,702.44	21,465.76
Other Income	77.47	73.89
Profit Before Depreciation, Finance Cost, Exceptional Items and Tax	1,413.56	1,362.14
Less: Depreciation/Amortisation/Impairment	621.9	626.48
Profit Before Finance Cost, Exceptional Items and Tax	791.66	735.66
Less: Finance Cost	374.44	450.69
Profit Before Exceptional Items and Tax	417.22	284.97
Add/(Less): Exceptional Items	(5.12)	-
Profit Before Tax	412.1	284.97
Less: Tax Expense (Current & Deferred)	107.82	167.68
Profit for the Year	304.28	117.29
Other Comprehensive Income/(Loss)	(3.96)	5.09
Total Comprehensive Income	300.31	122.37
Opening Retained Earnings	5,981.66	5,888.60
Less: Dividend Paid	29.32	29.32
Closing Retained Earnings	6,252.65	5,981.66

Previous year's figures have been regrouped/reclassified wherever considered necessary to conform to the current year's presentation.

Performance Highlights

Despite a challenging operating environment marked by subdued demand in the textile sector, volatile raw material prices and pricing pressure across the value chain, your Company delivered a resilient financial performance through disciplined cost management, operational efficiency and an enhanced focus on value-added products.

The key highlights of the Company's standalone performance during FY 2025-26 are as follows:

- Revenue from Operations stood at **₹20,702.44 lakhs** as against **₹21,465.76 lakhs** in the previous financial year.
- Profit Before Tax increased significantly to **₹412.10 lakhs**, compared to **₹284.97** lakhs in FY 2024-25, registering a growth of approximately **44.6%.**
- Profit After Tax increased to **₹304.28 lakhs** from **₹117.29 lakhs** in the previous year, reflecting strong operational performance and improved profitability.
- Earnings Per Share (EPS) increased substantially to **₹10.38** per equity share compared to **₹4.00**
- in the previous year.
- The Company's Net Worth increased to **₹6,545.65 lakhs** as at **31st March, 2026**, as against **₹6,274.85 lakhs** as at **31st March, 2025**, reflecting the strengthening of its financial position.

3. TRANSFER TO RESERVES

The Board of Directors has decided **not to transfer any amount to the General Reserve** for the financial year ended **31st March, 2026**.

The entire profit for the year, after appropriations, has been retained in the Statement of Changes in Equity. The closing balance of retained earnings as on **31st March, 2026** stands at **₹6,252.65 lakhs.**

4. DIVIDEND

During the year under review, the Board of Directors of your company is pleased to recommend a dividend of ₹1/- (Rupees One only) per equity share of ₹10/- (Rupee Ten only) each for the financial year ended on 31st March, 2026.

The payment of final dividend is subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM) of the Company and shall be subject to deduction of tax at source.

The proposed dividend will result in a cash outflow of approximately **₹29.32 lakhs.**

The dividend payout is in accordance with the Company's Dividend Distribution Policy, which is available on the Company's website at https://www.suryaamba.com/policies. Your Company is following Dividend Distribution Policy as envisaged under Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The Policy, inter-alia, lays down various parameters relating to declaration/recommendation of dividend. Dividend Distribution Policy of the Company can be accessed from the website of the Company, http://www.Suryaamba.com/pdf/policy-onDividend Distribution.pdf.

Scan the QR code to view the Dividend Distribution policy of the Company

5. Material Changes and Commitments:

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

6. Capital and Debt Structure:

During the year under review, the authorised share capital of the Company is **₹ 20,00,00,000/- (Rupees Twenty Crore only**) divided into **₹20,00,000 (Rupees Twenty Lakh only**) equity shares of the face value of **Rs. 10/- each**.
During the year under review, the issued, subscribed and paid up share capital of the Company is **₹ 2,93,19,440/- (Rupees Two Crores Ninety-Three Lakh Nineteen Thousand Four Hundred and Forty only**) divided into **₹ 29,31,944 (Twenty-Nine Lakh Thirty-One Thousand Nine Hundred forty-four only**) equity shares of **Rs. 10/- (Rupees Ten Each only**).
During the year under review, there were no changes to the Company's share capital. The paid-up equity share capital of the Company is **₹2,93,19,440**.
Throughout the year, the Company did not issue any shares or convertible securities, including sweat equity and stock option plans.

7. Credit Rating:

During the year under review, the Company obtained a credit rating from India Ratings & Research Private Limited (a Fitch Group Company), the details of which are provided below:

Instrument Type	Maturity Date	Size of Issue (Million)	Rating assigned along with outlook / watch	Rating Action
Fund-based working capital limits	--	INR 190.00	IND BBB/Negative	Affirmed
Non-Fund-based working capital limits	--	INR 150.00	IND A3+	Affirmed
Term Loan	30th April 2028	INR 205.74	IND BB/Negative	Affirmed

Subsequently, before the close of the financial year, the Company applied to the rating agency for the withdrawal of the credit rating, as all its borrowings and credit facilities had been fully repaid and there were no outstanding debt obligations requiring a credit rating.

Accordingly, the credit rating was withdrawn, and the Company does not have any active credit rating as on the date of this Report.

8. Investor Education and Protection Fund (IEPF):

Pursuant to Section 124 and Section 125 of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, transfer and Refund) Rules, 2016 ('the Rules'), all the unpaid and unclaimed dividends are required to be transferred by the Company to the IEPF established by the Government of India, after the completion of seven years. Further according to the Rules, the shares on which dividend has not been paid or claimed by the Shareholder for seven consecutive years or more shall also be transferred to demat account of the IEPF Authority.

Accordingly, the Company has transferred the unclaimed and unpaid dividends of Rs. 75,904/- relating to financial year F.Y. 2017-18. The details of unpaid/unclaimed dividend transferred to IEPF Authority are available on the Company's website https://www.suryaamba.com/details-of-shares-to-iepf/.

9. Management:

Directors and Key Managerial Personnel (KMP):

At present Composition of the Board of Directors of the Company comprises Six Directors:

Sr No	Name of the Board of Directors	DIN	Designation
01	Shri Virender Kumar Agarwal	00013314	Managing Director
02	Smt. Seema Agarwal	01430206	Joint Managing Director
03	Shri Mayank Agarwal	02749089	Whole Time Director
04	Shri Nilesh Panpaliya	08499844	Independent Director
05	Smt. Neeraja Kartik	08945443	Independent Director
06	Smt Neena Parikh	10764347	Independent Director

In terms of the provisions of Section 2(51) and Section 203 of the Act, the following are the KMP of the Company as on **31st March, 2026**:

- Shri Gajanan Narayanprasad Chhawsaria, CFO
- Smt Kriti Ladha, Company Secretary and Compliance officer

During the year, the following were the changes in Directors/Key Managerial Personnel:

The board of directors of the company vide its meeting dated 01st August 2025 re-appointed Mr. Mayank Agarwal (DIN- **02749089**) as a whole Time Director of the Company for the period of 5 years i.e. with effect from August 01st 2025 to July 31st 2030. Subsequently the said re-appointment was approved by the members of the company at the 18th Annual General Meeting held on September 20, 2025.

After the end of the year and before the date of this report, the following were the changes in Directors/Key Managerial Personnel:

The board of directors of the company vide its meeting dated 30th June, 2026 accepted the resignation of Ms. Kriti Ladha Membership No. 61729 from office as Company Secretary and Key Managerial Personnel (KMP) w.e.f June 30, 2026.

Additionally, the Board of Directors, vide its meeting dated 30th June, 2026, appointed Ms. Suchita Dandekar Membership No. 78288 as Company Secretary and KMP w.e.f. 01st July 2026.

10. Names of the Directors retiring by rotation at the Ensuing Annual General Meeting and whether or not they offer themselves or not they offer themselves for re-appointment:

In pursuance of Section 152 of the Companies Act, 2013 and the rules framed thereunder, Shri. Virender Kumar Agarwal (DIN:00013314), is liable to retire by rotation at the ensuing Annual General Meeting ("AGM") and, being eligible, offers himself for re-appointment. The Board of Directors recommends his re-appointment.

11. Declaration by Independent Directors:

The Company has received declarations from all Independent Directors confirming that they meet the criteria of independence as outlined in Section149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. Additionally, the Independent Directors have declared their compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, regarding their inclusion in the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. There have been no changes in the circumstances affecting their status as Independent Directors of the Company. In the opinion of the Board, the Independent Directors meet the conditions specified under the Act and the Listing Regulations, and they remain independent of management.

This requirement highlights how important independent directors are for providing unbiased oversight. They help make sure that the Board's decisions are not swayed by management or major shareholders.

12. Familiarization Programme for the Independent Directors:

In compliance with the requirements of Regulation 25(7) of the Listing Regulations, the Company has put in place a Familiarisation Programme for the Independent Directors to familiarise them with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model etc. The details of the Familiarization Programme are available on the website of the Company at https://suryaamba.com/policies/

Scan the QR code to view the Familiarization Programme for the Independent Directors

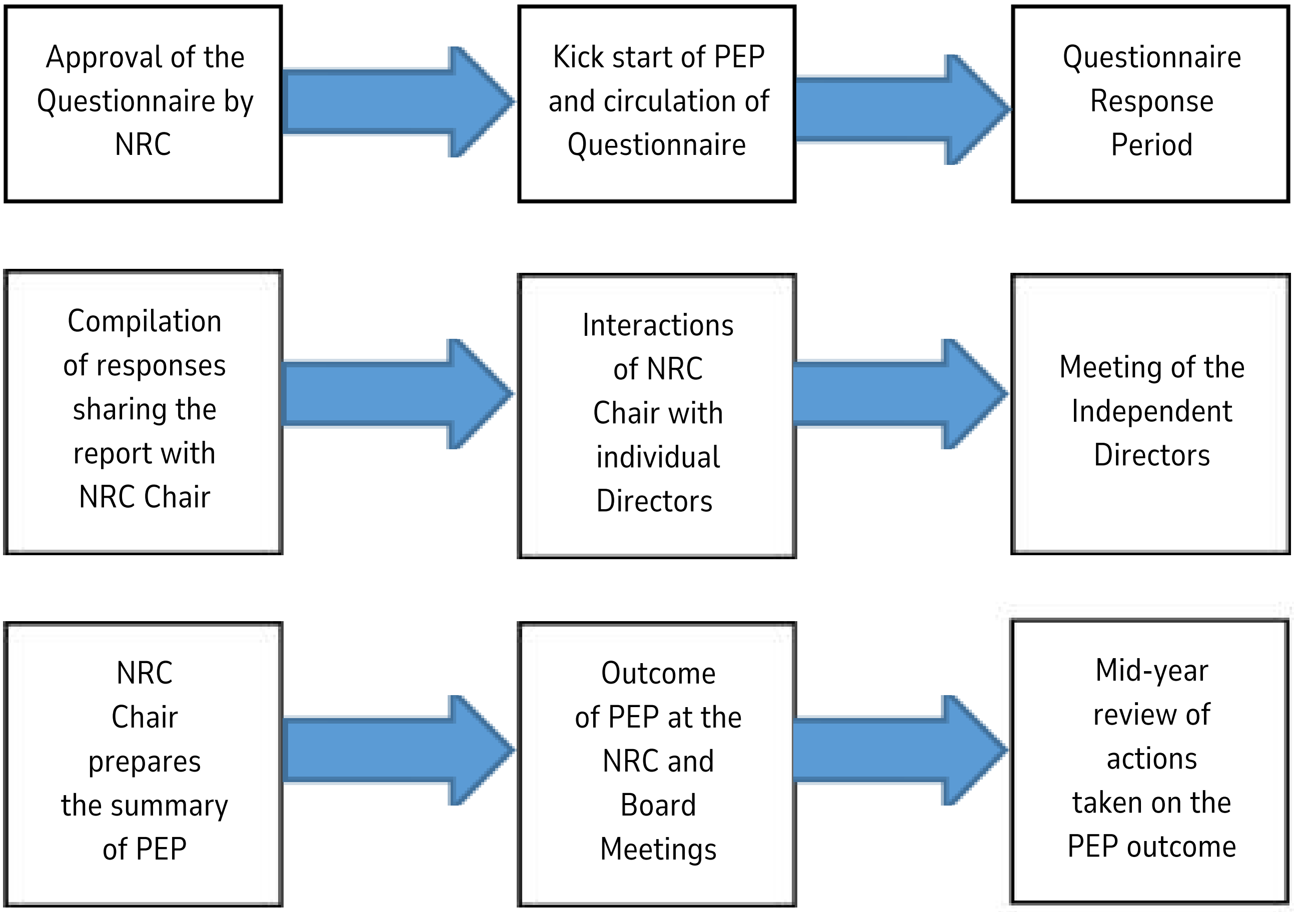
13. Board Performance Evaluation:

Board performance evaluation is carried out under a comprehensive Performance Evaluation Programme ("PEP") every year. PEP is a part of the roles and responsibilities of the Nomination and Remuneration Committee ("NRC"). Every year NRC reviews the performance evaluation criteria for the Board as a whole, the Board committees and individual board members, taking into consideration the SEBI guidelines and the guidance note issued by the ICSI.

The PEP 2025-26 was conducted through a dual approach:

- Questionnaire Approach wherein a questionnaire for performance evaluation of the Board as a whole, Board committees and individual Board members was circulated seeking input from each Board member, and
- Interaction Approach wherein the Lead Independent Director had one-on-one interactions with each Board member seeking input and suggestions on the effectiveness of the Board processes

The Overview of PEP 2025-26 is as follows:



14. Remuneration Policy and Criteria for Appointment of Directors:

The Company has in place a process for selection of any Director, wherein the NRC identifies persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and the Committee also ensures that the incumbent fulfils such criteria with regard to qualifications, positive attributes, independence, age and other criteria as laid down under the Act, Listing Regulations or other applicable laws and the diversity attributes as per the Board Diversity Policy of the Company.

The Remuneration policy, inter alia, covers guiding principles and components such as fixed or variable, retiral benefits, commission, etc. The Remuneration Policy as approved by the Board is available on the website of the Company and can be accessed at https://suryaamba.com/policies.

Scan the QR code to view the Remuneration Policy

Information as per Section 197 (12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in "**Annexure –A**" to this Report. Further, the information pertaining to Rule5(2) & 5(3) of the aforesaid Rules, pertaining to the names and other particulars of employees is available for inspection at the registered office of the Company during business hours and the Annual Report is being sent to the members excluding this. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary and Compliance Officer either at the Registered/Corporate Office address or by email to cs@suryaamba.com.

15. Board Diversity:

Your Company recognises and embraces the importance of a diverse board in its success. The Board has adopted the Board Diversity Policy, which sets out the approach to the diversity of the Board of Directors. The said Policy is available on the Company's website at https://suryaamba.com/policies.

Scan the QR code to view the Diversity Policy

16. Succession Plan:

Your company has an effective succession planning mechanism focusing on the orderly succession of Directors, Key Management Personnel and Senior Management. The NRC implements this mechanism in conjunction with the Board.

17. Management Discussion and Analysis:

The Management Discussion and Analysis as prescribed under Part B of Schedule V read with Regulation 34(3) of the Listing Regulations is provided in a separate section and forms part of this Annual Report which includes the state of affairs of the Company and there has been no change in the nature of business of the Company during the financial year ended March 31, 2026.

18. Corporate Governance Report

The Corporate Governance Report and the certificate from the Company's auditors, as stipulated in Schedule V of the Listing Regulations, are provided in a separate section which forms part of this Annual Report.

19. Board Meetings:

The Board of Directors of the Company met 7 (seven) times during the year under review. The dates of the Board meetings and the attendance of the Directors at the meetings are provided in the Corporate Governance Report, which forms a part of this Annual Report.

20. Committees of the Board:

As on March 31, 2026, the Board has 4 (four) Committees. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee.

21. Related Party Transactions:

All the related party transactions are entered on arm’s length basis, in the ordinary course of business and are in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large or which warrants the approval of the shareholders. Accordingly, no transactions are being reported in Form AOC-2 in terms of Section 134 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014. However, the details of the transactions with Related Parties are provided in the Company’s financial statements in accordance with the Accounting Standards. However, the details of the transactions with Related Parties are provided in the Company’s financials. All Related Party Transactions are presented to the Audit Committee and the Board. Omnibus approval is obtained for the transactions which are foreseen and repetitive in nature. A statement of all related party transactions is presented before the Audit Committee on a half yearly basis, specifying the nature, value and terms and conditions of the transactions.

The Policy on Related Party Transactions as approved by the Board is available on Company’s website https://www.suryaamba.com/policies.

Your Company has adopted a Related Party Transactions Policy. The Audit Committee reviews this Policy from time to time and also reviews and approves all related party transactions, to ensure that the same are in line with the provisions of applicable law and the Related Party Transactions Policy. The Policy was amended by the Board of Directors to incorporate the new requirements introduced under the SEBI Listing Regulations.

The Audit Committee approves related party transactions and wherever it is not possible to estimate the value, approves limit for the financial year, based on best estimates. All related party transactions entered into during the year were in the ordinary course of the business and on arm’s length basis. All Related Party Transactions are placed before the Audit Committee for approval. The particulars of material related party transactions, if any, are provided in Form AOC-2 as required under Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 as annexed and forms an integral part of this Report.

There are no materialsignificant relatedparty transactionsmade by the Company except as disclosed in the Annual Report which may have potential conflict with the interest of the Company during the year by your Company. Further, suitable disclosures as required under the Accounting Standards have been made to the notes of the Financial Statements. The Board has approved the Policy of the Related Party Transactions, as approved by the Board, is available on the website of the Company at https://www.suryaamba.com/policies.

Scan the QR code to view the Policy on Materiality of and Dealing with Related Party Transaction

As required under Section 134(3)(h) of the Act, details of transactions entered with related parties under the Act are given in Form AOC-2, provided as "Annexure – B" to this Report.

22. Board Policies:

The various policies that the Board has approved and adopted in accordance with the requirements set forth by the Act and the SEBI Listing Regulations can be accessed at our website https: //w w w.sur yaamba.com/policies.

23. Internal Controls and Internal Financial Controls:

The management team recognises that robust internal controls are foundational to sound governance. Actions derived from consensus-based business strategies should operate within a structured system of oversight and balance. The leadership is dedicated to maintaining an internal control environment proportionate to the business's scale and intricacy. This environment is designed to ensure adherence to internal protocols, compliance with pertinent laws and regulations, and the integrity and precision of financial records. It also aims to bolster operational efficiency, safeguard company assets, and aid in preventing and detecting fraud, inaccuracies, and anomalies, thereby substantially mitigating risk exposure. The Company has established a comprehensive internal controls framework. This framework encompasses an array of policies, procedures, and mechanisms that are pivotal in augmenting operational efficiency and effectiveness, curtailing risks and expenditures, and fostering enhanced decision-making and accountability. The internal financial controls framework, an integral component of the broader internal controls system, is pivotal in guaranteeing the dependability and precision of financial reporting. This framework facilitates the meticulous preparation of financial statements by generally accepted accounting standards.

24. Whistle-blower Policy/Vigil Mechanism:

At Suryaamba, we are dedicated to upholding high standards of professional integrity and ethical conduct in all our business dealings. This Code mandates that our employees embody the Company's core values and engage in business activities with integrity and the utmost ethical standards. Through our Whistleblower Policy, management proactively works to avert any actions that deviate from this Code. This policy establishes a protected avenue for employees to report any infractions of the Code responsibly. The board sanctioned Whistleblower policy is accessible on our website at https://suryaamba.com/policies.

For more in-depthinformation regardingthe Company’sVigilMechanism, please refer to the Corporate Governance Report included within this Annual Report.

Scan the QR code to view the Whistle Blower Policy

25. Risk Management:

Risk Management is a basic key to ensure sustained profitability and stability and also forms an integral and important component of Corporate Governance. The Company has the Risk Management Policy in place which identifies elements of risk, if any, which in the opinion of the Board may threaten the existence of the Company. The objective of the Policy is to develop a ‘risk intelligent’ culture which drives informed decision making and builds resilience to adverse developments while ensuring that opportunities are exploited to create value for all stakeholders.

The Board / Management puts in place adequate and effective system and resources for the purposes of risk management. The Board periodically reviews the risks and suggests steps to be taken to control and mitigate the same through a properly defined framework. Suryaamba believes that a robust risk management system ensures adequate control and monitoring mechanism for a smooth and efficient running of the business.

A risk-aware organization is better equipped to maximize the shareholder’s value. The Company’s future growth is linked to general economic conditions prevailing in the market.

The Company has a robust Enterprise Risk Management (ERM) framework that enables it to strategically take calculated risks to remain competitive and drive growth, while simultaneously mitigating other risks to ensure long term sustainability and stable performance.

In line with this, the Board has endorsed a comprehensive Risk Management Policy, a synopsis of which can be accessed on our website at https://suryaamba.com/policies.

Scan the QR code to view the synopsis of Risk Management Policy

26. Auditors:

a) Statutory Auditors: Disclosing the details of the Statutory Auditors in the Board' s Report helps ensure transparency and gives shareholders and other stakeholders confidence in the Company’s financial health and adherence to regulations. M/s Manish N. Jain & Co., Chartered Accountants, (Firm’s Registration. No. 138430W), were appointed as the Statutory Auditors of the Company for a period of 5 (five) years at the 18th AGM of the Company to hold office till the conclusion of the 23rd AGM of the Company.

The Auditor's Report for the financial year 2025-26 has been issued with an unmodified opinion.

b) Secretarial Auditors: The Secretarial Audit verifies whether the Company follows various laws and regulations, strengthening its compliance efforts. The Board is responsible for responding to any issues raised in the audit report, which shows its commitment to making necessary changes and maintaining high compliance standards. The Board had appointed M/s Aarju Agrawal & Associates, Practicing Company Secretaries, to undertake the Secretarial Audit of the Company for the financial year ended March 31st, 2026. The Secretarial Audit Report in the Form No. MR-3 for the year is provided as "**Annexure – C**" to this Report. Pursuant to the amended provisions of Regulation 24A of the SEBI (LODR) Regulations and Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Audit Committee and the Board of Directors at their respective meetings held on May 30, 2025 have approved and recommended for approval of Members, appointment of Aarju Agrawal & Associates, Company Secretaries, as Secretarial Auditor to conduct the Secretarial Audit of the Company for a term of upto 5(Five) consecutive years, to hold office from financial year 2025-26 till financial year 2029-30.

c) Cost Auditors: Sharing information about the Cost Auditors in the Board's Report promotes transparency and accountability in the Company's cost accounting practices and the accuracy of cost records. This disclosure shows that the Company meets legal requirements and helps stakeholders understand how it manages costs.

Your Board has appointed M/s G. R. Paliwal, Cost Accountants (Firm's Registration No. 100058) as Cost Auditor of the Company for conducting Cost Audit in respect of Textiles of the Company for the FY 2026. The Company has maintained the Cost Records as specified by the Central Government under Section 148(1) of the Act.

d) Internal Auditors: Pursuant to the provisions of Section 138 of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014, on the recommendation of the Audit Committee, the Board of Directors of the Company has appointed M/s Wadhwani Sherke & Co., Chartered Accountant having Membership Number-191285 to conduct the Internal Audit of the Company as per Rule 13 of the Companies (Accounts) Rules, 2014 for the financial year 2026-27.

During the year under review the Internal Audit Report do not contain any adverse remarks or qualification on the functions and activities of the Company.

27. Corporate Social Responsibility ("CSR"):

In compliance with the requirements of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the CSR Policy of the Company is available on the website of the Company and can be accessed through the web link at https://suryaamba.com/policies.

Scan the QR code to view the CSR Policy

The Annual report on CSR activities, which contains details of expenditures incurred by the Company and brief details on the CSR activities, is provided in, "**Annexure – D**" to this Report.

28. ConservationofEnergy,TechnologyAbsorptionandForeign Exchange Earnings and Outgo:

The information onconservation of energy,technology absorption andforeign exchangeearnings and outgo as stipulated under Section 134(3)(m) of the Act read with Rule8 of the Companies (Accounts) Rules, 2014, is provided as "**Annexure – E**" to this Report.

29. Human Resources:

Suryaamba considers human resources to be its most valuable asset and continues to put due emphasis on appropriate human resource development for its business. Your Company constantly endeavour to invest in people and processes to improve human capital for the organization and service delivery to its customers. The employees of your Company fully identify with the Company's vision and business goals. Your Company strives to provide a healthy, conducive and competitive work environment to enable the employees excel and create new benchmarks of productivity, efficiency and customer delight.

Suryaamba always believes in maintaining mutually beneficial industrial relations and hence the industrial relations have always been smooth, cordial and trusting.

The priority for the Human Resource function continued to provide a work environment which is safe, diverse, inclusive and full of growth opportunities in line with our Employee Value Proposition of Better Every day, Take Charge, Thrive Together. Going forward, focus will be on further enhancing our employer brand, providing growth & development opportunities to our employees through talent management along with focus on high performance and effectiveness.

Your Board would like to take this opportunity to express their gratitude and appreciation for the passion, dedication and commitment of the employees and look forward to the continued contribution.

30. Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

YourBoard strongly believes in providinga safe and harassment free workplace for each and every individual working for the Company through various interventions and practices. It is the continuous endeavour of the Management of the Company to create and provide an environment to all its employees that is free from discrimination and harassment including sexual harassment. The Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder.

The Company has arranged various interactive awareness workshops in this regard for the employees at the manufacturing sites, R & D set ups & corporate office during the year under review.

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

For the financial year 2025–26, no complaints were filed, reaffirming our commitment to fostering a culture of dignity, trust, and accountability at every level.

31. ProhibitionofInsiderTrading:

TheCompany has established a Codeof Conduct for Prohibition of Insider Training ("Code") to govern, monitor, and report trading in the Company's shares by designated persons and their immediate relatives, in accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Code outlines the procedures that designated persons must follow when trading or dealing in the Company's shares and sharing Unpublished Price Sensitive Information ("UPSI"). The Suryaamba Compliance Team sends bi-weekly communications to inform the designated person about the compliance do's and don'ts related to Insider Trading Regulations, ensuring understanding and adherence to the Code. The Code can be accessed at the Company's website at **https://suryaamba.com/policies**.

Scan the QR code to view the Code of Conduct for Prevention of Insider Trading

32. Cyber Security:

Duetothe rise in cyberattacks, we regularly review our cyber security practices and improve our processes and technology controls based on new threats. Our company has real-time security monitoring in place, along with necessary controls at different levels, from individual user devices to networks, servers, applications, and data.

33. Regulatory Orders:

Currently, there are no substantial or impactful orders issued by regulatory bodies, courts, or tribunals that could affect the Company's capacity to continue as a going concern. According to the Listing Regulations, the Company is committed to transparently disclosing any significant events, important information, or regulatory directives it receives, ensuring that stakeholders are kept informed on a regular basis.

34. Annual Returns:

The draft Annual Return as required under sub-section (3) of Section 92 of the Act in form MGT-7 is made available on the website of the Company and can be accessed at **https: //sur yaamba.com/annual-return**.

35. Secretarial Standards:

The Company has complied with the applicable Secretarial Standards as amended from time to time.

36. Other Disclosures:

1. During the year under review, the Statutory Auditor, Cost Auditor and Secretarial Auditor have not reported any instances of fraud committed in the Company by its Officers or Employees to the Audit Committee and/or Board under section 143(12) of the Act.

2. There are no proceedings initiated/pending against your Company under the Insolvency and Bankruptcy Code, 2016, and there is no instance of one-time settlement with any Bank or Financial Institution.

3. Under Regulation 20(2)/(2A) of SEBI (LODR) Regulations, 2015 BSE has imposed a fine on the Company for non-compliance of above mentioned Regulation pertaining to the constitution of stakeholder relationship committee. However, on receipt of mail from BSE dated November 21, 2024, with respect to the above mentioned subject, in this regard, the Company explained all the facts along with clarification letter and made a waiver request dated December 4, 2024 to the Stock Exchanges for the same which was subsequently waived off.

4. The Company has not issued any equity shares with differential rights regarding dividends, voting, or other rights.

5. The Company neither has any subsidiary, joint venture nor any associate company.

36. Directors' Responsibility Statement:

Pursuant to Section 134(5) of the Act, the Board of Directors to the best of their knowledge and ability, confirm that:

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

2. The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

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

4. The Directors had prepared the annual accounts on a going concern basis;

5. The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

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

37. Acknowledgements:

Your Board wish to thank all stakeholders, employees and business partners, Company's bankers, medical professionals and business associates for their continued support and valuable cooperation. Your Board also wish to express their gratitude to investors for the faith that they continue to repose in the Company.

For and on Behalf of the Board of Directors

Place: Nagpur
Date: July 15, 2026

Virender Kumar Agarwal
Managing Director
DIN: 00013314

Seema Agarwal
Joint Managing Director
DIN: 01430206

Annexure-A

Information required under Section 197 of the Act Read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

(i) Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the FY 2026 and the percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the FY 2026:

Remuneration to Directors:

Name of Director	Designation	Remuneration in Financial Year			*Ratio of Remuneration to MRE	Ratio of Remuneration	
		2025-26 ₹ in Lakhs	2024-25 ₹ in Lakhs	% of increase from 2024-25		Revenue	Net Profit
Virender Kumar Agarwal	Managing Director	47.38	47.38	0.00%	49.17 times	0.0024	0.16 times
Seema Agarwal	Joint Managing Director	44.16	44.16	0.00%	45.83 times	0.0022	0.15 times
Mayank Agarwal	Whole Time Director	34.94	34.94	0.00%	36.26 times	0.0017	0.12 times

Remuneration to Key Managerial Personnel(KMP):

Name of Director	Designation	Remuneration in Financial Year			*Ratio of Remuneration to MRE	Ratio of Remuneration	
		2025-26 ₹ in Lakhs	2024-25 ₹ in Lakhs	% of increase from 2024-25		Revenue	Net Profit
Gajanan Chhawsaria	Chief Financial Officer	20.02	21.30	(6.01%)	20.78 times	0.0010	0.07 times
Kriti Ladha	Company Secretary Compliance Officer	4.30	4.41	(2.49%)	4.46 times	0.0002	0.01 times

*** Median Remuneration Employee**

**** Based on annualized salary and rounded off to two decimals**

1. The Median Remuneration of Employees (MRE) excluding Whole-time Directors (WTDs) was **₹96,355/-**

2. In the financial year, there was a decrease of **(22.23%)** in the median remuneration employees.

3. There are **1272** permanent Employees on the Rolls of the Company as on **31st March, 2026**.

4. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year – N.A. and

5. It is affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other employees, adopted by the Company.

Details of employee remuneration as required under provisions of Section 197(12) of the Companies Act, 2013 and Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms an integral part of this annual report. The above Annexure is not being sent alongwith this annual report to the members of the Company in line with the provisions of the Act. Members who are interested in obtaining these particulars may write to the Company Secretary at **cs@suryaamba.com.**

Annexure-B

FORM NO. AOC – 2 (Pursuant to clause (h) of Sub-Section (3) of Section134 ofthe Companies Act, 2013 ("the Act") and Rule 8(2) of the Companies (Accounts) Rules, 2014))

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

a) Details of contracts or arrangements or transactions not at arm's length basis. There were no contracts or arrangements or transactions entered into during the year ended March 31, 2026, which were not at arm's length basis.

b) Details of material contracts or arrangement or transactions at arm's length basis. There were no material contracts or arrangements or transactions entered into during the year ended March 31, 2026.

For and on Behalf of the Board of Directors

Place: Nagpur

Date: July 15, 2026

Virender Kumar Agarwal
Managing Director
DIN: 00013314

Seema Agarwal
Joint Managing Director
DIN: 01430206

Annexure C

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON MARCH 31ST, 2026
[Pursuant to Section204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
SURYAAMBA SPINNING MILLS LIMITED
CIN: - L18100TG2007PLC053831
Surya Towers, 1st Floor, 105, Sardar Patel Road,
Secunderabad-500 003 (T.G.), India

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Suryaamba Spinning Mills Limited** bearing CIN: - **L18100TG2007PLC053831** (hereinafter referred to as "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Auditor's responsibility

My responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. I have conducted the audit in accordance with the applicable Auditing Standards issued by The Institute of Company Secretaries of India. The Auditing Standards require that the Auditor shall comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, to the extent the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit,I hereby reportthat in my opinion, the Company has, during the Audit Period from April 01, 2025 to March 31, 2026 ("the Audit Period") generally complied with the statutoryprovisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent,in the manner and subjectto the reporting made hereinafter:

I have examined the books, papers,minute books, forms and returnsfiled and other records made available to me and maintained by the Companyfor the Financial Year ended on March 31, 2026 according to the applicable provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;
(ii) The Securities Contracts(Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following regulations and guidelines prescribed under the Securities and Exchange Board of IndiaAct, 1992 ('SEBI Act') to the extent applicable to the Company:

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

(b) The Securities and Exchange Board ofIndia (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time - (Not applicable to the Company during the audit period);

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat equity) Regulations, 2021 - (Not applicable to the Company during the audit period);

(e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - (Not applicable to the Company during the audit period);

(f) The Securities and Exchange Boardof India (Registrars to an Issueand Share TransferAgents) Regulations, 1993 regarding the Companies Act and dealing with the Client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - (Not applicable to the Company during the audit period);

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

(i) The Securities and Exchange Boardof India (ListingObligations and Disclosure Requirements) Regulations, 2015;

(j) The Securities and Exchange Board of India(Depositories and participants) Regulations, 2018;

(vi) The following are other laws specifically applicable to the Company, namely :-

- The Employee's Provident Fund & Miscellaneous Provision Act, 1952
- Industries (Development & Regulation) Act, 1951
- Environment Protection Act, 1986 and other environmental laws
- Industries Disputes Act, 1947
- The Employees Compensation Act, 1948
- Equal Remuneration Act, 1976
- The Noise Pollution (Regulation & Control) rules, 2000
- Hazardous Waste (Management , Handling and Transboundary Movement)Rules, 2008
- Information Technology Act, 2000
- Foreign Trade Policy 2023-2028
- The Maternity BenefitAct, 1961
- The payment of Gratuity Act, 1972
- The Minimum Wages Act, 1948
- The Payment of Bonus Act, 1965
- The Payment of Wages Act, 1936
- The Factories Act, 1948
- The Contract Labour(Regulation & Abolition)Act, 1970
- The Employment Exchanges(Compulsory Notification of Vacancies)Act, 1959
- The Industrial Employment (Standing Orders)Act, 1946
- The Water (Prevention and Control of Pollution) Cess Act, 1977
- Maharashtra Shops and Establishments Act, 1948
- Maharashtra Labour WelfareAct, 1948

- Land Revenue Laws of the State of Telangana
- Acts as prescribed under Direct tax and IndirectTax
- Income Tax Act, 1961
- Goods and ServiceTax Act, 2017 and the rules made thereunder
- Maharashtra Fire Prevention and Life SafetyMeasures Act, 2006
- Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013
- The Nationaland Festival HolidaysAct 1963 (Relevant State Acts)

I report that the applicable financial laws, such as the Direct and Indirect Tax Laws, have not been reviewed under my audit as the same falls under the review of statutory audit and by other designated professionals.
I have also examined compliance with the applicable clauses and regulations of the following:

(i) Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) pertaining to Board and General Meetings.
(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (hereinafter referred to as "the listing regulation") and Uniform Listing Agreement(s) entered with BSE Limited ;

During the audit period under review, to the best of my knowledge and belief and according to the information and explanations given to me, the Company has generally complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above, to the extent applicable except mentioned below:

- As per Section 56 of the Companies Act, 2013 the company was required to transmitted the shares of Mr. Ravinder Agrawal who has passed away on 6th October, 2018 and whose shareholding is still reflecting under Promoter's category in the Shareholding Pattern of the Company holding 100 Equity Shares in physical mode and whose transmission of shares could have already been processed earlier but could not have been done so far and it is still under process.

Please expeditethe process of transmission of shares and rectify the same in Shareholding Patternof the Company at the earliest.

- The Company has duly filed forms with Ministry of Corporate Affairs (MCA) within the stipulated time allowed under the Companies Act, 2013 except some forms required pursuant to provisions of Companies Act, 2013 and rules made thereunder.

I furtherreportthat;

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act and Listing Regulations.
- Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

- -All decisions at Board meetingsandCommitteemeetingsare carried out unanimously as recorded in the minutes of the meetings of the Board of Directors and Committee(s) of the Board, as the case may be.

I further report thatt

there exist adequate systems and processes in the Company that commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws,rules, regulations and guidelines etc.

I further report thatt

the above mentioned Company being a listed entity and this report is also issued pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and circular No.CIR/CFD/CMD1/27/2019 dated 08th February, 2019 issued by Securities and Exchange Board of India.

I further report that

as per the information and explanation provided by the management, the Company does not have any material unlisted subsidiary (ies) incorporated in India pursuant to Regulation 16(c) and 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the period under review.

I further report that

during the audit period there were no other specific events/actions having a major bearing on the company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards etc referred above.

For AarjuAgrawal&Associates
Company Secretaries

Place: Nagpur
Date: July 2nd, 2026

Aarju Agrawal
Proprietor
ACS No.: A42507CPNo.: 15770
UDIN : A042507H000732603
P/R No.: 2871/2023

Encl. Annexure-I

Note: This report is to be read with my letter of even date which is annexed as **'ANNEXURE-I'** and forms an integral part of this report.

ANNEXURE – I

To,
The Members,
SURYAAMBA SPINNINGMILLS LIMITED
CIN: - L18100TG2007PLC053831
Surya Towers, 1st Floor, 105, Sardar Patel Road,
Secunderabad-500 003 (T.G.), India

Dear Sir/Madam,

Sub.: My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company and I rely on Auditors Independent Assessment on the same.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limitedto the verification of processfollowed by Companyto ensure adequate Compliance.

6. The Secretarial Audit report 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.

I have relied upon the information provided by the Management with respect to related party transactions for its compliance.

For Aarju Agrawal & Associates
Company Secretaries

Aarju Agrawal
Proprietor
ACS No.: A42507CPNo.: 15770
UDIN : A042507H000732603
P/R No.: 2871/2023

Place: Nagpur
Date: July 2nd, 2026

Annexure-D

Annual Report on Corporate Social Responsibility [Rule 8 Of Companies (Corporate Social Responsibility Policy) Rules, 2014]

A) Brief Outline on CSR Policy of the Company:

At **Suryaamba Spinning Mills Limited**, we believe that healthy businesses can only flourish in healthy societies. The Company has identified health, education, environment protection, social development, women empowerment as the areas where assistance is provided on a need based and case-to-case basis. Your Company persisted with participation in such activities at the local grass root level during the year.

The Company's CSR Policy seeks to touch and transform people's lives by promoting education, health care and employment opportunities. Indeed, it seeks to evaluate the quality of people especially the disadvantaged sections of the society.

The Company's CSR policy reflects its philosophy on social responsibility and lays down the guidelines and mechanism for undertaking socially useful programs aimed at the welfare and sustainable development of the community as a whole. The Company strives to create maximum impact through its CSR activities by leveraging its financial and human resources, networks, and expertise. The CSR Policy and programs focus on the areas covered under Schedule VII of the Companies Act, 2013.

B) Composition of CSR Committee:

The Suryaamba Spinning Mills Limited has set up Corporate Social Responsibility Committee (CSR Committee) as per the requirement of the Companies Act. The members of the CSR Committee are:

Sr. no.	Name of Director	Designation / Nature of Directorship Chairman	Nature of Directorship	No of CSR meetings attended during the year	No of CSR meetings attended during the year
01	Seema Agarwal	Chairman	Joint Managing Director	1	1
02	Mayank Agarwal	Member	Whole Time Director	1	1
03	Dr. Neena Parikh	Member	Non-Executive Independent Director	1	1

C) The web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company– Composition of CSR committee: https://www.suryaamba.com./ committees-of-the board CSR Policy: https://suryaamba.com/policies/

D)The details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014: Not Applicable

E) Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: Not Applicable

F) Obligation for the Financial Year: Nil

Duringtheimmediateproceeding financial year, the NetProfitof the Company was belowthe threshold limit as specified under 135 of the Companies Act, 2013, hence Corporate Social Responsibility is not applicable for the current financial period, thus the commitment for the current financial period, was computed at ₹NIL.

G) Average Net profits of the Company of the three Financial Years as per section 135(5): Nil

H) Expenditure during the Financial Year

1) CSRamount spent or unspent for the financial year: Nil
2) Details of CSR amount spent against ongoing projects for the financial year: Not Applicable
3) Details of CSR amount spent against other than ongoing projects for the financial year: Not Applicable
4) Amount spent in Administrative Overheads: NIL
5) Amount spent on Impact Assessment, if applicable: NIL
6) Excess amount for set off, if any: NIL

During the year under review the company had not spent any amount towards the CSR activities.

I) (i) Details of Unspent CSR amount for the preceding three financial years: NIL
(ii) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s) – Nil

J) In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year– No capital asset was created or acquired during the financial year 2025-26 through CSR spend. (Asset wise details – Not applicable)
(i) Dateof creation oracquisition of the capitalasset(s). –NA
(ii) Amount of CSR spent for creation or acquisition of capital asset. – NA
(iii) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.– NA
(iv) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset). – NA

K) Specify the reason(s), if the company has failed to spend two percent of the average net profit as per section 135(5) of the Act: Not Applicable

Place: Nagpur
Date: July 15, 2026

Mayank Agarwal
Member of CSR Committee
DIN: 02749089

Seema Agarwal
Chairman of CSR Committee
DIN: 01430206

Annexure-E

Conservation of Energy, Technology Absorption and Foreign ExchangeEarningsand Outgo

Information as requiredundersection 134(3)(m)of theCompanies Act,2013 read withRule8(3)of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2026, is given below and forms part of the Board's Report.

A. Conservation of energy:

Information as required under section 134(3)(m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2026, is given below and forms part of the Board's Report.

Steps taken or impact on conservation of energy

- Implemented synchronized preventive maintenance schedules for all major production equipment to ensure optimum operating efficiency.
- Installed high-efficiency Horizon Series screw air compressors, resulting in improved energy performance and reduced specific power consumption.
- Conducted periodic energy audits to identify energy-saving opportunities and implemented corrective measures wherever feasible.
- Optimized compressed air systems and production processes to minimize energy losses.
- Continuously monitored energy consumption through regular review mechanisms and adopted immediate corrective actions to curtail avoidable power consumption.
- Undertook continuous improvements in operational practices, resulting in better utilization of electrical energy across manufacturing operations.

These initiatives have contributed to improved operational efficiency, optimized energy utilization, and reduction in overall energy consumption per unit of production.

B. Technology Absorption

TheCompany continuouslyendeavors to upgrade its manufacturing processes by adopting modern technologies, improving operational efficiencies, enhancing product quality, and reducing manufacturing costs.

The key initiatives undertaken during the year include:

- Continuous modernization and upgradation of plant and machinery to improve productivity and operational reliability.
- Adoption of advanced manufacturing practices to enhance product quality and consistency.
- Continuous process improvements aimed at optimizing energy utilization, reducing wastage, and lowering production costs.
- Development and manufacture of value-added yarn products in line with changing customer requirements and market demand.
- Ongoing employee training and skill development to ensure effective utilization of modern manufacturing technologies.

The Company has not imported any technology during the last three financial years, including FY 2025–26. Accordingly, the disclosure requirements relating to technology imported, year of import, technology absorption, and expenditure incurred on imported technology are not applicable.

The Company's continued focus on technological improvements has enabled it to maintain high quality standards, improve manufacturing efficiency, optimize resource utilization, and strengthen its competitive position in the textile industry.

C. Foreign exchange earnings and outgo: The details of foreign exchange earnings in terms if actual inflow and outflows during the year are as follows:

(₹ in Lakhs)

	Year ended 31st March 2026	Year ended 31st March 2025
Foreign Earnings (FOB value of Exports, commission earned)	1.71	6.96
Outgo (CIF value of Imports and expenditure in foreign currency)	0.71	0.45

For and on Behalf of the Board of Directors

Place: Nagpur
Date: July 15, 2026

Virender Kumar Agarwal
Managing Director
DIN: 00013314

Seema Agarwal
Joint Managing Director
DIN: 01430206

Corporate Governance Report

The report on CorporateGovernance for the year endedon 31st March, 2026 as prescribed by the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, ("SEBI Listing Regulations"), is furnished below:

1. Company's Philosophy on Corporate Governance:

Corporate Governance at Suryaamba Spinning Mills Limited ("Suryaamba") is a value based framework to manage our Company's affairs in a fair and transparent manner. As a responsible corporation, we use this framework to maintain accountability in all our affairs and employ democratic and open processes. We have evolved guidelines and best practices over the years to ensure timely and accurate disclosure of information regarding our financials, performance, leadership and governance of the Company.

Suryaamba's philosophy aims to reach and positively impact lives around the world by adhering to core values of Quality, Reliability, Consistency, Trust, Humility, Integrity, Passion, and Innovation. These values are not only fundamental to the Suryaamba's identity but also serve as the foundation for its corporate governance practices. The Company wholeheartedly embraces these principles in every interaction with its valued stakeholders, including shareholders, employees, customers, consumers, suppliers, and regulatory authorities, fostering meaningful connections and collaboration.

Promoting in-house governance

Governance thrives through the collective efforts of every individual within the organisation, where each member exemplifies our shared values and principles, irrespective of their role or rank. At Suryaamba, we are genuinely dedicated to cultivating a culture of knowledge sharing and collaboration among our team.

Our corporate governance philosophy is based on the following principles:

- Satisfy the spirit of the law and not merely the letter of the law. Corporate Governance standards should go beyond the law.
- Be transparent and maintain a high degree of disclosure levels.
- Make a clear distinction between personal conveniences and corporate resources.
- Communicate externally, in a truthful manner, about how the Company runs internally.
- Have a simple and transparent corporate structure driven solely by business needs.
- The Management is the trustee of the shareholders' capital and not the owner.

The Board of Directors ('the Board') is at the core of our corporate governance practice and oversees how the Management serves and protects the long-term interests of all our stakeholders. We believe that an active, well-informed and independent Board is necessary to ensure the highest standards of Corporate Governance. Half of our Board i.e., 3 out of 6, are independent. Given below is the report on Corporate Governance at Suryaamba.

2. Code of Conduct:

The Board of Directors has laid down a Code of Conduct ("Code ") for all Board members, the senior management of the Company and all employees including employees of its subsidiary companies. This Code serves as a guide for daily business interactions reflecting our standard for appropriate behaviour and our corporate values, and is designed to prevent, detect, and address any allegation of misconduct and to provide guidance to personnel in recognizing and dealing with important ethical and legal issues and to foster a culture of honesty and accountability within the organisation.

The Code ofConductoftheCompany is available on the website of the Company at **https: //sur yaamba.com/policies**.

Scan the QR code to view the Code of Conduct

All the Board Members and Senior Management Personnel affirm compliance with the Code of Conduct as approved and adopted by the Board of Directors and a declaration to this effect signed by the Chairman and Managing Director has been annexed as "Annexure A" to this Report.

3. Board of Directors:

a. Composition of Board of Directors:

Suryaamba is committed to maintaining an optimal board composition that includes both executive and non-executive directors. Focusing on independence and diversity contributes to a balance between internal insights and external perspectives, which enhances governance practices. Furthermore, as part of Suryaamba's commitment to good governance, the Lead Independent Director serves as a member of all Board Committees upholding the highest standards of governance.

Carefully selected for their diverse skills, experience and expertise, the Board of the Company comprises six Directors as of March 31, 2026.

Category of Directors	Name of the Directors	Designation	Inter-se Relationship between Directors
Promoter /Promoter Group Executive Director	1. Shri Virender Kumar Agarwal	Managing Director (DIN:00013314)	Husband of Smt. Seema Agarwal Father of Shri Mayank Agarwal
	2. Smt. Seema Agarwal	Joint Managing Director (DIN:01430206)	Wife of Shri Virender Kumar Agarwal Mother of Shri Mayank Agarwal
	3. Shri. Mayank Agarwal	Wholetime Director (DIN:02749089)	Son of Shri Virender Agarwal and Smt. Seema Agarwal
Independent Director's	4. Shri Nilesh Panpaliya	(DIN: 08499844)	--
	5. Smt. Neeraja Kartik	(DIN: 08945443)	--
	6. Dr. Neena Parikh	(DIN: 10764347)	--

None of the Directors on the Board of the Company has beendebarred or disqualified from being appointed or continuing as directors of the Company by the Securities and Exchange Board of India ("SEBI")/Ministry of Corporate Affairs ("MCA") or any such statutory authority. A certificate from a practicing company secretary confirming this is annexed as "Annexure B" to this Report. In the opinion of the Board, the Independent Directors fulfill conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and are independent of the management.

b. Board Skill Matrix:

In a dynamic business environment, effective governance requires a well-rounded and strategically skilled board. The board skill matrix serves as a vital framework for assessing the expertise, experience, and competencies of the board members, ensuring alignment with organizational objectives and long-term vision. A distinguished board is the driving force behind strategic vision and corporate resilience, with expertise serving as its cornerstone.

Suryaamba's Board Diversity Policy outlines key characteristics and factors that contribute to a well-rounded and diverse composition of the Board. This policy emphasizes the importance of various perspectives, skills, backgrounds, and experiences to ensure effective governance and decision-making. It aims to create a Board that reflects the rich diversity of our community and stakeholders, thereby enhancing its ability to address complex challenges and seize opportunities.

In view of the Company's business and operations, the Board has identified the various areas and skills for the Board.

Knowledge /Expertise	Skills	Behavioural Traits
Finance and Accounts Legal Governance Domain Knowledge Risk Management Global Exposure Technology and Cyber Security Talent and Performance Management General Management	Strategic Thinking/ Planning Skills Problem Solving Skills Analytical Skills Decision Making Skills Leadership Skills People Skills	Integrity Genuine interest Interpersonal skills/Communication Active participation

This table provides a glimpse into the expertise of the Board members:

Knowledge / Expertise	Mr. Virender Kumar Agarwal	Mrs. Seema Agarwal	Mr. Mayank Agarwal	Mr. Nilesh Panpaliya	Mrs. Neeraja Kartik	Dr. Neena Parikh
Finance and Accounts	Yes	Yes	Yes	Yes	Yes	Yes

Knowledge / Expertise	Mr. Virender Kumar Agarwal	Mrs. Seema Agarwal	Mr. Mayank Agarwal	Mr. Nilesh Panpaliya	Mrs. Neeraja Kartik	Dr. Neena Parikh
Legal	No	No	Yes	Yes	Yes	No
Governance	Yes	Yes	Yes	Yes	Yes	Yes
Domain Knowledge	Yes	Yes	Yes	Yes	Yes	Yes
Risk Management	Yes	Yes	Yes	Yes	Yes	Yes
Global Exposure	Yes	Yes	Yes	Yes	Yes	Yes
Technology and Cyber	Yes	Yes	Yes	Yes	Yes	Yes
Security	Yes	Yes	Yes	Yes	Yes	Yes
Talent & Performance	Yes	Yes	Yes	Yes	Yes	Yes
Management	Yes	Yes	Yes	Yes	Yes	Yes
General Management	Yes	Yes	Yes	Yes	Yes	Yes
Skill	Yes	Yes	Yes	Yes	Yes	Yes
Behavioral Traits	Yes	Yes	Yes	Yes	Yes	Yes

C. Other Directorships:

Inadditionto their roles on our Board, the Directors bring valuable experience and expertise from their positions on other Boards and Committees. These external roles not only broaden their perspectives but also enable them to leverage best practices, networks, and insights that benefit the Company.

An overview of the other directorships held by the members of the Board is given below:

Name of the Director	No. of other Directorships and Committee Memberships / Chairmanships as of March 31, 2026			Other Indian Equity Listed entities in which they hold Directorship	Category of Director ship
	Other Director ship	Committee Member ships	Committee Chairman ships		
Shri Virender Kumar Agarwal	NIL	NIL	NIL	NIL	Not Applicable
Smt. Seema Agarwal	NIL	NIL	NIL	NIL	Not Applicable
Shri Mayank Agarwal	NIL	NIL	NIL	NIL	Not Applicable
Shri Nilesh Panpaliya	NIL	NIL	NIL	NIL	Not Applicable
Smt. Neeraja Kartik	NIL	NIL	NIL	NIL	Not Applicable
Dr. Neena Parikh	NIL	NIL	NIL	NIL	Not Applicable

Notes:
1. Does not include Directorships in Private Limited, Foreign and Section 8 Companies.
2. Includes only Memberships and Chairmanships of Audit and Stakeholders' Relationship Committees.
3. Also includes Chairmanships.

D. Meetings and attendance:

The Company prioritizes effective governance by planning meetings well in advance and carefully aligning schedules with regulatory requirements. Predetermined dates are strategically chosen to maximize director availability, ensuring broad participation. Board attendance is one of the key measures of director engagement, and as a good governance practice, directors are required to maintain at least a 75% attendance in a financial year.

Seven Board meetingswereheld duringthe financial yearended March 31, 2026.
A summary of the attendance of the Board members is given below:

Date of Meeting of Board	Mr. Virender Kumar Agarwal	Mrs. Seema Agarwal	Mr. Mayank Agarwal	Mr. Nilesh Panpaliya	Mrs. Neeraja Kartik	Dr. Neena Parikh
30 May 2025	Yes	Yes	Yes	Yes	Yes	Yes
01 August 2025	Yes	Yes	Yes	Yes	Yes	Yes
14 August 2025	Yes	Yes	Yes	Yes	No	Yes
29 August 2025	Yes	Yes	Yes	Yes	Yes	Yes
25 September 2025	Yes	Yes	Yes	Yes	Yes	Yes
14 November 2025	Yes	Yes	Yes	Yes	Yes	Yes
14 February 2025	Yes	Yes	Yes	No	Yes	Yes
No of Meetings Entitled to Attend	7	7	7	7	7	7
No of Meetings Attended	7	7	7	6	6	7

During the year, one meetings of the Independent Directors were held on February 21, 2026, with all Independent Directors in attendance.

The 18th Annual General Meeting ("AGM") was held on September 20, 2025 and was attended by all Directors of the Company.

E. Familiarisation Programme:

As part of the familiarization programme for the Board Members, the functional heads/senior executives make presentations for the Board Members on various topics covering operations, functional overviews, business performance and opportunities, risk management framework, the regulatory environment in which the Company operates, etc. Attendance of the Independent Directors for such programmes is available on the website of the Company at **https://suryaamba.com/policies.**

Scan the QR code to view the Familiarization Programme

F. Shareholding of Non-Executive Directors as on March 31, 2026:

Name of the Director	No. of Equity Shares
Shri Nilesh Panpaliya	NIL
Smt. Neeraja Kartik	NIL
Dr. Neena Parikh	NIL

4. Board Committees:

A. Audit Committee:

The composition of the Audit Committee and the terms of reference comply with the requirements under Section 177 of the Companies Act, 2013 (“Act”) and Regulation 18 of the SEBI Listing Regulations.

The terms of reference of the Audit Committee, inter alia, include, overseeing Company’s financial reporting process, reviewing the annual financial statements and auditor’s report thereon; reviewing and monitoring the auditor’s independence and performance and effectiveness of audit process; recommending appointment and remuneration of the auditors of the Company; reviewing the adequacy of internal audit function, discussing with internal auditors of any significant findings and follow up there on; evaluating internal financial controls and risk management systems; reviewing transactions with related parties, etc.

Meetings and Composition:

Six meetings of the Audit Committee were held during the financial year 2025-26 on May 30, 2025, August 14, 2025, August 29, 2025, September 25, 2025, November 14, 2025 and February 14, 2026.

The composition of the Audit Committee and a summary of the attendance at meetings are given below:

Sr No	Name of Director	Designation	Position on the Committee	No of Meetings entitled to attended	No of Meetings attended
01	Smt. Seema Agarwal	Joint Managing Director	Member	6	6
02	Shri Nilesh Panpaliya	Independent Director	Chairman	6	5
03	Smt. Neeraja Kartik	Independent Director	Member	6	5

Smt. Kriti Ladha,CompanySecretaryandComplianceOfficeroftheCompany is the Secretary of the Audit Committee.

B. Nomination and Remuneration Committee ("NRC"):

The composition of the NRC and the terms of reference comply with the requirements under Section 178 of the Act and Regulation 19 of the Listing Regulations. The terms of reference of NRC, inter alia, include, identification, selection and recommendation of senior management personnel and directors; formulation of criteria for evaluation of Directors and Board and carrying out such evaluation; review and recommendation of remuneration of senior management and directors, etc.

Meetings and Composition:

One meeting of the Nomination and Remuneration Committee were held during the financial year 2025-26 on July 31,2025.

The composition of the Nomination and Remuneration Committee and a summary of the attendance at meetings are given below:

Sr No	Name of Director	Designation	Position on the Committee	No of Meetings entitled to attended	No of Meetings attended
01	Shri Nilesh Panpaliya	Independent Director	Chairman	1	1
02	Smt. Neeraja Kartik	Independent Director	Member	1	1
03	Dr. Neena Parikh	Independent Director	Member	1	1

Smt. Kriti Ladha, Company Secretary and Compliance Officer of the Company is the Secretary of the Audit Committee.

Performance evaluation criteria for Independent Directors:

Board Performance Evaluation is carried out under a comprehensive Performance Evaluation Programme every year. The NRC defines the performance evaluation criterion for Independent Directors, which includes parameters, such as knowledge, competency, fulfilment of functions, availability and attendance, initiative, integrity, contribution, independence and independent views and judgement.

The Board's Report, which forms part of this Annual Report, presents a comprehensive overview of the performance evaluation conducted for the financial year.

C. Stakeholders' Relationship Committee ("SRC"):

The composition of the SRC and the terms of reference comply with the requirements under Section 178 of the Act and Regulation 20 of the Listing Regulations. The terms of reference of SRC, inter alia, include, resolving the grievances of the security holders of the Company; reviewing measures taken for effective exercise of voting rights by shareholders; reviewing adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent; reviewing 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, etc.

Meetings andComposition:

One meetingof the SRC wereheld during the financial year 2025-26 on November 12, 2025.

The composition of the SRC and a summary of the attendance at meetings are given below:

Sr No	Name of Director	Designation	Position on the Committee	No of Meetings entitled to attended	No of Meetings attended
01	Smt. Neeraja Kartik	Independent Director	Chairman	1	1
02	Smt. Seema Agarwal	Joint Managing Director	Member	1	1
03	Dr. Neena Parikh	Independent Director	Member	1	1

Smt. Kriti Ladha, Company Secretary and Compliance Officer of the Company is the Secretary of the SRC.

Compliance Officer:

The Board has designated Smt. Kriti Ladha as the Compliance Officer for the purposes of/under rules, regulations etc. issued by the SEBI, Stock Exchanges, and Companies Act, 2013. Shri Mayank Agarwal is the Nodal Officer for the purpose of IEPF.

D. Corporate Social Responsibility Committee (“CSR Committee”):

The composition of the CSR Committee and the terms of reference comply with the requirements under section 135 of the Act. The terms of reference of the CSR Committee, inter alia, include formulation and recommendation of the CSR Policy and the Annual Action Plan for the financial year, and review and monitoring of the implementation of CSR projects, etc.

Meetings and Composition:

One meetings of the CSR Committee were held during the financial year 2025-26 on November 12, 2025. The composition of the CSR Committee and a summary of the attendance at meetings are given below:

Sr No	Name of Director	Designation	Position on the Committee	No of Meetings entitled to attended	No of Meetings attended
01	Smt. Seema Agarwal	Joint Managing Director	Chairman	1	1
02	Shri. Mayank Agarwal	Whole Time Director	Member	1	1
03	Dr. Neena Parikh	Independent Director	Member	1	1

Smt. Kriti Ladha, Company Secretary and Compliance Officer of the Company is the Secretary of the CSR Committee.

Recommendations of the Committees of the Board:

Duringtheyearunderreview,theBoardacceptedtherecommendations made by the Board Committees.

E. Senior Management:

The NRC reviews the criteria in accordance with the definition of Senior Management Personnel as prescribed by the Listing Regulations, and the following individuals are identified as the Senior Management Personnel.

	Name	Designation
1.	Shri Gajanan N. Chhawsaria	Chief Financial Officer KMP and CMT Member
2.	Shri Pujit Agarwal	VP Marketing CMT Member
3.	Smt. Kriti Ladha	Company Secretary & Compliance Officer KMP

- Core Management Team ("CMT") / Key Managerial Personnel ("KMP")

5. Remuneration of Directors:

Non-Executive Directors

The Non-ExecutiveDirectorsof the Company are entitled to sitting fees for attending each meeting of the Board/Committee.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, determines the payment of commission to the Independent Directors from time to time, considering the attributing factors viz., period of directorship during the year, position as a Lead Independent Director, Chairmanship of the Audit Committee and Chairmanship of other Board Committees, time spent on Board processes, etc.

Executive Directors

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, approves the remuneration of the Chairman and Managing Director and the Whole-time Director(s) within the overall limit approved by the shareholders.

An agreement has been entered into with Shri Virender Kumar Agarwal for his term of appointment and remuneration as a Managing Director for a period of 5 (five) years from March 01, 2022 to February 28, 2027. Either party can terminate the said agreement by giving notice of 30 (thirty) days.

An agreement has also been entered into with Smt. Seema Agarwal for her term of appointment and remuneration as a Joint Managing Director for a period of 5 (five) years from October 01, 2022 to September 30, 2027. Either party can terminate the said agreement by giving notice of 30 (thirty) days.

Shri Mayank Agarwal, Whole-time Director, is in full-time employment of the Company, and his term of appointment and remuneration has been approved for a period of 5 (five) years from August 01, 2025 to July 31, 2030. Either party can terminate his directorship by giving notice of 30 (thirty) days.

Remuneration includes salary, bonus, variable pay(if any), perquisites, contribution to provident and superannuation fund and other benefits as per Company's policy, as applicable, from time to time. There is no provision for payment of severance fees.

The details of remuneration paid/payable to the Directors of the Company for the year ended March 31, 2026 are as follows:

Name of Director	Salary & Perquisites Benefits	PF	Variable Pay	Bonus	Sitting Fees	Commi ssion	Total
Shri. Virender Kumar Agarwal	45.00	2.38	-	-	-	-	47.38
Smt. Seema Agarwal	42.00	2.16	-	-	-	-	44.16
Shri. Mayank Agarwal	33.00	1.94	-	-	-	-	34.94
Shri Nilesh Panpaliya	-	-	-	-	0.15	-	0.15
Smt. Neeraja Kartik	-	-	-	-	0.15	-	0.15
Dr. Neena Parikh	-	-	-	-	0.15	-	0.15

6. Related Party Transactions:

All contracts/arrangements/transactions entered by the Company during the year under review with the related parties were in the ordinary course of business and on an arm's length basis. The transactions entered into pursuant to the omnibus and specific are reviewed periodically by the Audit Committee. No transaction of a material nature has been entered into by the Company with its related parties that may have a potential conflict with the interests of the Company. The Policy on Materiality of and Dealing with Related Party Transactions as approved by the Board is available on the website of the Company at **https://www.suryaamba.com/policies**.

Scan the QR code to view the Policy on Materiality of and Dealing with Related Party

7. Prevention of Insider Trading:

The Company has a Code of Conduct for Prevention of Insider Trading in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 to regulate, monitor and report trading by the Designated Person(s)/and other connected person(s). The structured digital database of unpublished price sensitive information is maintained with adequate internal controls.

The Company's Code of practices and procedures for fair disclosure of unpublished price sensitive information is available on the website of the Company at **https://suryaamba.com/policies**.

Scan the QR code to view the Code of practices and procedures for fair disclosure

8. General Shareholder Information:

General Meetings

A. Annual General Meeting

Day, Date and Time	08th August 2026
Mode	Through Video Conferencing/Other Audio-Visual means.

B. Financial Calendar:

Financial Year: April 01 to March 31.

For the financial year ended **March 31, 2026**, results were announced on:

Sr No	Quarters	Date of Result
01.	First Quarter Result (April to June)	14th August 2025
02.	Second Quarter Result (July to September)	14th November 2025
03.	Third Quarter Result (October to December)	14th February 2026
04.	Fourth Quarter Result (January to March)	23rd May 2026

For the financial year ended **March31,2026**, results will be announced tentatively (subject to change) by:

First Quarter Result	On or before August 14, 2026
Second Quarter Result	On or before November 14, 2026
Third Quarter Result	On or before February 14, 2027
Fourth Quarter Result	On or before May 30, 2027
Annual General Meeting for the year ending March 31, 2026	On or before September 30, 2027

C. Location and time of the last three Annual General Meetings and the special resolutions passed, if any:

Year	Meeting	Location	Date and Time	Details of Special Resolutions passed
2022-23	16th AGM	Held through Video Conferencing and deemed to be held at the registered office of the Company at 1 Floor, Surya Towers,105, S P Road, Secunderabad (T.G) – 500 003(Registered Office of the Company)	Saturday, September 09, 2023 at 12:30 P.M.	1.Appointment of Smt. Neeraja Kartik (DIN: 08945443) as an Independent Director of the Company. 2.Reclassification of Authorised Share Capital and consequent Alteration of Memorandum of Association
2023-24	17th AGM	Held through Video Conferencing and deemed to be held at the registered office of the Company at 1 Floor, Surya Towers,105, S P Road, Secunderabad (T.G) – 500 003(Registered Office of the Company)	Saturday September 28, 2024 at 12:30 P.M.	1. Appointment of Dr. Neena Parikh (DIN: 10764347) as an Independent Director of the Company. 2. Re-appointment of Shri Nilesh Panpaliya (DIN: 08499844) as an Independent Director of the Company for a second term of 5 consecutive years.

Year	Meeting	Location	Date and Time	Details of Special Resolutions passed
2024-25	18th AGM	Held through Video Conferencing and deemed to be held at the registered office of the Company at 1 Floor, Surya Towers,105, S P Road, Secunderabad (T.G) – 500 003(Registered Office of the Company)	Saturday September 20, 2025 at 12 Noon	1. Approval of Payment of Remuneration to Shri Mayank Agarwal together with Remuneration to all Executive Directors belonging to Promoter Category in terms of regulation 17(6)(E) of SEBI (LODR) Regulations, 2015.

C. Resolution Passed Through Postal Ballot:

During the year, no resolutions were passed through Postal Ballot. So, no details are to display.

Person who conducted the postal ballot exercise: NA
Procedure for postal ballot - Does not arise.

9. Final Dividend for FY 2025-26:

A. Record Date for payment of Dividend to Equity Shareholders: Thrusday, July 16, 2025

B. Dividend Payment Date: Dividend shall be paid within 30 days of the AGM date.

10. Means of Communication:

- **Website**: The Company's website www.suryaamba.com contains a separate dedicated section 'INVESTORS' where shareholders' information is available. The Annual Report for FY 2025-26 and Annual Reports for the past years are also available on the website in a user friendly and downloadable form.
- **Financial Results**: The quarterly results are regularly posted by the Company on its website and are also submitted to the Stock Exchange on which the securities of the Company are listed in accordance with the requirements of the Listing Regulations.
- **Annual Report**: Annual Report containing, inter alia, Audited Annual Accounts, Standalone Financial Statements, Board's Report, the Management Discussion and Analysis Report, Auditor's Report, and other important information is available on the website of the Company.

The Annual Report is sent electronically to all shareholders whose e-mail addresses are registered. Hard copies of the Annual Report shall be sent to those shareholders who request them.

11.SharesRelated Information:

A. Listing Details

Particulars	Details
BSE Limited ("BSE"), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001	Trading Symbol –533101
Demat ISIN	INE360J01011

B. Share TransferSystem

EffectiveApril1,2019,SEBImandated that shares can be transferred only in Demat. Hence, shareholders cannot lodge a transfer of shares in physical form.

C. Distribution of Shareholding as on March 31, 2026

Range of shareholding	No. of Folios		Share of face value ₹ 10/- each	
	Numbers	% of Total Folios	Rupees	% of Total shares
Up to 1-5000	2348	92.51	1815960	73.71
5001-10000	95	3.74	716360	2.44
10001-20000	47	1.85	678600	2.31
20001-30000	14	0.55	341050	1.16
30001-40000	5	0.19	174330	0.59
40001-50000	7	0.27	302860	1.03
50001-100000	7	0.27	491130	1.67
100001 & Above	15	0.59	24799150	84.58
Total	**2538**	**100.00**	**29319440**	**100.00**

D. Category-wise Shareholding of Equity Shares as on March 31, 2026

Sr	Category of Shareholders	No of Shareholders	Total Shares	% of Total shares
01	Promoters	**4**	**21,61,228**	**73.71**
02	Promoter Group	1	14,640	**0.49**
03	Resident Individuals	2400	6,39,909	**21.83**
04	Hindu Undivided Family	70	45,742	**1.56**

Sr	Category of Shareholders	Noof Shareholders	Total Shares	% of Total shares
05	Mutual Fund	2	64	0
06	Banks and Financial Institution	2	810	0.03
07	Bodies Corporate	24	12,983	0.44
08	Non Resident Indians	17	6,904	0.24
09	Non Resident Indian Non Repatriable	17	3,433	0.12
10	I E P F	1	46,231	1.58
	Total	**2538**	**29,31,944**	**100.00**

The increase in the total number of shareholders reflects the growth in the Company's shareholder base during the year, determined after consolidating multiple folio/demat accounts held by the same shareholder based on IT PAN. As per SEBI's directions, RTA provide shareholding pattern to listed entity on quarterly basis, after clubbing and eliminating folio / demat account with same PAN.

E. Dematerialization of Shares and Liquidity

About 99.5151% of the outstanding equity shares, i.e. 29,17,727 shares out of total 29,31,944 shares of the Company have been dematerialized up to March 31, 2026. Trading in Shares of the Company is permitted only in dematerialized form. The Company's equity shares are fairly liquid and are actively traded on BSE.

F. Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion dateandlikely impactonequity :

The Company does not have any outstanding GDRs/ADRs/Warrants/Convertible Instruments as on March 31, 2026.

G. Unclaimed Dividend:

Pursuant to the provisions of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, ('Rules'), the dividend which remains unclaimed or unpaid for a period of seven years from the date of transfer to the Unpaid Dividend Account of the Company and shares on which dividends are unclaimed or unpaid for a consecutive period of seven years or more are required to be transferred to IEPF.

The Company had transferred unclaimed dividend and shares to IEPF authority within statutory timelines which were due in financial year 2025-26.

The Company will be transferring the Dividend and corresponding shares for the financial year 2018-19 on or before September 22nd, 2026. Members are requested to ensure that they claim the dividends and shares referred to above, before they are transferred to the said Fund.

The shareholders are therefore encouraged to verify their records and claim their dividends of all the earlier seven years, if not claimed.

12. InvestorCorrespondence:

Registrars & Transfer Agent For share transfer / dematerialization of shares, payment of dividend and any other query relating to the shares	**KFin Technologies Limited** Registered Office: 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai - 400070 Ph No : **022-46170911** E-mail: **einward.ris@kfintech.com/ Kfinkart.support@kfintech.com/** Website: **https://www.kfintech.com**
For any other matter or any other queries can correspond with Company Secretary & Compliance Officer of the Company	**Company Secretary & Compliance Officer** **Suryaamba Spinning Mills Limited** Registered Office: Surya Towers, 1st Floor, 105, Sardar Patel Road, Secunderabad-500003, Telangana. Tel. No. 040 27813360 E-mail: cs@suryaamba.com Corporate Office: A-101, Kanha Apartment, 128, Chhaoni, Katol Road, Nagpur-440 013, Maharashtra. Tel. No. 0712-2591072 E-mail: **cs@suryaamba.com**
IEPF Nodal Officer	**Shri Mayank Agarwal,** Suryaamba Spinning Mills Limited Email: cs@Suryaamba.com,

13. Credit Ratings:

During the year under review, the Company obtained a credit rating from India Ratings & Research Private Limited (a Fitch Group Company), the details of which are provided below:

Instrument Type	Maturity Date	Size of Issue (Million)	Rating assigned along with outlook/ watch	Rating Action
Fund-based working capital limits	--	INR 190.00	IND BBB/Negative	Affirmed
Non-Fund-based working capital limits	--	INR 150.00	IND A3+	Affirmed
Term Loan	30th April 2028	INR 205.74	IND BB/ Negative	Affirmed

Subsequently, before the close of the financial year, the Company applied to the rating agency for the withdrawal of the credit rating, as all its borrowings and credit facilities had been fully repaid and there were no outstanding debt obligations requiring a credit rating. Accordingly, the credit rating was withdrawn, and the Company does not have any active credit rating as on the date of this Report.

14. Plant Locations as on March 31, 2026:

Location	Address
Nagpur Plant	Survey No. 300, Nayakund, Parseoni Road, Near Ramtek Dist. Nagpur- 441105, Maharashtra.

15. Other Disclosures:

(i)Under Regulation 20(2)/(2A) of SEBI (LODR) Regulations, 2015 BSE has imposed a fine on the Company for non-compliance of above mentioned Regulation pertaining to the constitution of stakeholder relationship committee. However, on receipt of mail from BSE dated November 21, 2024, with respect to the above mentioned subject, in this regard, the Company explained all the facts along with clarification letter and made a waiver request dated December 4, 2024 to the Stock Exchanges.

Subsequently, they make the payment processing fees of Rs. 10,000 plus GST@18% i.e. 11,800 for processing the waiver request dated December 4th, 2024. Now the waiver request still in process.

(ii)There were no other instances of non-compliance by the Company on any matters related to the capital markets or penalties, strictures imposed on the Company by the Stock Exchange(s) or SEBI or any statutory authority on any matter related to capital markets.

(iii) The Company has laid down procedures to inform Board members about the risk assessment and its minimization, which is periodically reviewed to ensure that risk control is exercised by the management effectively.

(iv)The Company has a Whistle Blower Policy/Vigil Mechanism to monitor the actions taken on complaints received under the said policy. This policy also outlines the reporting procedure and investigation mechanism to be followed in case an employee or external stakeholders blows the whistle for any wrong-doing in the Company.

The policy is available on the website of the Company at **https://suryaamba.com/policies**. No personnel have been denied access to the Audit Committee.

Scan the QR code to view the Whistle-blower Policy

(v) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, are provided in the Board's Report. The number of complaints during the financial year is given below:

Particulars	Information
Number of complaints filed during the financial year	NIL
Number of complaints disposed of during the financial year	NIL
Number of complaints pending as on the end of the financial year	NIL

(vi) The Company follows financial year from April to March.

vii) Details of compliance and Adoption of non-mandatory requirements for the year ended March 31, 2026:

- The Company sends quarterly financial results along with a summary of significant events to the shareholders whose e-mail addresses are available with the Company/RTA.
- The Statutory Auditor has issued an unmodified opinion on the financial statements of the Company.
- The findings of the Internal Audit are reported to the Audit Committee periodically.

(viii) Disclosure of the compliance with corporate governance requirements specified in regulation 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements), 2015:

Regulation No.	Particulars	Compliance Status (Yes/No/NA)	Brief Description of Regulation
17	Board of Directors	Yes	• Board Composition and Appointment of Directors • Meetings of Board of Directors and Quorum • Review of Compliance Reports • Plans for orderly succession for appointments • Code of Conduct • Fees/Compensation paid to Non-Executive Directors • Minimum Information to be placed before the Board • Compliance Certificate by CEO and CFO • Risk Assessment & Management Performance evaluation of Independent Director

Regulation No	Particulars	Compliance Status (Yes/No/NA)	Brief Description of Regulation
17A	Maximum Number of Directorships	Yes	• Directorships in listed entities
18	Audit Committee	Yes	• Composition of Audit Committee • Presence of the Chairman of the Committee at the Annual General Meeting • Meetings and Quorum • Frequency of Committee Meetings • Role of Committee and Review of information by the Committee
19	Nomination and Remuneration Committee	Yes	• Composition of Nomination & Remuneration Committee • Presence of the Chairman of the Committee at the Annual General Meeting • Meetings and Quorum • Frequency of Committee Meetings • Role of Committee
20	Stakeholders Relationship Committee	Yes	• Composition of Stakeholders Relationship Committee • Presence of the Chairman of the Committee at the Annual General Meeting • Meetings and Quorum • Frequency of Committee Meetings • Role and responsibilities of Committee
21	Risk Management Committee	NA	• NA
22	Vigil Mechanism	Yes	• Formulation of Vigil Mechanism and Whistle blower policy for Directors and Employee • Adequate safeguards against victimization of Director (s) or employee (s) or any other person
23	Related Party Transactions	Yes	• Policy on Materiality of related party transactions and dealing with related party transactions • Prior approval including omnibus approval of Audit Committee for related party transactions • Quarterly review of related party transactions • Disclosure of related party transaction

Regulation No.	Particulars	Compliance Status (Yes/No/NA)	Brief Description of Regulation
24	Corporate Governance requirements with respect to subsidiary of the Company	NA	• NA
24A	Secretarial Audit and Secretarial Compliance Report	Yes	• Secretarial Audit of the Company and of material unlisted subsidiaries incorporated in India • Eligibility, Qualifications and Disqualifications of Secretarial Auditor and rendering of services • Secretarial Audit Report of the Company and of material subsidiaries are annexed with the Annual Report of the Company • Annual Secretarial Compliance Report
25	Obligations with respect to Independent Directors	Yes	• Maximum Directorship & Tenure • Separate Meetings of Independent Directors • Review of Performance by the Independent Directors • Liability of Independent Directors • Familiarization of Independent Directors • Declaration of Independence • Directors and Officers Insurance for all the Independent Directors
26 & 26A	Obligations with respect to employees including senior management, key managerial persons, directors and promoters	Yes	• Memberships/Chairmanships in the committees and changes therein • Affirmations with compliance with the Code of Conduct from members Board of Directors and Senior Management personnel • Disclosures by senior management about potential conflict of Interest • Filing in office vacancies in respect of certain Key Managerial Personnel
27	Other Corporate Governance Requirements	Yes	• Compliance of Discretionary Requirements • Filing of Quarterly, Half-Yearly and Yearly Compliance Report on Corporate Governance • Details of cyber security incidents or breaches or loss of data or documents

Regulation No.	Particulars	Compliance Status (Yes/No/NA)	Brief Description of Regulation
46(2)(b) to (i)	Disclosures on Website of the Company	Yes	• Terms and conditions of appointment of Independent Directors • Composition of various committees of Board of Directors • Code of Conduct of Board of Directors and Senior Management Personnel • Details of establishment of Vigil Mechanism/ Whistle Blower policy • Criteria of making payments to Non-Executive Directors • Policy on dealing with Related Party Transactions Policy for determining Material Subsidiaries • Detail of familiarization programmes imparted to Independent Directors

(xi) Discretionary Requirements under Regulation 27 of SEBI (Listing Regulations), 2015:

During the year, the Company has fully complied with the mandatory requirements as stipulated under SEBI (LODR) Regulations, 2015.

During the year, the Company has fully complied with the mandatory requirements as stipulated under SEBI (LODR) Regulations, 2015.

The listed entity has complied with the Discretionary requirements as specified in Part-E of Schedule II of SEBI Listing Regulations, 2015.:

The status of compliance with discretionary recommendations and adoption of the non-mandatory requirements as specified in Regulation 27(1) of the SEBI (LODR) Regulations, 2015, is provided below:

a. The Board: The Chairman of the Company is Executive Director

b. Shareholder Rights: Half-yearly and other Quarterly financial statements are published in newspapers, uploaded on company's website www.suryaamba.com and same are not being sent to the shareholders.

c. Audit Qualifications: During the year under review, there was no audit qualification in your Company's financial statements. Your Company continues to adopt best practices to ensure regime of unqualified financial statements.

d. Separate posts of Chairperson and Chief Executive Officer: Shri Virender Kumar Agarwal is the Chairman and Managing Director of the Company.

e. Reporting of Internal Auditor: The Internal Auditor reports to the Audit Committee.

15. Independent Auditor's Certificate On Corporate Governance:

In compliance with Clause E of Schedule V, the Company has obtained Compliance Certificate from M/s Manish N. Jain & Co., the Statutory Auditors of the Company regarding the compliance of conditions of corporate governance, which forms part of this Annual Report, and is annexed to this Report as **'Annexure C'.**

16. CEO/CFOCERTIFICATIONINRESPECTOFFINANCIALSTATEMENTS:

The ChiefFinancial officer of theCompany give annualcertificationonfinancial reporting and internal controls to the Board in terms of Regulation 17(8) of the SEBI Listing Regulations, 2015 copy of which is attached as **"Annexure – D"** to this Report.

For and on Behalf of the Board of Directors

Place: Nagpur	**Virender Kumar Agarwal**	**Seema Agarwal**
Date: July 15, 2026	Managing Director	Joint Managing Director
	DIN: 00013314	DIN: 01430206

Suryaamba Spinning Mills Limited

ANNEXURE A

Declaration by Managing Director Pursuant to Regulation 34(3) and PartDofSchedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 regarding Compliance with the Code of Conduct

To

The Members,

I, Virender Kumar Agarwal, Managing Director of Suryaamba Spinning Mills Limited ("the Company") hereby confirm pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that all the Board Members and Senior Management Personnel of the Company have affirmed their compliance and undertaken to continue to comply with the Code of Conduct laid down by the Board of Directors of the Company.

For Suryaamba Spinning Mills Limited

Sd/-

Virender Kumar Agarwal
Managing Director
DIN-00013314

Place: Nagpur
Date: July 15, 2026

ANNEXURE B

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation34(3)andScheduleVParaCclause(10)(i) of theSEBI(Listing Obligations and DisclosureRequirements)Regulations, 2015)

To,
The Members of
Suryaamba Spinning Mills Limited
1st Floor, Suryatowers, 105, S P Road,
Secunderabad-500 003 T.G. IN

I have examined the relevant disclosures provided by the Directors (as enlisted in Table A) of Suryaamba Spinning Mills Limited bearing CIN L18100TG2007PLC053831, having registered office at 1st Floor, Surya towers, 105, S P Road, Secunderabad-500 003 T.G (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
In my opinion and to the best of my Knowledgeand based on the following:
i. Documents available on the website of the Ministry of Corporate Affairs;
ii. Verifications of Directors Identification Number (DIN)status on the website of the Ministryof Corporate Affairs;
iii. Disclosures provided by the Directors (as enlistedin Table A) of the Company; and
iv. Debarment list of the Bombay Stock Exchangeand National StockExchange,
I hereby certified that none of the Directors on the Board of the Company (as enlisted in Table A) have been debarred or disqualified from being appointed or continuing as directors of the Company by the Securities Exchange Board of India, Ministry of Corporate Affairs or any such other statutory authority as on March 31, 2026.

Sr. No.	Name of the Directors	DIN	*Date of appointment in the Company
1.	Virender Kumar Agarwal	00013314	May 5, 2007
2.	Seema Agarwal	01430206	January 1, 2009
3.	Mayank Agarwal	02749089	August 1, 2009
4.	Neena Dashratlal Parikh	10764347	September 6,2024
5.	Nilesh Panpaliya	08499844	July 3, 2019
6.	Neeraja Kartik	08945443	August 12,2023

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

For Aarju Agrawal & Associates
Company Secretaries

Place: Nagpur
Date: July 2nd, 2026

Aarju Agrawal
Proprietor
ACS No.: A42507CPNo.: 15770
UDIN : A042507H000732603
P/R No.: 2871/2023

ANNEXURE C

Independent Auditor's Certificate On Corporate Governance

To,
The Members of
SURYAAMBA SPINNING MILLS LIMITED
1st Floor, Suryatowers, 105, S P Road,
Secunderabad-500 003 T.G. IN

1. This certificate is issued in accordance with the terms of our engagement letter Reference No. SASML/SA/01 issued on dated August 17, 2020.

2. We, **MANISH N JAIN AND CO**., Chartered Accountants, the Statutory Auditors of SURYAAMBA SPINNING MILLS LIMITED ("theCompany"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2024, as stipulated in regulations 17 to 27 and clause (b) to (i) of the regulation 46(2) and para C and para D of Schedule V of the SEBI (Listing Obligations andDisclosure Requirements) Regulations, 2015, as amended, ("the Listing Regulations").

Managements' Responsibility

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes thedesign, implementation and maintenanceof internal controland procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

Auditor's Responsibility

4. Our responsibility is limited to examine the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

5. We have examined the books of Accounts and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certificate on Corporate Governance issued by the Institute of Chartered Accountants of India ("the ICAI"), the Standard on Auditing specified under Section 143(10)of the Companies Act, 2013, in so far as applicable for the purpose of this certificate for special purpose issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

7. We have complied with the relevant applicable requirements of Standards on Quality Controls (SQC-1), Quality Control for Firms that performs Audit and Reviews Of Historical Financial Information, and Other Assurance and Related Service Engagements.

Openion

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations, provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulation 17 to 27 and clause (b) to (i) of regulations 46(2) and para C and para D of Schedule V of the Listing Regulations during the year ended March 3l5t, 2026.

9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For MANISH N JAIN & CO.
Chartered Accountants
FRN No. 0138430W

ARPIT AGRAWAL
Partner
Membership No. 175398

Place: Nagpur
Dated: May 23, 2026
UDIN No.: 26175398WYVYGA4499

Suryaamba Spinning Mills Limited

ANNEXURE D

CEO/CFO CERTIFICATION IN RESPECT OF FINANCIAL STATEMENTS

For the financial yearended March31,2025

(Pursuant to Regulation 17(8) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015)

To,
The Board of Directors,
Suryaamba Spinning Mills Limited,

We hereby certify to the Board that:

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

(i)These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

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

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

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or proposed to be taken to rectify these deficiencies.

(d) We have indicated to the Auditors and the Audit Committee:

(i) Significant changes, if any, in internal control over financial reporting during the year;

(ii) Significant changes, if any, 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.

For Suryaamba Spinning Mills Limited

	Sd/-	Sd/-
Place: Nagpur	**Virender Kumar Agarwal**	**Gajanan N Chhawsaria**
Date: July 15, 2026	Managing Director	Chief Financial Officer

Management Discussion and Analysis

Economic Review

Global Economic Scenario:

The global economy navigated a complex and challenging environment during FY 2025–26, marked by the escalation of the Middle East conflict, persistent trade policy uncertainties stemming from elevated US tariffs, and a divergence in growth prospects across advanced and emerging economies. Despite these headwinds, resilient domestic demand in several major economies, GST-driven fiscal stimulus, and monetary easing in emerging markets provided important stabilizing forces.

Labour markets in advanced economies showed signs of softening, with unemployment edging upward from historically low levels. While nominal wage growth remained positive, real household income improvements were constrained by renewed inflationary pressures driven by energy price spikes following the Middle East conflict. Private consumption, therefore, stayed subdued in many advanced economies, reflecting cautious consumer sentiment.

Global trade flows were disrupted by high US tariffs — reaching 50% on select imports — contributing to trade rerouting, supply chain realignments, and heightened uncertainty for exporters. Financial markets displayed volatility, with equity indices recovering in the latter half of the fiscal year as trade negotiation signals improved.

The International Monetary Fund (IMF), in its April 2026 World Economic Outlook, projected global growth at 3.1% for 2026 and 3.2% for 2027, under the assumption of a limited Middle East conflict. These figures represent a moderation from the 3.3% growth recorded in 2024 and are well below pre-pandemic averages.

The World Bank's Global Economic Prospects report noted that global growth is projected to slow to approximately 2.5% in 2026 due to the impact of the Middle East conflict driving sharp energy price increases and renewed inflationary pressures, with a gradual recovery toward 2027–28 as energy supplies normalize.

Global inflation, which stood at 4.2% in 2025, is expected to ease to 3.6% in 2026 as monetary tightening in advanced economies takes effect and commodity price pressures moderate. However, the United States is expected to see inflation return to target more gradually than other major economies, reflecting domestic demand resilience and fiscal expansion.

Downside risks to the global outlook remain significant. These include the potential for a broader Middle East conflict escalation, renewed trade tensions, an abrupt re-evaluation of AI-driven productivity expectations leading to financial market corrections, and fiscal vulnerabilities in highly indebted economies.

INDIAN ECONOMIC SCENARIO

Economic Growth Outlook

India's economy delivereda robust performance in FY 2025–26, emerging as the fastest-growing major economy globally and consolidating its position as the world's fourth-largest economy by nominal GDP in April 2025. MoSPI revised the full-year FY 2025–26 real GDP growth estimate to 7.6%, above the initial 7.4% advance estimate — the highest growth rate since the post-COVID rebound in FY 2022.

Quarterly growth momentum was strong throughout the year: Q1 grew at 7.8%, Q2 recorded a six-quarter high of 8.2%, Q3 (October–December 2025) came in at 7.8%, and Q4 maintained solid momentum with growth anchored by services output, government capital expenditure, and resilient household consumption.

Key growth drivers included robust private consumption (which expanded 8.7% in Q3 FY 2025–26), GST rate rationalization effective September 2025, front-loading of government capital expenditure, and favourable agricultural sector performance. The services sector, which accounts for approximately 55% of GDP, continued to be the primary growth engine, expanding 9.2% in real GVA terms in Q2 FY 2025–26.

Looking ahead, the IMF projects India's real GDP growth at 6.6% for FY 2025–26 under its baseline scenario (factoring in US tariff headwinds), while the World Bank's South Asia Economic Update estimated 7.6% for the fiscal year, driven by strong private consumption and GST reforms. India's growth trajectory is expected to moderate to 6.2%–6.6% in FY 2026–27 as the impact of external tariffs persists.

	FY 23	FY 24	FY 25	FY 26E
Real GDP Growth (%)	7.20	9.20	6.50	7.60 *

Inflation and Monetary Policy

Financial year 2025–26 was a landmark year for India's inflation management. Headline CPI inflation remained well within the Reserve Bank of India's (RBI) prescribed tolerance band of 2–6% for the entire fiscal year, reaching multi-year lows in the second half. CPI inflation touched a historic low of approximately 1.6% in July 2025, reflecting a prolonged nine-month correction in food prices (down 10.5%), the longest in the CPI series.

The RBI's Monetary Policy Committee (MPC) undertook a cumulative repo rate reduction of 100 basis points during FY 2025–26, reducing the policy repo rate to 5.25% by the close of the fiscal year, signaling confidence in the inflation trajectory and a growth-supportive monetary stance. The RBI revised its CPI inflation forecast for FY 2025–26 downward to 2.1%, significantly below the 4% target, reflecting the sustained effectiveness of the inflation-targeting framework.

GST rate rationalization, implemented in September 2025, directly impacted approximately 11.4% of the CPI basket by simplifying tax structures and reducing effective consumer prices, further contributing to the benign inflation environment. Wholesale Price Index (WPI) inflation also turned negative in the latter part of the fiscal year, reaching approximately –0.32% (provisional) in November 2025, underscoring broad-based price softening across the economy.

The RBI projects CPI inflation for FY 2026–27 at 4.6%, reflecting a normalization in food prices and the pass-through of energy cost increases from global commodity markets.

Rupee and Exchange rate

The Indian rupee experienced significant volatility during FY 2025–26, primarily driven by global geopolitical tensions, elevated US tariffs on Indian exports, and resultant capital outflows. The rupee was under sustained pressure in the first half of the fiscal year, depreciating approximately 5.5–6% against the US dollar — making it one of Asia's weaker performers during the period — and touching near-record lows approaching ₹91 per dollar in December 2025. However, strong macro-economic fundamentals — a narrowed current account deficit (0.2% of GDP in Q1 FY 2025–26, down from 0.9% a year ago), robust services exports, and healthy inward remittances of US$ 35.3 billion in Q1 alone- provided stabilizing support. Net FDI for April–September FY 2025–26 surged 127.6% year-on-year to US$ 7.7 billion. The RBI maintained its neutral monetary stance while actively managing exchange rate volatility through market inter ventions.

As at end of March 2026, the rupee had partially recovered, trading around ₹89.5 per US dollar. The exchange rate saw a wide range during the year: from a high of approximately ₹83 in April 2025 to a low of nearly ₹91 in December 2025, with an annual average of approximately ₹87.5.

The RBI's foreign exchange reserves remained adequate, supporting India's external sector resilience. Care Edge Ratings projected the USD/INR to stabilize around ₹87 by end-FY 2026, reflecting expected Fed rate adjustments and the progressive progress on US–India trade negotiations.

STRUCTURE AND DEVELOPMENT OF THE MMF INDUSTRY

The Man-Made Fibre (MMF) industry continued to witness steady growth during FY 2025–26, driven by increasing demand for synthetic and sustainable fibres across domestic and global markets. MMF remains the dominant segment of global fibre consumption owing to its cost efficiency, durability and versatility.

India's MMF and textile industry benefited from supportive government initiatives, improving export demand and continued investments in manufacturing infrastructure. The growing focus on technical textiles, value-added products and sustainability is expected to further strengthen the sector's long-term growth prospects.

Overall, the outlook for the Indian MMF industry remains positive, supported by rising domestic consumption, favourable policy measures and expanding opportunities in global markets.

Government Support and Initiatives

The Government of India continued to support the textile sector during FY 2025–26 through various policy initiatives aimed at enhancing manufacturing, exports, employment and technological advancement.

Key initiatives include:

- **Production Linked Incentive (PLI) Scheme**: Encouraging investment and capacity expansion in Man-Made Fiber (MMF) apparel, fabrics and technical textiles.
- **PM MITRA Parks**: Development of seven integrated textile parks to create world-class manufacturing infrastructure and strengthen the textile value chain.
- **Amended Technology Upgradation Fund Scheme (ATUFS)**: Promoting technology adoption and modernization through credit-linked capital subsidies.
- **SAMARTH Scheme**: Enhancing skill development and employment opportunities in the textile sector.
- **National Technical Textiles Mission (NTTM)**: Supporting innovation, research and domestic manufacturing of technical textiles.
- **Union Budget 2025–26**: The Ministry of Textiles received an allocation of ₹ 5,272 crores, reflecting the Government's continued commitment to strengthening the sector.
- **Bharat Tax 2**025: India's flagship global textile exhibition showcased the country's manufacturing capabilities, innovation and export potential while strengthening global industry par tnerships.

OPPORTUNITIES AND THREATS

Opportunities:

- Rising globaldemand and geopolitical shifts are improving India's position in global textile supply chains.
- Strong domestic demand driven by a growing middle class, e-commerce expansion, and changing consumer preferences.
- Government support through PLI Scheme, PM MITRA Parks, and RoSCTL is encouraging investment and exports.
- Significant export growth potential, with India's textile exports expected to expand substantially in the coming years.
- State-level incentives are promoting new textile investments and employment generation.
- Growing focus on textile recycling and circular economy is creating opportunities for sustainable manufacturing.
- Trade agreements such as the India–UK FTA are expected to enhance export competitiveness.

Threats

- High production costs and fragmented supply chains reduce global competitiveness.
- Lower labour productivity compared to competing countries like China, Vietnam, and Bangladesh.
- Complex regulations and limited FTAs impact export efficiency.
- Rising sustainability compliance requirements increase operational costs, especially for MSMEs.
- Labour challenges, including wage pressures, skill gaps, and workforce instability.
- Growing textile waste and fast fashion trends create environmental and regulatory pressures.
- Dependence on imported or costly raw materials such as polyester and viscose affects cost structure.

COMPANY PERFORMANCE

The Company's performance during FY 2025–26 was influenced by a dynamic and uncertain business environment, including initial industrial disruptions, election-related activities, and geopolitical developments in neighbouring regions. Despite these challenges, the Company remained resilient by adapting its product mix and focusing on operational efficiency and customer requirements. Overall, the Company continued to maintain stability and navigate external market pressures effectively.

RISKS & CONCERNS

The Company continues to follow a robust Enterprise Risk Management framework for the timely identification, assessment, and mitigation of key business and operational risks.

1) Raw Material Risk:

Volatility in raw material prices, including specialty fibres, yarns, chemicals, and resins, may impact input costs and profitability. Fluctuations in crude oil prices, which influence several input materials, also pose margin pressures. The Company addresses this risk through effective inventory management, strategic procurement practices, and efforts to pass on cost variations to customers wherever feasible.

2) Economic Risk:

Global economic uncertainties, geopolitical tensions, inflationary pressures, and fluctuations in demand across key export markets may impact business performance. While export demand remains subject to global conditions, the domestic market continues to offer stable growth opportunities, helping to balance overall business risk.

3) Exchange Rate Volatility Risk:

Asignificantportion of the Company's revenue is derived from exports, exposing it to fluctuations in foreign exchange rates. Currency volatility may impact revenue realization and profitability. The Company manages this risk through a prudent hedging policy, including the use of natural hedges and forward contracts, while continuously monitoring foreign currency exposures.

4) Logistics Risk:

Global geopolitical developments, shipping disruptions, and fluctuations in freight costs continue to pose challenges to the supply chain. Delays in transportation and logistics infrastructure may impact timely procurement and deliveries. To mitigate these risks, the Company has strengthened its supply chain network, diversified logistics partners, and maintained close coordination with suppliers and customers to ensure business continuity.

5) Disaster Risk:

The Company remains exposed to risks arising from natural disasters, fire incidents, pandemics, and geopolitical uncertainties that may disrupt operations and supply chains. To mitigate these risks, the Company has established robust safety protocols, emergency response systems, fire protection infrastructure, and business continuity measures to ensure the safety of employees and uninterrupted operations.

6) Technology Risk:

Rapid technological advancements and evolving customer requirements necessitate continuous investment in modern manufacturing technologies and process improvements. The Company remains committed to technology upgradation, automation, and continuous process innovation to enhance operational efficiency, product quality, and long-term competitiveness.

Corporate Strengths:

- Proven Legacy,
- Nationwide Accessibility
- Cost-effective Operations
- Best-in-class Quality and Processes
- Technological Expertise
- Global Presence Enduring Client Relationships
- Dependable Parentage

Our Financial and Operational Performance Financial Performance:

Particulars	FY 2026	FY 2025
Total Income	20779.92	21539.66
EBITDA	1413.56	1362.14
PBT	412.10	284.97
PAT	304.28	117.29
Book value per share (₹)	223.26	214.01
Earnings per share (₹)	10.38	4.00

Key Ratios:

(₹ in Lakhs)

Particulars	FY 2026	FY 2025	% Change
Debtors' Turnover Ratio (times)	15.41	11.27	36.70%
Inventory Turnover Ratio (times)	7.33	9.23	(20.62%)
Interest Coverage Ratio (times)	1.52	1.42	6.64%
Current Ratio (times)	1.16	1.50	7.39%
Debt-Equity Ratio (times)	0.47	0.53	(12.58%)
Operating Profit Margin (%)	1.99	1.33	49.62%
Net Profit Margin (%)	1.46	0.55	165.45%
Return on Net Worth	4.65	1.87	148.66%

Cautionary Statement

TheCompany's Management is responsible for the financial statements in this report, which follow India's accounting principles. Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be 'forward-looking statements' within the meaning of applicable securities laws and regulations. The management has attempted to identify such statements using phrases, like, 'anticipate', 'estimate', 'expect', 'project', 'intend', 'plan', and 'believe'. However, such statements are subject to known and unknown risks, and actual results may differ due to changes in the political and economic environment, tax laws, litigation, and other factors. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulation, tax regimes, economic developments within India and the countries in which the Company conducts business and other incidental factors. The management has attempted to identify such statements using phrases, like, 'anticipate', 'estimate', 'expect', 'project', 'intend', 'plan', and 'believe'. However, such statements are subject to known and unknown risks, and actual results may differ due to changes in the political and economic environment, tax laws, litigation, and other factors.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF,
SURYAAMBA SPINNING MILLS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of SURYAAMBA SPINNING MILLS LIMITED (the "Company"), which comprises the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including the Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended, ("the Act") in the manner so required and give a true and fair v~~iew in conformity with~~ the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profits including other comprehensive income / (losses), its cash flows and the changes in equity for the year ended on that date.

Basis of Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of the most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters and to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risk of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying financial statements.

The Key Audit Matters	How was the matter addressed in our Audit
Revenue Recognition (Refer "Note No. 1.4.(d) and "Note No. 27" of the Financial Statements)	
Revenue is one of the key drivers of profitability and is therefore susceptible to the risk of material misstatement. The Company recognizes revenue net of applicable discounts, rebates, and other variable considerations. Accordingly, revenue from the sale of products has been identified as a Key Audit Matter. The key areas of judgment and estimation involved in revenue recognition include: * Determination of performance obligations: Assessing whether revenue recognition criteria are satisfied in accordance with the applicable accounting standards, including the identification and satisfaction of performance obligations. * Estimation of variable consideration: Evaluating management's estimates relating to discounts, rebates, and other incentives, which may impact the measurement of revenue. * Cut - off procedures: Ensuring that revenue is recognized in the correct accounting period, as inappropriate cut-off may result in material misstatement of financial statements.	Our audit procedures in relation to revenue recognition included, among others, the following: * Assessed the appropriateness of the Company's revenue recognition accounting policies in accordance with the applicable accounting standards. * Evaluated the design, implementation, and operating effectiveness of key internal controls over revenue recognition, including controls over recording of sales, discounts, rebates, and related adjustments. * Tested, on a sample basis, revenue transactions recorded during the reporting period by verifying supporting documents such as sales invoices, dispatch documents, and customer purchase orders. * Performed cut-off testing by examining transactions recorded before and after the year-end to assess whether revenue has been recognized in the appropriate accounting period. * Evaluated the reasonableness of management's estimates and to variable consideration, including discounts examining by comparing historical trends and subsequent settlements, where applicable. * Performed analytical procedures on revenue, including comparison with prior periods and investigation of significant fluctuations and unusual trends. * Assessed the adequacy and appropriateness of disclosures made in the financial statements in respect of revenue recognition.

Existence and Valuation of Inventories	
The Company's inventories as at the end of the reporting period amount to ₹ 2,564.34 Lakhs, representing 21.46% of the Company's total assets (refer "Note No. 8" of the financial statements). The existence of inventories has been identified as a Key Audit Matter due to the high risk involved, considering the nature and size of the inventory. The inventory primarily comprises items with relatively low value per unit but maintained in high volumes and stored across multiple locations / units of the Company. This increases the complexity in ensuring physical existence, completeness, and accuracy of inventory records.	Our audit procedures in relation to existence of inventories included, among others, the following: * Evaluated the design, implementation, and operating effectiveness of key internal controls relating to inventory management, including physical over receipt, storage, issuance, and periodic verification. * Attended physical stock counts at selected locations / units of the Company, on a sample basis, and performed test counts to verify the existence and condition of inventory. * Where physical verification was conducted by management at locations not attended by us, we reviewed the procedures followed and obtained management representation regarding the existence and condition of such inventories. * Performed reconciliation of physical stock count results with inventory records and investigated significant differences, if any. * Tested inventory records on a sample basis by verifying supporting documents such as goods receipt notes, stock transfer records, and dispatch documents. * Performed analytical procedures to assess inventory levels in comparison with prior periods and investigated unusual movements or variances. * Assessed the adequacy and appropriateness of disclosures made in the financial statements in respect of inventories.

Carrying Value of Trade Receivables	
	Our audit procedures in relation to impairment of trade receivables included, among others, the following: * Assessed the appropriateness of the Company's accounting policy for impairment of financial assets in accordance with the applicable accounting standards. * Evaluated the design, implementation, and operating effectiveness of key internal controls over credit control, monitoring of receivables, and estimation of expected credit losses. * Obtained an understanding of the methodology used by management for computing ECL, including the construction and application of the provision matrix. * Tested the accuracy and completeness of data used in the ECL computation, including ageing of receivables, by verifying underlying records on a sample basis. * Assessed the reasonableness of historical default rates used in the provision matrix by comparing with past trends and actual credit loss experience. * Evaluated the appropriateness of forward-looking adjustments applied by management, including consideration of current and expected economic conditions.

	* Reviewed subsequent collections from customers to assess the recoverability of outstanding receivables as at the reporting date. * Performed external balance confirmations on a sample basis and followed up on non-responses or differences, where applicable. * Examined specific overdue and high-value receivable balances to assess whether additional provisions were required. * Assessed the adequacy and appropriateness of disclosures made in the financial statements in respect of trade receivables and impairment thereof.

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

The Company'sManagement and the Board of Directors are responsible for the other information. The other information comprises the information included in the Management's Discussion and Analysis, Board's Report including Annexure to the Board's Report, Report on Corporate Governance, Business Responsibility and Sustainability Report and Shareholder's information, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Management and the Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, the financial performance including the other comprehensive income / (loss), cash flows and changes in equity of the Company in accordance with the accounting principle generally accepted in India, including the Indian Accounting Standards (Ind AS) as specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, time to time. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentations of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Company's Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Company's management and Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company'sBoardofDirectorsareresponsibleforoverseeingthe Company's financial reporting process.

Auditor's Responsibilities for the Audit of Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to the financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Company's Management and Board of Directors.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure "**A**", a statement on the matters specified in paragraph 3 and paragraph 4 of the said Order.
2. As required by section 143(3) of the Act, based on our audit, we report that:

a.We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
b.In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
c.The Balance Sheet, the Statement of Profit and Loss including the Other Comprehensive Income / (Loss), the Statement of Cash Flows and the Statement of Changes in Equity dealt with this Reports are in agreement with the relevant books of account.
d.In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards as specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, time to time.
e.On the basis of the written representation received from the directors as on March 31, 2026, taken on the record by the Board of Directors, none of directors is disqualified as on March 31, 2026, from being appointed as a director in term of section 164(2) of the Act.
f.With respect to adequacy of the internal financial controls with reference to these financial statements of the Company and the operating effectiveness of such control, refer to our separate report in Annexure "B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.
g.With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, time to time, in our opinion and to the best of our information and explanations given to us, the remuneration paid / provided by the Company to its directors during the reporting period is in accordance with the provision of section 197 of the Act.

h.With respect to the other matters to be included in the Independent Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, time to time, in our opinion and to the best of our information and according to the explanations given to us;
(i)The Company has disclosed, wherever applicable, the impact of pending litigations on its financial position in the financial statements. (Refer "Note No. 45" of the financial statements")
(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
(iii)There has been no delay in transferring the amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

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

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

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

(v) As stated in "Note No. 48" to the financial statements:

a) The final dividend proposed in the previous year, declared and paid during the reporting period was in compliance with section 123 of the Act, as applicable.

b) During the reporting period and upto the date of this report, the Company has not declared or paid any interim dividend, in accordance with section 123 of the Act, as applicable.

c) The Board of Directors has proposed a final dividend for the period ended March 31, 2026, subject to the approval of the shareholders at their ensuing Annual General Meeting, in accordance with section 123 of the Act, as applicable.

(vi) Based on our examination, which included test check, the Company has used accounting software for maintaining its books of accounts for the financial period ended March 31, 2026, which has a feature of recording audit trail (edit log) facilities and the same has operated throughout the period for all the relevant transactions recorded in the software systems. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with and the audit trails have been preserved by the Company as per the requirement for record retention.

For MANISH N JAIN & CO.
Chartered Accountants
FRN No. 0138430W

Place: Nagpur
Dated: May 23, 2026
UDIN No.: 26175398WYVYGA4499

ARPIT AGRAWAL
Partner
Membership No. 175398

ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in Paragraph1 under “Report on the Other Legal and Regulatory Requirements” Section of our report of Even Date)

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

1. In respect of the Company’s Property, Plants and Equipment and Intangible assets;

a) i) The Company has maintained proper records showing full particulars, including the quantitative details and situation of property, plants and equipment.
ii) The Company has maintained proper records showing full particulars of its intangible assets, including details of description, location (wherever applicable), and relevant quantitative information.
b) The Company has a regular program at reasonable interval for physical verification of property, plants and equipment including capital work-in-progress, so as to cover all the assets, the periodicity of physical verification, in our opinion, is reasonable having regard to the size of the Company and nature of its assets. According to the information and explanation given to us, no material discrepancies were noticed on such physical verification.
c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the Company), disclosed in the financial statements and included under property, plants and equipment and capital work-in-progress are held in the name of the Company as at the Balance Sheet date. In respect of the immovable properties taken on lease by the Company, the lease agreements are held in the name of the Company as at the Balance Sheet date, if any.
d) The Company has not revalued any of its property, plants and equipment and intangible assets during the reporting period.
e) According to information and explanations given to us and on the basis of our examination of the records of the Company, no proceeding has been initiated during the reporting period or are pending against the Company as at March 31, 2026, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and Rules made thereunder.

2. In respect of Company’s inventories;
a) As explained to us, inventories except goods-in-transit and the stock lying with third parties have been physically verified during the year by the management at reasonable intervals. In our opinion and according to the information and explanations given to us, in respect of stock lying with third parties at the end of the year, written confirmations have been obtained. In our opinion, the frequency of such verification is reasonable. In our opinion, and according to information and explanations given to us, the coverage and the procedure adopted by the management for the physical verification are appropriate considering the size and the nature of the products dealt in by the Company. As explained to us, there were no discrepancies of 10% or more in the aggregate for each class of inventories that were noticed on such physical verification of inventories. However, any other discrepancies, if any, noticed on such physical verification have been properly dealt with in the books of accounts.

3. The Companyhas made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or other parties, during the reporting period, in respect of which;

a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans, nor has it provided any guarantees or security to any entities, including subsidiaries, associates and joint ventures during the reporting period. Accordingly, the reporting requirement under clause 3(iii)(a)(A) and 3(iii)(a)(B) of the said Order is not applicable.

b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any investments or granted any loans or advances in the nature of loans, during the reporting period. Accordingly, the requirement to report under clause 3(iii)(b) of the said Order, regarding whether the terms and conditions of such investments and loans are prime facie not prejudicial to the interest of the Company, is not applicable.

c) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not granted any loans and advances in the nature of loans, to any entities, including subsidiaries, associates and joint ventures, during the reporting period, Accordingly, the requirement to report under clause 3(iii)(c) of the said Order, relating to stipulation of repayment terms and regularity of principal and payment of interest, is not applicable.

d) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans to any entities, including subsidiaries, associates, or joint ventures, during the reporting period. Accordingly, the requirement to report under clause 3(iii)(d) of the said Order, relating to overdue amounts remaining outstanding for more than ninety days as at the balance sheet date, is not applicable.

e) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans to any entities, including subsidiaries, associates, or joint ventures, during the reporting period. Accordingly, the requirement to report under clause 3(iii)(e) of the said Order, relating to loans which have fallen due during the reporting period and have been renewed or extended, or fresh loans granted to settle the overdue of existing loans given to the same parties, is not applicable.

f) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment, during the reporting period. Accordingly, the requirement to report under clause 3(iii)(f) of the said Order is not applicable.

The Company has not made any investment in firms or limited liabilities partnership, during the reporting period. Further, the Company has not provided any guarantees or security, nor has it granted any loans or advances in the nature of loans, whether secured or unsecured, to companies, firms, limited liability partnership or any other parties during the reporting period.

4. In our opinion and according to the information and explanations given to us, and based on our examination of the records of the Company, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of the grant of loans, making of investments, and providing of guarantees and securities, as applicable.

7. According to the information and explanations given to us and based on our examination of the records of the Company, in respect of statutory dues;
a) The Company has generally been regular in depositing undisputed statutory dues, including goods and service tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duties of custom, duties of excise, value added tax, cess, and other material statutory dues applicable to it with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of aforesaid statutory dues were outstanding as at March 31, 2026, for a period of more than six months from the date they became payable.
b) According to the information and explanation given to us, there are no material statutory dues referred to in sub-clause (a) above which have not been deposited with the appropriate authorities on account of any dispute.
8. According to the information and explanations given to us and based on our examination of the records of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the reporting period in the tax assessments under the Income-tax Act, 1961. Accordingly, the requirement to report under clause 3(viii) of the said Order is not applicable.
9.a) In our opinion and according to the information and explanation given to us and based on our examination of the records of the Company, the Company has not defaulted in the repayment of loans or other borrowings or in payment of interest thereon to any lender during the reporting period. Accordingly, the requirement to report under clause 3(ix)(a) of the said Order is not applicable.
b) The Company has not been declared as a willful defaulter by banks or financial institutions or government or any government authority.
c) According to the information and explanation given to us and on the basis of our examination of the records, the Company has taken term loan during the reporting period and there was unutilized balance of term loan at the beginning of the reporting period, the same has been utilized and applied for the purpose for which the said loans were obtained, except the fund deployed temporarily elsewhere.
d) According to the information and explanations given to us and based on our examination of the financial statements of the Company, on an overall basis, funds raised on a short-term basis have, prima facie, not been used for long-term purposes by the Company during the reporting period.
e) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates, or joint ventures, as defined under the Companies Act, 2013. Accordingly, the requirement to report under clause 3(ix)(e) of the said Order is not applicable.
f) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not raised any loans during the reporting period on the basis of pledge of securities held in its subsidiaries, joint ventures, or associate companies, as defined under the Companies Act, 2013. Accordingly, the requirement to report under clause 3(ix)(f) of the said Order is not applicable.
10.a) The Company has not raised any money by way of an initial public offer or further public offer (including debt instruments) during the reporting period and hence the requirement to report under clause 3(x)(a) of the said Order is not applicable.
b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence, the requirement to report under clause 3(x)(b) of the said Order is not applicable to the Company.

11.a) According to the information and explanations given to us and based on our examination of the records of the Company, and considering the principles of materiality as outlined in the Standards on Auditing, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the reporting period.
b) According to the information and explanations given to us and based on our examination of the records of the Company, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in Form ADT-4, as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014, with the Central Government during the reporting period and up to the date of this report.

c) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not received any whistle-blower complaints during the reporting period.

12. The Company is not a Nidhi Company as prescribed under section 406 of the Companies Act, 2013. Accordingly, the requirement to report under clause 3(xii) of the said Order is not applicable.
13. According to the information and explanations given to us and based on our examination of the records of the Company, all the transactions with related parties are in compliance with section 177 and section 188 of the Companies Act, 2013, wherever applicable and details of such related party transactions have been disclosed in the financial statements, under “Note No. 43 - the transactions with Related Parties” in accordance with the requirements of Indian Accounting Standards (Ind AS) - 24, “Related Party Disclosure” specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014, as amended, time to time.
14.a) In our opinion, the Company has an adequate internal audit system, commensurate with the size and nature of its business.
b) We have considered the internal audit reports issued to the Company during the reporting period and up to the date of this report, covering the period up to March 31, 2026, in determining the nature, timing, and extent of our audit procedures.
15. In our opinion and according to the information and explanation given to us based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with its directors, or the persons connected with him, during the reporting period, hence provisions of section 192 of the Act are not applicable. Accordingly, the requirement to report under clause 3(xv) of the said Order is not applicable.
16.a) In our opinion and according to the information and explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the requirement to report under clause 3(xvi)(a) and (b) of the said Order is not applicable.
b) In our opinion and according to the information and explanation given to us, the Company is not a core investment company (CIC), as defined in the regulation made by the Reserve Bank of India in Core Investment Companies (Reserve Bank) Directions, 2016. Further, there is no core investment company within the Group. Accordingly, the requirement to report, under clause 3(xvi)(c) and (d) of the said Order are not applicable.
17. The Company has not incurred any cash losses during the financial year covered by our audit and in immediately preceding financial year, hence the requirement to report under clause 3(xvii) of the said Order is not applicable.
18. There has been no resignation of the Statutory Auditor of the Company during the reporting period. Accordingly, the requirement to report under clause 3(xviii) of the said Order is not applicable.

19. On the basis of financial ratios disclosed in the notes to financial statements, Refer "Note No. 42", ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, and our knowledge of the Board of Directors and management plans, and based on our examination of evidence supporting the assumptions, nothing has come to our attention, which cause us to believe that any material uncertainty exists as at the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet date as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not as assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of this audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the date of balance sheet date, will be discharged by the Company as and when they fall due.

20. According to the information and explanations given to us and based on our examination of the records of the Company, the Company does not meet the criteria prescribed under section 135 of the Companies Act, 2013. Accordingly, the requirement to report under clause 3(xx) of the said Order is not applicable.

For MANISH N JAIN & CO.
Chartered Accountants
FRN No. 0138430W

Place: Nagpur
Dated: May 23, 2026
UDIN No.: 26175398WYVYGA4499

Arpit Agarwal
Partner
Membership No. 175398

ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2(f) under "Report on the Other Regulatory Requirements" section of our report of even date)

Report on the Internal Financial Controls with reference to Financial Statements over the Financial Reporting under Clause (i) of sub - section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to these financial statements of **"SUYAAMBA SPINNING MILLS LIMITED"** ("the Company") as at March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over the Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanation given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (“the ICAI”).

For MANISH N JAIN & CO.
Chartered Accountants
FRN No. 0138430W

Arpit Agarwal
Partner
Membership No. 175398

Place: Nagpur
Dated: May 23, 2026
UDIN No.: 26175398WYVYGA4499

Balance Sheet

(₹ in Lakhs)

ASSETS	Notes	31-Mar-2026	31-Mar-2025	EQUITY AND LIABILITIES	Notes	31-Mar-2026	31-Mar-2025
NON-CURRENT ASSETS				EQUITY			
a) Property, Plant and Equipments	02	8,009.64	8,076.23	a) Equity Share Capital	14	293.19	293.19
b) Other Intangible Assets	03	8.42	0.64	b) Other Equity	15	6,252.65	5,981.66
c) Capital Work-in-Progress	04	31.05	-	**Total Equity**		**6,545.84**	**6,274.85**
d) Financial Assets				LIABILITIES			
Investment		-	-	Non-Current Liabilities			
Loans		-	-	a) Financial Liabilities			
e) Other Financial Assets	05	0.45	27.76	Borrowings	16	1,647.32	1,971.60
f) Other Non-current Assets	06	38.07	7.55	Long - Term Financial Liabilities	17	11.78	4.13
g) Current Tax Assets (Net)	07	1.01	-	b) Long Term Provisions	18	597.08	564.52
Total Non-Current Assets		**8,088.64**	**8,112.18**	c) Other Non-Current Liabilities	19	185.55	25.02
CURRENT ASSETS				d) Deferred Tax Liabilities (Net)	20	570.86	553.59
a) Inventories	08	2,564.34	1,798.92	**Total Non-Current Liabilities**		**3,012.58**	**3,118.86**
b) Financial Assets				Current Liabilities			
Trade Receivables	09	957.15	1,730.15	a) Financial Liabilities			
Cash and Cash Equivalents	10A	5.45	21.82	Borrowings	21	1,413.33	1,384.55
Other Balances with Bank	10B	2.23	2.78	b) Trade Payables			
c) Loans	11	4.93	9.43	Total Outstanding dues to Micro Enterprises and Small Enterprises	22	51.17	94.34
d) Other Financial Assets	12	202.21	194.40	Total Outstanding dues of Creditors other than to Micro and Small Enterprises	22	219.81	327.50
e) Other Current Assets	13	125.20	69.67	c) Other Financial Liabilities	23	646.27	686.66
				e) Short Term Provisions	25	2.01	1.72
				f) Current Tax Liabilities (Net)	26	-	11.47
Total Current Assets		**3,861.52**	**3,827.16**	**Total Current Liabilities**		**2,391.73**	**2,545.64**
TOTAL ASSETS		**11,950.16**	**11,939.35**	**TOTAL EQUITY AND LIABILITIES**		**11,950.16**	**11,939.35**

AS PER OUR REPORT OF EVEN DATE ATTACHED
For **MANISH N JAIN & CO.**
Chartered Accountants
FRN No.: 0138430W

ARPIT AGRAWAL
Partner
Membership No. 175398

Place: Nagpur
Dated: May 23,2026
UDIN No.: 26175398WYVYGA4499

FOR AND ON BEHALF OF THE BOARD

VIRENDER KUMAR AGARWAL
Managing Director
DIN No.: 00013314

SEEMA AGARWAL
Jt. Managing Director
DIN No.: 01430206

GAJANAN CHHAWSARIA
Chief Financial Officer
Place: Nagpur
Dated: May 23,2026

KRITI LADHA
Company Secretary
Place: Nagpur
Dated: May 23,2026

Statement of Profit and Loss

For the year ended on March 31,2026

(₹ in Lakhs)

Particulars	Notes	31-Mar-2026	31-Mar-2025
INCOME			
Revenue from Operations	27	20,702.44	21,465.76
Other Income	28	77.47	73.89
Total Revenue		**20,779.92**	**21,539.66**
EXPENSES			
Cost of Materials Consumed	29	10,254.37	11,272.45
Purchase of Trading Stock		2,456.41	1,617.74
Changes in Inventories of Finished Goods, Work-in-Progress and Trading Stock	30	(287.52)	(20.34)
Employee Benefits Expense	31	2,900.80	2,973.32
Finance Costs	32	374.44	450.69
Depreciation and Amortization Expense	33	621.90	626.48
Other Expenses	34	4,042.29	4,334.34
Total Expenses		**20,362.70**	**21,254.69**
Profit Before Exceptional Item and Tax		**417.22**	**284.97**
Exceptional Items	35	5.12	-
Profit Before Tax (PBT)		**412.10**	**284.97**
Tax Expenses:			
Current Tax	20	89.21	65.24
Deferred Tax	20	18.61	102.44
Total Tax Expenses		**107.82**	**167.68**
Profit After Tax (PAT)		**304.28**	**117.29**

Particulars	Notes	31-Mar-2026	31-Mar-2025
Other Comprehensive Income			
Items that will not be reclassified to the Statement of Profit and Loss			
a) i) Remeasurements of the Defined Benefit Plans		(5.30)	6.80
ii) Income Tax Expenses on the above		1.33	(1.71)
b) i) Net fair value gain / (loss) on investment in equity		-	-
instruments through OCI		-	-
ii) Income Tax Expenses on the above			
Items that will be reclassified subsequently Statement of Profit and Loss		-	-
a) i) Net fair value gain / (loss) on investment in debt instruments through OCI			
ii) Income Tax Expenses on the above			
Total Other Comprehensive Income		**(3.96)**	**5.09**
Total Comprehensive Income for the year		**300.31**	**122.37**
Earnings per Equity Share			
Basic EPS - (In ₹)	52	**10.38**	**4.00**
Diluted EPS - (In ₹)	52	**10.38**	**4.00**
Diluted EPS - (In ₹)	52	**10.38**	**4.00**

MATERIAL ACCOUNTING POLICIES

THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

AS PER OUR REPORT OF EVEN DATE ATTACHED

For **MANISH N JAIN & CO.**
Chartered Accountants
FRN No.: 0138430W

ARPIT AGRAWAL
Partner
Membership No. 175398
UDIN No.: 26175398WYVYGA4499
Place: Nagpur
Dated: May 23,2026

FOR AND ON BEHALF OF THE BOARD

VIRENDER KUMAR AGARWAL
Managing Director
DIN No.: 00013314

SEEMA AGARWAL
Jt. Managing Director
DIN No.: 01430206

GAJANAN CHHAWSARIA
Chief Financial Officer

KRITI LADHA
Company Secretary

Place: Nagpur
Dated: May 23,2026

Place: Nagpur
Dated: May 23,2026

Statement of Cash Flow

(₹ in Lakhs)

Sr	Particulars	31st Mar, 2026	31st Mar, 2025
A.	**Cash Flow from Operating Activities**		
	Net Profit / (Loss) before Tax for the year as per the Statement of Profit or Loss	412.10	284.97
	Adjustments for :		
	Depreciation and Amortisation Expenses	621.90	626.48
	Finance Cost	374.44	450.69
	Provision for Unsecured Doubtful Debts & Advances	(4.76)	1.41
	Rental Income	(16.50)	(15.40)
	Interest Income	(7.73)	(13.09)
	EIR on Term Loans	(2.14)	-
	Deferred Revenue Income	(6.89)	(4.25)
	(Surplus) / Loss on Disposal of Property, Plants and Equipments (Net)	(1.58)	-
	(Surplus) / Loss on Disposal of Current Investments	-	(0.66)
	Operating Profit before Working Capital Changes	1,368.82	1,330.15
	Changes in Working capital		
	Adjustments for :		
	(Increase) / Decrease in Inventories	(765.42)	(9.86)
	(Increase) / Decrease in Trade Receivables	777.76	347.32
	(Increase) / Decrease in Loans	4.50	(5.49)
	(Increase) / Decrease in Other Financial Assets	14.55	(36.68)
	(Increase) / Decrease in Other Current Assets	(55.53)	171.63
	Increase / (Decrease) in Short Term Borrowings	28.77	(321.89)
	Increase / (Decrease) in Trade Payables	(150.86)	(226.49)
	Increase / (Decrease) in Financial Liabilities	(32.19)	141.71
	Increase / (Decrease) in Other Current Liabilities	19.74	(7.80)
	Increase / (Decrease) in Short Term Provisions	27.56	71.48
	Cash Generated from Operating Activities	1,237.70	1,454.07
	Income Tax Paid (Net of Refund)	(101.69)	(56.71)
	Net Cash Generated / (Used) from Operating Activities	1,136.01	1,397.36
B.	**Cash Flow from Investing Activities**		
	Investment in Property, Plants and Equipment (Net of disposal)	(561.50)	(351.64)
	(Increase) / Decrease in Capital Work-in-Progress	(31.05)	-
	Investment in Current Investments (Net of Disposal)	-	0.66
	Subsidy or Grant towards Property, Plants and Equipment	167.42	-
	Capital Advances	(30.52)	(0.26)
	(Purchase) / Redemption of Term Deposits	4.94	37.34
	Rental Income	16.50	15.40
	Interest Income	7.73	13.09
	Net Cash Generated / (Used) from Investing Activities	(426.48)	(285.41)
C.	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Proceeds from Fresh issue of Equity Shares	-	-
	Proceeds from Fresh issue of Equity Shares	-	-
	Proceeds / (Repayments) from Non - Current Borrowings	(322.14)	(631.73)
	Finance Costs (Net)	(374.44)	(450.69)
	Dividend Paid	(29.32)	(29.32)
	Net Cash Received / (Used) from Financing Activities	(725.89)	(1,111.74)
D.	**Net Increase / (Decrease) in Cash and Cash Equivalents (A + B + C)**	(16.37)	0.22
E.	Cash and cash equivalents at the beginning of the year	21.82	21.60
F.	Cash and cash equivalents at the end of the year	5.45	21.82
G.	**Increase / (Decrease) in Cash and Cash Equivalents (F - E)**	16.37	(0.22)

Note:-

a) **Cash and Cash Equivalents Comprises of:**

Sr	Particulars	31st Mar, 2026	31st Mar, 2025
1)	Balances with Banks		
	i) Current Accounts	2.36	19.26
2)	Cash in Hand	3.09	2.56
3)	**Cash and Cash Equivalents (Total of 1 to 2)**	5.45	21.82

MATERIAL ACCOUNTING POLICIES

THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

AS PER OUR REPORT OF EVEN DATE ATTACHED

For **MANISH N JAIN & CO.**
Chartered Accountants
FRN No.: 0138430W

ARPIT AGRAWAL
Partner
Membership No. 175398
UDIN No.: 26175398WYVYGA4499
Place: Nagpur
Dated: May 23,2026

FOR AND ON BEHALF OF THE BOARD

VIRENDER KUMAR AGARWAL
Managing Director
DIN No.: 00013314

SEEMA AGARWAL
Jt. Managing Director
DIN No.: 01430206

GAJANAN CHHAWSARIA
Chief Financial Officer
Place: Nagpur
Dated: May 23,2026

KRITI LADHA
Company Secretary
Place: Nagpur
Dated: May 23,2026

Suryaamba Spinning Mills Limited

StatementofChangesinEquity

For the year ended on March 31,2026 (₹ in Lakhs)

Particulars	Reserves and Surplus				Item of OCI	Total Other Equity
	Capital Redemption Reserve	Securities Premium	General Reserve	Retained Earnings	Remeasurement of Defined Benefit Plans	
A) Balance as at 01-Apr-2024	830.53	358.96	419.49	4,207.08	72.55	5,888.60
Addition made during the Reporting Period						
Net Profit / (Loss) during the reporting period	-	-	-	117	-	117.29
Addition made during the reporting period	-	-	-	-	-	-
Transferred from Statement of Profit and Loss	-	-	-	-	-	-
Item of Other Comprehensive Income for the period (Net of Taxes)						-
Remeasurement of Defined Benefit Plants (Net)	-	-	-	-	5.09	5.09
B) Total Comprehensive Income for the Reporting Period	-	-	-	117.29	5.09	122.37
Reduction during the Reporting Period						
Final Dividend (Refer "Note No. 48")	-	-	-	29.32	-	29.32
C) Total Reduction during the Reporting Period	-	-	-	29.32	-	29.32
D) Balance as at 31-Mar-2025 (A+B-C)	830.53	358.96	419.49	4,295.05	77.64	5,981.66

Particulars	Reserves and Surplus				Item of OCI	Total Other Equity
	Capital Redemption Reserve	Securities Premium	General Reserve	Retained Earnings	Remeasurement of Defined Benefit Plans	
A) Balance as at 01-Apr-2025	830.53	358.96	419.49	4,295.05	77.64	5,981.66
Addition during the Reporting Period						
Net Profit / (Loss) during the reporting period	-	-	-	304.28	-	304.28
Addition made during the reporting period	-	-	-	-	-	-
Transferred from Statement of Profit and Loss	-	-	-	-	-	-
Item of Other Comprehensive Income for the period (Net of Taxes)						
Remeasurement of Defined Benefit Plants (Net)	-	-	-	-	(3.96)	(3.96)
B) Total Comprehensive Income for the Reporting Period	-	-	-	304.28	(3.96)	300.31
Reduction during the Reporting Period						
Final Dividend (Refer "Note No. 48")	-	-	-	29.32	-	29.32
C) Total Reduction during the Reporting Period	-	-	-	29.32	-	29.32
Balance as at 31-Mar-2026 (A+B-C)	830.53	358.96	419.49	4,570.00	73.68	6,252.65

MATERIAL ACCOUNTING POLICIES

THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS

FOR AND ON BEHALF OF THE BOARD

For **MANISH N JAIN & CO.**
Chartered Accountants
FRN No.: 0138430W

VIRENDER KUMAR AGARWAL
Managing Director
DIN No.: 00013314

SEEMA AGARWAL
Jt. Managing Director
DIN No.: 01430206

ARPIT AGRAWAL
Partner
Membership No. 175398
UDIN No.: 26175398WYVYGA4499
Place: Nagpur
Dated: May 23,2026

GAJANAN CHHAWSARIA
Chief Financial Officer
Place: Nagpur
Dated: May 23,2026

KRITI LADHA
Company Secretary
Place: Nagpur
Dated: May 23,2026

Corporate Information

SURYAAMBA SPINNING MILLS LIMITED ("the Company") (CIN No. L18100TG2007PLC053831) is a Public Limited Company, domiciled and incorporated in India, under the provisions of Companies Act, 1956. The Registered office of the Company is situated atNear FirstFloor, SuryaTower, 105, Sardar Patel Road,Secunderabad, (T.G.) - 500003.The booksof accounts and other relevant records are maintained at A - 101, Kanha Apartment, 128, Chhaoni, Katol Road, Nagpur (M.H.) - 440013. The Company's shares are listed company on the "Bombay Stock Exchange" (BSE).

The Company is primarily engaged in the business of manufacturing, selling, distribution and trading of specialty synthetics yarn their related products.

The Board of Directors approved the financial statements for the year ended March 31, 2026, and authorized for issue on May 23, 2026.

1. MATERIAL ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

MATERIAL ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

These financial statements are the separate financial statements of the Company (also referred to as "the financial statements"), prepared in accordance with Indian Accounting Standards ("Ind AS") as notified under Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) Amendment Rules, 2016, as amended from time to time. The preparation and presentation of these financial statements are in accordance with Ind AS and Division - II of Schedule - III to the Companies Act, 2013.

Entity specific disclosures of material accounting policies, where Indian Accounting Standards permit alternative accounting treatments, are set out hereunder:

The Company's management and Board of Directors have assessed the materiality of accounting policy information, which involves the exercise of judgment and consideration of both qualitative and quantitative factors. Such assessment takes into account not only the size and nature of items or conditions, but also the characteristics of the related transactions, events, or circumstances that could make the information more likely to influence the decisions of users of the financial statements. An entity's conclusion that an accounting policy is immaterial does not affect the disclosures requirements set out in the Indian Accounting Standards.

The Company adopted Ind AS from April 01, 2016. The accounting policies have been consistently applied, except where a newly issued accounting standard has been initially adopted or a revision to an existing accounting standard requires a change in the accounting policies hitherto adopted. These financial statements have been prepared and presented under the historical cost convention on an accrual basis of accounting, except for certain financial assets and financial liabilities that are measured at fair value at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Notes
To the Financial Statements for the year ended on March 31, 2026

The statement of cash flows has been prepared using the indirect method, whereby profit or loss is adjusted for the effects of non - cash transactions, deferrals and accruals of past or future operating cash receipts or payments, and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing, and financing activities of the Company are separately presented. The Company considers all highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value as cash equivalents.

The Company's financial statements are prepared and presented in Indian Rupees (₹) in lakhs, which is also the functional currency of the Company. All amounts are rounded off to the nearest ₹ in lakhs up to two decimal places, unless otherwise stated.

1.2 APPLICATION TO NEW ACCOUNTING PRONOUNCEMENTS

The Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under the Companies (Indian Accounting Standard) Rules, as issued from time to time. In May 2025, MCA notified amendments to Ind AS - 21, "The Effects of Changes in Foreign Exchange Rates", applicable w.e.f. April 01, 2025. The Company has evaluated the impact of the said amendments and concluded that they do not have any material impact on its financial statements.

1.3 CURRENT AND NON - CURRENT CLASSIFICATION

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

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

ii) The assets are intended for sales or consumption.

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

iv) The assets / liabilities are expected to be realized / settled within twelve months after the end of reporting date.

v) The assets are cash or cash equivalents unless they are restricted from being exchanged or used to settle liabilities for at least twelve months after the reporting period.

vi) In the case of liabilities, the Company does not have an unconditional right to defer the settlement of the liabilities for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of current and non-current classification of assets and liabilities, the Company has determined its operating cycle as twelve (12) months. This is based on the nature of its operations and the

time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents.

1.4 SUMMARY OF MATERIAL ACCOUNTING POLICIES

a) Property, Plants and Equipment

Measurement at Recognition

An item of property, plants and equipment that qualifies for recognition as an asset is initial measured at cost. Subsequent to initial recognition, such item of property, plants and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. The Company identifies and accounts for each significant component of an item of property, plants and equipment separately, where the cost of such component is significant to the total cost of the assets and its useful life differs materially from that of the remaining components of the assets.

Notes

To the Financial Statements for the year ended on March 31, 2026

The cost of an item of property, plants and equipment comprises its purchase price, net of discounts, if any, including import duties and other non - refundable purchase taxes or levies, and any directly attributable costs of bringing the asset to its present location and condition necessary for it to be capable of operating in the manner intended by management. It also includes the initial estimate of costs of dismantling, removing, and restoring the site on which the asset is located, if any. Cost further includes the cost of replacing parts of property, plants and equipment, where the recognition criteria are met. Expenditure directly attributable to the construction of new manufacturing facilities is capitalized during the construction period, provided the recognition criteria are satisfied. Similarly, expenditure incurred on plans, designs, and drawings relating to buildings, plants, and machinery is capitalized under the relevant categories of property, plants and equipment. When significant components of property, plants and equipment are required to be replaced at regular intervals, the Company recognizes such components as separate assets with specific useful lives and depreciates them accordingly.

Subsequent costs are included in the carrying amount of the asset or recognized as a separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized upon its replacement.

All costs, including administrative, financing, and general overhead expenses, that are directly attributable to the construction of a specific project or to the acquisition of property, plants and equipment, or for bringing such assets to their present location and condition necessary for their intended use, are included as part of the cost of construction or the cost of property, plants and equipment, as the case may be, up to the date of commencement of commercial production. Any adjustments arising from exchange rate variations attributable to property, plants and equipment are capitalized as stated above, in accordance with applicable Indian Accounting Standards.

Borrowing costs directly attributable to the acquisition or construction of property, plants and equipment that necessarily take a substantial period of time to get ready for their intended use are capitalized as part of the cost of such assets, to the extent they relate to the period up to the date the assets are ready for their intended use.

Subsequent expenditure related to an item of property, plants and equipment is added to it carrying amount only if it is probable that such expenditure will result in an increase in future economic benefits from the asset beyond its previously assessed standard of performance. Items such as spare parts, stand-by equipment, and servicing equipment that meet the definition of property, plants and equipment are capitalized at cost and depreciated over their respective useful lives. Expenditure in the nature of repairs and maintenance is recognized in the Statement of Profit and Loss as and when incurred.

The Company has elected to avail the exemption available under Ind AS 101 and has adopted the carrying value of all Property, Plant and Equipment recognized under the previous GAAP as at April 1, 2016, as the deemed cost on the date of transition to Ind AS.

Notes

TotheFinancial Statements for the year ended on March 31, 2026

Capital Work-in-Progress and Capital Advances

The cost of property, plants and equipment that are not yet ready for their intended use as at the Balance Sheet date is disclosed under “Capital Work-in-Progress” (CWIP) and is carried at cost. Expenditure incurred on survey and investigation activities relating to projects is initially recognized as part of CWIP. Such expenditure is capitalized as part of the cost of the relevant asset upon completion of the project. In cases where the project is abandoned, the related expenditure is charged to the Statement of Profit and Loss in the period in which the decision to abandon the project is made. Advances paid towards the acquisition of property, plants and equipment outstanding as at each Balance Sheet date are disclosed under “Other Non - Current Assets”.

Depreciation

Depreciation on property, plants and equipment is provided on a pro-rata basis over the useful lives of the assets, using the “Straight Line Method (SLM)”, so as to allocate the depreciable amount of the assets over their estimated useful lives. Depreciation is recognized in the Statement of Profit and Loss in accordance with the requirements of Schedule - II to the Companies Act, 2013. The estimated useful lives of property, plants and equipment are determined based on technical evaluation and are aligned, where appropriate, with the useful lives prescribed under Schedule - II. Such estimates consider factors including the nature of the asset, its expected usage, physical wear and tear, operating conditions, anticipated technological changes, manufacturer’s warranties, and maintenance support.

Where an item of property, plants and equipment comprises significant components with different useful lives, such components are accounted for separately (major components) and are depreciated over their respective useful lives or the remaining useful life of the principal asset, whichever is lower.

The useful lives of the items of property, plants and equipment as estimated by the Company’s management is mentioned below:

Sr	Name of Property, Plants and Equipment	Useful Life (In Years)
1	Factory Building	30 Years
2	Building (Other than Factory Building)	60 Years
3	Plant and Machineries (Including Continuous Process Plant)	25 Years
4	Furniture and Fixtures	10 Years
5	Office Equipment	10 Years

Notes
TotheFinancial Statements for the year ended on March 31, 2026

Sr	Name of Property, Plants and Equipment	Useful Life (In Years)
6	Computer and Other Data Processing units	03 Years
7	Motor Vehicles	08 Years
8	Electrical Installation and Other Equipment	10 Years
9	Workshop Equipment and Testing Equipment	10 Years

The Company based on technical assessment made by the technical experts and the Company's management estimate, depreciate certain items of property, plant and equipment over the estimated useful lives which are different from the useful lives as prescribed under Schedule - II of the Companies Act, 2013. The Company's management believes that the useful lives given above are best to represent the period over which Company's management expects to use this property, plant and equipment.

Freehold land is not depreciated. Leasehold land and leasehold improvements are amortised over the period of the respective lease.
The useful lives, residual values, and method of depreciation of each item of property, plant and equipment are reviewed at the end of each reporting period. If there is any change inthese estimates compared to previous assessments, such changes are accounted for aschanges in accounting estimates and are applied prospectively, where appropriate.

Derecognition

An item of property, plants and equipment or intangible assets is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising on derecognition is measured as the difference between the net disposal proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss at the time of derecognition.

b) Intangible Assets

Measurement at Recognition

Intangible assetsacquired separately are initially recognized at cost. Intangible assets acquired in a business combination are recognized at their fair value as at the date of acquisition. Internally generated intangible assets, including expenditure on research activities, are not capitalized, and such expenditure is recognized in the Statement of Profit and Loss in the period in which it is incurred. Subsequent to initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses,if any. The Company has elected to avail the exemption available under Ind AS 101 and has adopted the carrying value of all Other Intangible Assets recognized under the previous GAAP as at April 1, 2016, as the deemed cost on the date of transition to Ind AS.

Notes
TotheFinancial Statements for the year ended on March 31, 2026

Amortization

Intangible assets with finite useful lives are amortized on a “Straight - Line Basis” over their estimated useful economic lives. The amortization expense on such intangible assets is recognized in the Statement of Profit and Loss. The estimated useful lives of an intangible assets are mentioned below:

Sr	Name of Property, Plants and Equipment	Useful Life (In Years)
1	Computer Software	05 Years

The amortization period and the amortization method for intangible assets with finite useful lives are reviewed at the end of each financial year. If there are any changes in the expected useful life or the pattern of consumption of future economic benefits compared to previous estimates, such changes are treated as changes in accounting estimates and are applied prospectively, where appropriate.

Derecognition

An intangible asset is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising on derecognition is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognized in the Statement of Profit and Loss at the time of derecognition.

c) Impairment

The Company assesses at each Balance Sheet date whether there are any indications that a non-financial asset may be impaired. Intangible assets with indefinite useful lives are not amortized and are tested for impairment annually, or more frequently if events or changes in circumstances indicate that they may be impaired.

Assets that are subject to depreciation or amortization, as well as investments in subsidiaries and associates, are reviewed for impairment whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. Such indicators include, but are not limited to, significant or sustained declines in revenues or earnings and material adverse changes in the economic environment.

Where any such indication exists, the Company estimates the recoverable amount of the asset or its Cash Generating Unit (CGU). If the carrying amount of the asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount .

The recoverable amount is the higher of its fair value less costs of disposal and its value in use.

In determining value in use, the estimated future cash flows are discounted to their present value using a pre - tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For assets that do not generate independent cash inflows, the recoverable amount is determined at the level of the CGU to which the asset belongs.

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The recoverable amount is the higher of its fair value less costs of disposal and its value in use.
In determining value in use, the estimated future cash flows are discounted to their present value using a pre - tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For assets that do not generate independent cash inflows, the recoverable amount is determined at the level of the CGU to which the asset belongs.
After recognition of an impairment loss, depreciation or amortization is provided on the revised carrying amount of the asset over its remaining useful life.
Impairment losses recognized in prior periods are reviewed at each reporting date for any indications that the loss has decreased or no longer exists. If such indication exists, the impairment loss is reversed to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined (net of depreciation or amortization) had no impairment loss been recognized in prior periods. Impairment losses and reversals thereof are recognized in the Statement of Profit and Loss and are presented within depreciation and amortization expense.

d) Revenue Recognition

Revenue from contracts with customers is recognized upon the transfer of control of promised goods or services to the customer, at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measuredbased on the transaction price, which is allocated to each performance obligation. The transaction price is adjusted for variable consideration, including discounts, rebates, and incentive schemes offered by the Company under the terms of the contract. Such variable consideration is estimated using the expected value method. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

Sale of Products

Revenue from the sale of goods is recognized when control of the goods is transferred to the customer. The performance obligation in such cases is satisfied at a point in time, generally upon dispatch of goods to the customer or upon delivery, as specified in the terms of the contract. Revenue is measured at the transaction price and is presented net of Goods and Services Tax (GST), discounts, rebates, and incentives offered to customers.

Sale of Services

Revenue from the rendering of services is recognized over time, based on the progress towards satisfaction of the performance obligation. The stage of completion is measured in accordance with the terms of the underlying agreements or arrangements with customers, as the services are performed.
Advances received from customers are recognized as contract liabilities under “Other Current Liabilities” and are recognized as revenue upon satisfaction of the related performance obligations.

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e) Government Grants and Subsidies

Recognition and Measurements

Government grants are recognized when there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received, in accordance with Ind AS 20, “Accounting for Government Grants and Disclosure of Government Assistance”.

Government grants are recognized in the Statement of Profit and Loss on a systematic basis over the periods in which the related costs that the grants are intended to compensate are recognized as expenses. Government grants related to property, plants and equipment are measured at fair value and are recognized as deferred income. Such grants are subsequently recognized in the Statement of Profit and Loss on a systematic basis over the useful lives ofthe related assets.

PresentationIncome from such grants and subsidies is presented under “Revenue from Operations”, where it is considered to be in the nature of operating income. Government grants related to property, plants and equipment are measured at fair value and are recognized as deferred income. Such grants are subsequently recognized in the Statement of Profit and Loss on a systematic basis over the useful lives of the related assets.

f) Inventories

Inventories, including raw materials, work-in-progress, finished goods, packing materials,stores and spares, components, consumables, and trading stock, are valued at the lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by-item basis.

Cost of inventories is determined using the weighted average method. The cost comprises all costs of purchase, including non - refundable duties and taxes, costs of conversion including an appropriate allocation of fixed and variable production overheads, and other costs incurred in bringing the inventories to their present location and condition. Net realizable value represents the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Cost of inventories is determined using the weighted average method. The cost comprises all costs of purchase, including non - refundable duties and taxes, costs of conversion including an appropriate allocation of fixed and variable production overheads, and other costs incurred in bringing the inventories to their present location and condition. Net realizable value represents the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

The Company evaluates the condition of inventories at each reporting date and makes provision for slow - moving, obsolete, and non - saleable inventories, based on factors such as shelf life, product discontinuance, and ageing analysis, to reflect the net realisable value of such inventories.

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g) Financial Instruments

Afinancialinstrument isany contract that gives rise to a financial asset of one entity and a financial liability or an equity instrument of another entity.

Financial Assets

Initial Recognition and Measurements

The Company recognizes a financial asset in its Balance Sheet when it becomes a party to the contractual provisions of the instrument. Financial assets are initially recognized at fair value, plus, in the case of financial assets not measured at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at their transaction price.

The Company recognizes a financial asset in its Balance Sheet when it becomes a party to the contractual provisions of the instrument. Financial assets are initially recognized at fair value, plus, in the case of financial assets not measured at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at their transaction price.

The Company recognizes a financial asset in its Balance Sheet when it becomes a party to the contractual provisions of the instrument. Financial assets are initially recognized at fair value, plus, in the case of financial assets not measured at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at their transaction price.

Subsequent Measurements

For subsequent measurements, the Company classifies a financial asset in accordance with the below criteria:

i) The Company's business model for managing the financial assets and
ii) The contractual cash flows characteristics of the financial assets.

Based on the above criteria, the Company classifies, its financial assets into the following categories:

i) Financial assets measured at amortized costs
ii) Financial assets measured at fair value through other comprehensive income (FVTOCI)
iii) Financial assets measured at fair value through profit or loss (FVTPL)

Financial Assets measured at Amortized Costs

A financial asset is measured at amortized costs if both of the following conditions are met:

a) The financial asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and

b) The contractual terms of the financial asset give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI criterion).

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This category includes cash and bank balances, trade receivables, loans, and other financial assets of the Company. Such financial assets are subsequently measured at amortised cost using the effective interest method (EIR). Under this method, future cash flows are discounted to their present value at the time of initial recognition using the effective interest rate. The difference between the initial recognition amount and the maturity amount is amortised over the life of the financial asset and is recognized as interest income in the Statement of Profit and Loss under "Other Income". The amortised cost of financial assets is adjusted for any loss allowance recognized for expected credit losses, where applicable.

Financial Assets measured at FVTOCI

A. financial asset is measured at FVTOCI, if both of the following conditions are met:

a) The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

b) The contractual terms of the financial asset give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI criterion).

This category primarily applies to certain investments in debt instruments. Such financial assets are subsequently measured at fair value at each reporting date. Changes in fair value are recognized in Other Comprehensive Income (OCI). However, interest income, impairment losses, and reversals thereof are recognized in the Statement of Profit and Loss. Upon derecognition of such debt instruments, the cumulative gain or loss previously recognized in OCI is reclassified from equity to the Statement of Profit and Loss. Further, the Company has made an irrevocable election at initial recognition, on an instrument-by-instrument basis, to designate certain equity instruments as measured at FVTOCI. These equity instruments are not held for trading nor represent contingent consideration arising from a business combination. Subsequent changes in the fair value of such equity instruments are recognized in OCI. Dividend income from such equity instruments is recognized in the Statement of Profit and Loss when the Company's right to receive payment is established, it is probable that the economic benefits will flow to the Company, and the amount can be measured reliably..

A financial asset is measured at amortized costs if both of the following conditions are met:

a) The financial asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and

b) The contractual terms of the financial asset give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI criterion).

Upon derecognition of such equity instruments, the cumulative gain or loss previously recognized in OCI is not reclassified to the Statement of Profit and Loss. Instead, it may be transferred within equity to retained earnings.

A. financial asset ismeasuredat FVTOCI, if bothof the following conditions are met:

a) The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

b) The contractual terms of the financial asset give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI criterion).

This category primarily applies to certain investments in debt instruments. Such financial assets are subsequently measured at fair value at each reporting date. Changes in fair value are recognized in Other Comprehensive Income (OCI). However, interest income, impairment losses, and reversals thereof are recognized in the Statement of Profit and Loss. Upon derecognition of such debt instruments, the cumulative gain or loss previously recognized in OCI is reclassified from equity to the Statement of Profit and Loss. Further, the Company has made an irrevocable election at initial recognition, on an instrument-by-instrument basis, to designate certain equity instruments as measured at FVTOCI. These equity instruments are not held for trading nor represent contingent consideration arising from a business combination. Subsequent changes in the fair value of such equity instruments are recognized in OCI. Dividend income from such equity instruments is recognized in the Statement of Profit and Loss when the Company's right to receive payment is established, it is probable that the economic benefits will flow to the Company, and the amount can be measured reliably..

A financial asset is measured at amortized costs if both of the following conditions are met:

a) The financial asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and

b) The contractual terms of the financial asset give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI criterion).

Upon derecognition of such equity instruments, the cumulative gain or loss previously recognized in OCI is not reclassified to the Statement of Profit and Loss. Instead, it may be transferred within equity to retained earnings.

Financial Assets measured at FVTPL

A financial asset is measured at fair value through profit or loss (FVTPL) unless it is measured at amortized cost or at fair value through other comprehensive income (FVTOCI) as described above. This is a residual category and applies to all other financial assets of the Company, excluding investments in subsidiaries and associates. Such financial assets are subsequently measured at fair value at each reporting date, with all changes in fair value recognized in the Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e., removed from the Company's Balance Sheet) when any of the following conditions are met:

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TotheFinancial Statements for the year ended on March 31, 2026

Financial Assets measured at FVTPL

Afinancial asset is measured at fair value through profit or loss (FVTPL) unless it is measured at amortized cost or at fair value through other comprehensive income (FVTOCI) as described above. This is a residual category and applies to all other financial assets of the Company, excluding investments in subsidiaries and associates. Such financial assets are subsequently measured at fair value at each reporting date, with all changes in fair value recognized in the Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e., removed from the Company's Balance Sheet) when any of the following conditions are met:

i)The contractual rights to cash flows from the financial assets expire.

ii) The Company has transferred its contractual rights to receive cash flows from the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset.

iii) The Company retains the contractual rights to receive cash flows from the financial asset but assumes a contractual obligation to pass on those cash flows, without material delay, to one or more recipients under a "pass-through" arrangement, thereby substantially transferring all the risks and rewards of ownership of the financial asset.

iv) The Company neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset and does not retain control over the financial asset.

In cases where the Company neither transfers nor retains substantially all the risks and rewards of ownership of a financial asset but retains control over the asset, the Company continues to recognize the financial asset to the extent of its continuing involvement. In such cases, the Company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations retained by the Company.

On derecognition of financial assets (except for financial assets measured at FVTOCI as described above), the difference between the carrying amount of the asset and the consideration received is recognized in the Statement of Profit and Loss.

Impairment of Financial Assets

The Company applies expected credit losses (ECL) model for measurements and recognition of loss allowance on the following:

i) Trade receivables

ii) Financial assets measured at amortized costs (other than trade receivables)

iii) Financial assets measured at fair value through other comprehensive income (FVTOCI)

The Company applies the expected credit loss (ECL) model for recognition and measurement of impairment on financial assets measured at amortised cost and at fair value through other comprehensive income (FVTOCI). In the case of trade receivables, the Company follows the simplified approach, whereby an amount equal to lifetime ECL is recognized as a loss allowance.

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For other financial assets, the Company applies the general approach and assesses at each reporting date whether there has been a significant increase in credit risk since initial recognition. If the credit risk has not increased significantly, an amount equal to twelve - month ECL is recognized. If the credit risk has increased significantly, an amount equal to lifetime ECL is recognized. Subsequently, if the credit quality improves such that there is no longer a significant increase in credit risk, the Company reverts to recognizing loss allowance based on twelve- month ECL. ECL represents the difference between the contractual cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive, discounted at the original effective interest rate. Lifetime ECL represents expected credit losses resulting from all possible default events over the expected life of the financial asset, whereas twelve - month ECL represents a portion of lifetime ECL attributable to default events possible within twelve months from the reporting date. ECL is measured in a manner that reflects unbiased and probability-weighted amounts determined using a range of possible outcomes, taking into account the time value of money and all reasonable and supportable information available about past events, current conditions, and forecasts of future economic conditions.
As a practical expedient, the Company uses a provision matrix to determine lifetime ECL for its portfolio of trade receivables. The provision matrix is based on historically observed default rates over the expected life of the receivables and is adjusted for forward - looking information. At each reporting date, these historical default rates and forward-looking estimates are updated. ECL impairment loss allowance (or reversal thereof) recognized during the reporting period is recognized in the Statement of Profit and Loss under “Other Expenses”.

Financial Liabilities

Initial Recognition and Measurements
The Company recognizes a financial liability in its Balance Sheet when it becomes a party to the contractual provisions of the instrument. Financial liabilities are initially recognized at fair value, and, in the case of financial liabilities not measured at fair value through profit or loss (FVTPL), are adjusted for transaction costs that are directly attributable to the issue of the financial liabilities. Where the fair value of a financial liability at initial recognition differs from its transaction price, the difference is recognized as a gain or loss in the Statement of Profit and Loss, provided that the fair value is evidenced by a quoted price in an active market for an identical instrument (Level 1 input) or is based on a valuation technique that uses observable market data (Level 2 inputs). In cases where the fair value is not determined using Level 1 or Level 2 inputs, the difference between the transaction price and fair value is deferred and recognized in the Statement of Profit and Loss only to the extent that it arises from a change in factors that market participants would consider in pricing the financial liability.

Subsequent Measurements
All financial liabilities of the Company are subsequently measured at amortised cost using the effective interest method (EIR).

Under the effective interest method, future cash payments are discounted to their present value at initial recognition using the effective interest rate. The difference between the initial recognition amount and the maturity amount is amortised over the tenure of the financial liability. The amortised cost at each reporting date represents the initial recognition amount adjusted for principal repayments and the cumulative amortisation of such difference.

The corresponding amortisation under the effective interest method is recognized as interest expense over the period of the financial liability and is presented under "Finance Costs" in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged, cancelled, or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or where the terms of an existing liability are substantially modified, such an exchange or modification is accounted for as a derecognition of the original liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid is recognized in the Statement of Profit and Loss.

Offsetting of Financial Assets and Financial Liabilities

Financial assets and financial liabilities are offset, and the net amount is presented in the Balance Sheet when there is a legally enforceable right to set off the recognized amounts and there is an intention either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

h) Fair Value

The Company measures financial instruments at fair value in accordance with the accounting policies as stated above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or, in the absence of a principal market, in the most advantageous market for the asset or liability. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within a fair value hierarchy based on the inputs used in the valuation techniques. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs). The levels of the hierarchy are described as follows:

Level 1 - Quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly or indirectly.

Level 3 - Inputs that are unobservable for the assets or liabilities

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For assets and liabilities recognized at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing the categorization at the end of each reporting period and discloses such transfers, if any.

i) ForeignCurrencyTransactions

a) InitialRecognition

Transactions in foreign currencies are initially recorded in the functional currency (i.e., Indian Rupee ₹) at the exchange rates prevailing on the date of the transaction (spot rate). Exchange differences arising on settlement of monetary items during the reporting period are recognized in the Statement of Profit and Loss. However, exchange differences arising on foreign currency borrowings, to the extent that they are regarded as an adjustment to borrowing costs directly attributable to the acquisition or construction of qualifying assets, are capitalised as part of the cost of such assets in accordance with the Indian Accounting Standards.

b) Measurement of Foreign Currency Items at Reporting Date

Monetary items denominated in foreign currencies are restated at the reporting date using the closing exchange rate as notified by the Reserve Bank of India. Non - monetary items measured at historical cost are translated using the exchange rate at the date of the transaction. Non - monetary items measured at fair value in a foreign currency are translated using the exchange rate prevailing at the date on which the fair value is determined. Exchange differences arising on settlement or translation of monetary items are recognized in the Statement of Profit and Loss in the period in which they arise.

j) Taxes on Income

Tax expense comprises current tax and deferred tax. It represents the aggregate amount included in the determination of profit or loss for the reporting period. Tax expense is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized in Other Comprehensive Income (OCI) or directly in equity, in which case the tax is also recognized in OCI or equity, as applicable.

Current tax is the amount of income tax payable in respect of taxable profit for the reporting period. Taxable profit differs from “Profit Before Tax” as reported in the Statement of Profit and Loss due to items of income or expense that are taxable or deductible in other periods and items that are never taxable or deductible under the Income Tax Act, 1961. Current tax assets and liabilities are measured using the tax rates enacted or substantively enacted at the reporting date. Current tax also includes adjustments relating to prior periods.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and their respective tax bases. Deferred tax is measured using the tax rates and tax laws that have been enacted or substantively enacted as at the reporting date.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences, unused tax losses, and unused tax credits to the extent that it is probable that taxable profits will be available against which such deductible temporary differences and losses can be utilised.

However, deferred tax is not recognized for temporary differences arising from:
*The initial recognition of assets or liabilities in a transaction (other than a business combination) that, at the time of the transaction, affects neither accounting profit nor taxable profit and does not give rise to equal taxable and deductible temporary differences; and
*The initial recognition of goodwill (in the case of deferred tax liabilities).
The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilised. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the asset is realised or the liability is settled, based on tax rates and laws that have been enacted or substantively enacted by the Balance Sheet date.

Uncertain Tax Positions

The Company's management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation and assesses whether it is probable that a taxation authority will accept the uncertain tax treatment. The Company reflects the effect of uncertainty for each uncertain tax treatment using either the expected value method (i.e., the sum of probability - weighted amounts in a range of possible outcomes) or the most likely amount method (i.e., the single most likely outcome), depending on which method better predicts the resolution of the uncertainty. The Company applies consistent judgments and estimates in determining the effects of uncertain tax positions. Where an uncertain tax treatment affects both current and deferred tax, the Company applies the same approach consistently to both.

Presentation

Current tax and deferred tax are recognized as income or expense in the Statement of Profit and Loss, except to the extent that they relate to items recognized in Other Comprehensive Income (OCI), in which case the related tax is also recognized in OCI. The Company offsets current tax assets and current tax liabilities when it has a legally enforceable right to set off the recognized amounts and intends either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.
Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities, and when the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on the Company.

k) Lease

A lease is classified at the inception date as either a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership of the underlying asset to the Company is classified as a finance lease. All other leases are classified as operating leases.

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TotheFinancial Statements for the year ended on March 31, 2026

The Company as a Lessee

a) Operating Lease:

Leasepayments under operating leases are recognized as an expense in the Statement of Profit and Loss on a Straight - Line basis over the lease term, unless another systematic basis is more representative of the time pattern in which the economic benefits from the leased asset are consumed.

b) Finance Lease:

Finance leases are recognized at the commencement of the lease at the lower of the fair value of the leased asset and the present value of the minimum lease payments. The corresponding liability to the lessor is recognized in the Balance Sheet as a finance lease obligation. Lease payments are apportioned between finance costs and the reduction of the lease obligation so as to achieve a constant periodic rate of interest on the remaining balance of the liability. Finance costs are recognized in the Statement of Profit and Loss over the lease term unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company's borrowing cost policy. Contingent rentals are recognized as an expense in the period in which they are incurred. Assets acquired under finance leases are depreciated over their useful lives. However, where there is no reasonable certainty that the Company will obtain ownership of the asset at the end of the lease term, such assets are depreciated over the shorter of the lease term and their useful lives.

The Company as a Lessor:

Lease income from operating leases is recognized in the Statement of Profit and Loss on a straight - line basis over the lease term, unless the lease payments are structured to increase in line with expected general inflation, in which case such increases are recognized as incurred. The underlying leased assets are presented in the Balance Sheet in accordance with their nature.

I) Borrowing Costs

Borrowing costs include interest expense, commitment charges on bank borrowings, amortisation of ancillary costs incurred in connection with the arrangement of borrowings, and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to borrowing costs.

Borrowing costs that are directly attributable to the acquisition, construction, or production of a qualifying asset are capitalised as part of the cost of such asset until it is substantially ready for its intended use or sale. Qualifying assets are those assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Where the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs incurred on such borrowings are capitalised. Where the Company uses general borrowings for the purpose of obtaining a qualifying asset, the borrowing costs are capitalised using a capitalisation rate based on the weighted average cost of general borrowings outstanding during the period.

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Capitalisation of borrowing costs commences when expenditures for the asset are incurred, borrowing costs are incurred, and activities necessary to prepare the asset for its intended use or sale are in progress. Capitalisation ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

Any income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognized as an expense in the Statement of Profit and Loss in the period in which they are incurred.

m) Employee Benefits

Short-Term EmployeeBenefits

Employee benefits payable wholly within twelve months of rendering the related service are classified as short - term employee benefits. Such benefits are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short - term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense), after deducting any amounts already paid.

Post - Employment Benefits

a) Defined Contribution Plans

Defined contribution plans include contributions to the Employees' State Insurance Scheme (ESIC), government - administered provident fund schemes, and the superannuation scheme for eligible employees who meet the prescribed criteria. The Company's contributions to defined contribution plans are recognized as an expense in the Statement of Profit and Loss in the period in which the employees render the related services.

i) Recognition and Measurement of Defined Contribution Plans

The Company recognizes contributions payable to defined contribution plans as an expense in the Statement of Profit and Loss in the period in which the employees render the related services. If the contributions payable for services received from employees up to the reporting date exceed the contributions already paid, the shortfall is recognized as a liability after deducting the amounts already paid. Conversely, if the contributions already paid exceed the contributions due for services received up to the reporting date, the excess is recognized as an asset to the extent that it will result in a future reduction in payments or a cash refund.

b) Defined Benefits Plans

i) Gratuity

The Company operates a defined benefit plan for its employees in respect of gratuity. The Company pays gratuity to employees who have completed a minimum of five years of continuous service at the time of retirement, resignation, or superannuation. Gratuity is payable at the rate of 15 days' salary for each completed year of service, in accordance with the Payment of Gratuity Act, 1972.

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TotheFinancial Statements for the year ended on March 31, 2026

The liability in respect of gratuity is determined using the “Projected Unit Credit Method” and is spread over the period during which the benefits are expected to be derived from employee service. Remeasurements of the net defined benefit liability, comprising actuarial gains and losses, are recognized in Other Comprehensive Income (OCI) in the period in which they arise and are not reclassified to the Statement of Profit and Loss.

ii) Provident Fund Scheme

Provident fund is a defined contribution plan covering certain eligible employees. The Company and eligible employees make monthly contributions to the provident fund maintained with the Regional Provident Fund Commissioners, at a specified percentage of the employees’ basic salary, in accordance with the applicable scheme. The Company’s contributions to the provident fund are recognized as an expense in the Statement of Profit and Loss in the period in which they become due. The Company has no further obligation beyond its contributions to the fund.

iii) Pension Scheme

The Company operates a defined benefit pension plan for certain eligible employees. The pension benefit is payable upon fulfilment of the eligibility conditions specified under the plan and approved by the Board of Directors.

iv) Post - Retirement Benefits Plan

The Company operates a defined benefit post-retirement plan for certain eligible employees. The post-retirement benefit is payable upon fulfilment of the eligibility conditions specified under the plan and approved by the Board of Directors.

v) Leave Encashments

Accumulated leave expected to be availed wholly within twelve months after the end of the reporting period is classified as a short-term employee benefit. The Company measures the expected cost of such compensated absences as the additional amount expected to be paid as a result of the unused entitlement that has accumulated as at the reporting date.

Accumulated leave expected to be carried forward beyond twelve months after the reporting period is treated as a long-term employee benefit. The obligation in respect of such long-term compensated absences is determined on the basis of an actuarial valuation carried out at the reporting date using the Projected Unit Credit Method.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized immediately in the Statement of Profit and Loss in the period in which they arise and are not deferred.

Recognition and Measurement of Defined Contribution Plans

The cost of providing defined benefits is determined using the “Projected Unit Credit Method”, with actuarial valuations carried out at each Balance Sheet date. The defined benefit obligation recognized in the Balance Sheet represents the present value of the defined benefit obligation as reduced by the fair value of plan assets, if any.

Notes
TotheFinancial Statements for the year ended on March 31, 2026

All expenses comprising current service cost, past service cost (if any), and net interest on the defined benefit liability (or asset) are recognized in the Statement of Profit and Loss. Remeasurements of the net defined benefit liability (or asset), comprising actuarial gains and losses and the return on plan assets (excluding amounts included in net interest), are recognized in Other Comprehensive Income (OCI). Such remeasurements are not reclassified to the Statement of Profit and Loss in subsequent periods. Past service cost is recognized immediately to the extent that the benefits are already vested; otherwise, it is recognized on a straight - line basis over the average period until the amended benefits become vested. The defined benefit obligation is determined based on actuarial valuation carried out by an independent actuary, and the related liability is presented as current and non - current in the Balance Sheet accordingly.

n) Earnings per Share

The Company reports Basic and Diluted Earnings per Share (EPS) in accordance with Ind AS 33, “Earnings per Share”. Basic EPS is computed by dividing the net profit or loss attributable to equity shareholders of the Company for the period by the weighted average number of Equity shares outstanding during the period.

Diluted EPS is computed by dividing the net profit or loss attributable to equity shareholders for the period by the weighted average number of Equity shares outstanding during the period, adjusted for the effects of all dilutive potential equity shares, except where the effect is anti-dilutive.

The weighted average number of Equity shares outstanding during the period is adjusted for events such as bonus issues, bonus elements in rights issues, share splits, and reverse share splits (share consolidations) that change the number of Equity shares outstanding without a corresponding change in resources.

o) Provisions and Contingencies

The Company recognizes provisions when there is a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Where the effect of the time value of money is material, provisions are discounted using a current pre - tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is applied, the increase in the provision due to the passage of time is recognized as a finance cost.

A contingent liability is disclosed when there is a possible obligation arising from past events, or a present obligation that is not recognized because it is not probable that an outflow of resources will be required or the amount of the obligation cannot be measured reliably. Where the possibility of an outflow of resources embodying economic benefits is remote, neither a provision nor a disclosure is made.

Contingent assets are possible assets arising from past events, whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are not recognized in the financial statements until the realisation of income is virtually certain; however, they are disclosed where an inflow of economic benefits is probable. The amount recognized as a provision represents the best estimate of the expenditure required to settle the present obligation at the reporting date.

p) Exceptional Items

Exceptional items are disclosed separately in the financial statements where it is necessary to provide a better understanding of the Company's financial performance. These represent material items of income or expense that are presented separately due to their nature or incidence. Ordinary items of income or expense which, by virtue of their size, nature, or occurrence, require separate disclosure to improve the understanding of the Company's performance are also presented as exceptional items in the Statement of Profit and Loss.

q) Event after Reporting Date

Adjusting events are those events that provide evidence of conditions that existed at the end of the reporting period. The financial statements are adjusted for such events before they are authorised for issue. Non - adjusting events are those that are indicative of conditions that arose after the end of the reporting period. Such events are not recognized in the financial statements; however, they are disclosed if they are material.

All events occurring after the balance sheet date and up to the date of approval of the financial statements by the Board of Directors on May 23, 2026, have been considered, and appropriately disclosed or adjusted, wherever applicable, in accordance with Indian Accounting Standards.

r) Cash Flow Statements

Cash flows statements are reported using the method set out in the Ind AS - 7, "Cash Flow Statements" and is prepared by using indirect method adjusting the net profit / (losses) before tax excluding exceptional items for the effect of:

i) Changes during the period in inventories and other operating receivables and payables;

ii) Non - cash items such as depreciation, provisions, unrealized foreign currency gain / (losses); and

iii) all other items for which the cash effects are investing and financing cash flows.

The cash flows from operating, investing and financing activities of the Company are segregated. The cash and cash equivalents (including balances with banks), shown in the statement of cash flows exclude items, which are not available for general use as at the date of Balance Sheet.

s) Cash and Cash Equivalents

Cash and cash equivalents include cash-in-hand, cheques-in-hand, balances with banks, and demand deposits with an original maturity of three months or less, as well as other short - term highly liquid investments. Bank overdrafts, which are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose of the Statement of Cash Flows.

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t) Commitments
Commitments are the future liabilities for contractual expenditure, classified and disclosed as follows:
i) estimated amounts of contracts remaining to be executed on capital account and not provided for;
ii) other non - cancellable commitment, if any, to the extent they are considered material and relevant in the opinion of the Company's management.
Other commitments related to sales / procurements made in the normal course of business are not disclosed to avoid the excessive details.

1.5 RECENT ACCOUNTING PRONOUNCEMENT
The Ministry of Corporate Affairs (MCA) notifies new standards or amendments to existing standards under the Companies (Indian Accounting Standards) Rules from time to time. For the financial year ended March 31, 2026, MCA has notified the following amendments on August 2025;

a) Ind AS - 1 - Presentation of Financial Statements, applicable w.e.f. April 1, 2025
The amendments relate to the classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current or non-current, the amendments clarify that the right to defer settlement of the liability for at least twelve months after the reporting date must exist at the reporting date and should have substantive rights. The amendments also introduce additional guidance for the classification of liabilities subject to covenants. The Company has evaluated the impact of these amendments and concluded that they do not have any impact on its classification of current and non-current liabilities.

b) Ind AS - 7 – Statement of Cash Flows and Ind AS - 107 Financial Instruments - Disclosures, applicable w.e.f. April 1, 2025

The amendments to Ind AS 7 require entities to provide disclosures regarding supplier finance arrangements, including the nature of such arrangements, the carrying amount of related liabilities, and the range of payment due dates. Consequential amendments to Ind AS 107 introduce supplier finance arrangements as a factor that may give rise to concentration of liquidity risk. The Company has evaluated the applicability of these amendments and concluded that they do not have any material impact on its financial statements.

c) Ind AS - 12 – International Tax Reform – Pillar Two Model Rules apply immediately

The amendments provide a temporary mandatory relief from accounting for deferred taxes arising from the implementation of the Pillar Two Rules and require entities to disclose the application of such relief. The said relief is applicable immediately and retrospectively. Based on the Company's evaluation, the application of the Pillar Two Rules does not have any material financial impact on its financial statements.

1.6 KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of the Company's financial statements in conformity with Ind AS requires management to make judgments, estimates, and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses, including contingent liabilities, as well as the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that may require a material adjustment to the carrying amounts of assets or liabilities in future periods. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which they are revised and in any future periods affected.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, which have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

a) Income Tax:

The Company's tax jurisdiction is India. Significant judgments are involved in estimating budgeted profits for the purpose of payment of advance tax and in determining income tax provisions, including the amounts expected to be paid or recovered in respect of uncertain tax positions (Refer "Note No. 20").

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b) Property, Plants and Equipment:

portion of the Company's asset base. The charge for depreciation is determined based on an estimate of the asset's expected useful life and residual value at the end of its useful life. The useful lives and residual values of assets are determined by the Company's management at the time of acquisition and are reviewed periodically, including at each financial year end. The useful lives are based on those prescribed under Schedule - II to the Companies Act, 2013, or on technical estimates, considering the nature of the assets, expected usage, estimated residual values, and operating conditions. These estimates are based on historical experience with similar assets as well as expectations of future events that may impact useful life, such as technological or commercial obsolescence arising from changes or improvements in production processes or changes in market demand for the products or services generated by the assets.

c) Fair Value measurements of Financial Instruments:

When the fair values of financial assets and financial liabilities recognized in the Balance Sheet cannot be measured based on quoted prices in active markets, they are determined using valuation techniques, including the discounted cash flow model, which involve various judgments and assumptions. Where possible, inputs to these valuation models are derived from observable market data. Where observable inputs are not available, management is required to exercise judgment in determining fair value. Such judgments include considerations of inputs such as liquidity risk, credit risk, and volatility. Changes in assumptions relating to these factors could affect the reported fair values of financial instruments.

d) Recoverability of Trade Receivables:

Judgment is involved in assessing the recoverability of overdue trade receivables and in determining the need for provision against such receivables. The factors considered include the creditworthiness of the counterparty, the amount and timing of expected future cash flows, and any actions that may be taken to mitigate the risk of non - payment.

e) Provisions and Contingent Liabilities:

Where there is a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation. Such provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates. The Company applies significant judgement in assessing contingent liabilities. Contingent liabilities are disclosed where there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, or where there is a present obligation that is not recognized because it is not probable that an outflow of resources will be required or the amount cannot be reliably measured. Contingent assets are neither recognized nor disclosed in the financial statements.

f) Impairment of Financial and Non - Financial Assets:

The impairment provision for financial assets is based on assumptions regarding the risk of default and expected credit loss rates. The Company applies judgment in making these assumptions and in selecting inputs to the impairment calculations, based on its historical experience, prevailing market conditions, and forward-looking estimates at the end of the reporting period. In respect of non - financial assets, the Company estimates the recoverable amount, which is the higher of an asset's (or cash-generating unit's) fair value less costs of disposal and its value-in-use. In assessing value-in-use, estimated future cash flows are discounted using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are considered. Where such transactions cannot be identified, an appropriate valuation model is used.

g) Recognition of Deferred Tax Assets and Liabilities:

Deferred tax assets and liabilities are recognized in respect of deductible temporary differences and unused tax losses or unused tax credits to the extent that it is probable that taxable profits will be available against which they can be utilised. The Company applies judgment in determining the amount of deferred tax that can be recognized, based on the expected timing and level of future taxable profits and anticipated business developments.

h) Defined Benefits Obligation:

The Company provides gratuity and certain other post-employment benefits to eligible employees. The cost of providing such defined benefit plans is determined using the "Projected Unit Credit Method", with actuarial valuations carried out at each reporting date by an independent actuary, in accordance with Ind AS 19, "Employee Benefits". The defined benefit obligation recognized in the financial statements is measured based on actuarial assumptions, including discount rates, future salary escalation, mortality rates, employee attrition rates and other relevant factors. Actual results may differ from these assumptions due to future uncertainties. Given the long-term nature of these obligations, the valuation is sensitive to changes in the underlying assumptions. All actuarial assumptions are reviewed by the management at each reporting date. The details of the Company's defined benefit plans and related disclosures are provided in "Note No. 42 - Employee Benefits". Remeasurements comprising actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in Other Comprehensive Income and are not subsequently reclassified to the Statement of Profit and Loss.

Property,Plant and Equipment

02 Tangible Assets

(₹ in Lakhs)

SN	Particulars	Gross Carrying Value				Depreciation				Net Carrying Value	
		Cost As at 01-Apr-2025	Additions during the period	Deduction Adjustment	Cost As at 31-Mar-2026	Upto 01-Apr-2025	Additions during the period	Deduction Adjustment	Upto 31-Mar-2026	As at 31-Mar-2026	As at 31-Mar-2025
A	**Land**										
	Freehold Land	166.71	-	-	166.71	-	-	-	-	166.71	166.71
B	**Buildings**										
	Factory Buildings	2,337.23	-	-	2,337.23	623.50	80.96	-	704.46	1,632.77	1,713.73
	Non-Factory Buildings	1,122.37	-	-	1,122.37	159.75	21.51	-	181.26	941.11	962.62
C	**Furniture & Fixture**										
	Furniture and Fixtures	81.63	0.96	-	82.59	32.46	4.70	-	37.16	45.43	49.17
D	**Plant & Equipment**										
	Plant and Machinery	8,122.92	553.70	128.17	8,548.45	3,363.25	479.62	108.61	3,734.26	4,814.19	4,759.67
	Electrical Installations	453.77	2.24	-	456.01	155.60	13.58	-	169.18	286.83	298.17
E	**Office Equipments**						-				
	Office equipment	24.58	1.43	-	26.01	12.12	1.72	-	13.84	12.17	12.46
F	**Motor Vehicles**						-				
	Vehicles	239.31	16.22	9.30	246.23	136.52	19.10	7.88	147.74	98.49	102.79
G	**Computers and Peripherals**						-				
	Computers	20.28	1.41	-	21.69	9.37	0.41	-	9.78	11.91	10.91
	Total	**12,568.80**	**575.96**	**137.47**	**13,007.29**	**4,492.57**	**621.60**	**116.49**	**4,997.68**	**8,009.61**	**8,076.23**

SN	Particulars	Gross Carrying Value				Depreciation				Net Carrying Value	
		Cost As at 01-Apr-2024	Additions during the period	Deduction/ Adjustment	Cost As at 31-Mar-2025	Upto 01-Apr-2024	Additions during the period	Deduction Adjustment	Upto 31-Mar-2025	As at 31-Mar-2025	As at 31-Mar-2024
A	**Land**										
	Freehold Land	166.71	-	-	166.71	-	-	-	-	166.71	166.71
B	**Buildings**										
	Factory Buildings	2,324.17	13.06	-	2,337.23	541.34	82.16	-	623.50	1,713.73	1,782.83
	Non-Factory Buildings	1,122.37	-	-	1,122.37	138.25	21.50	-	159.75	962.62	984.12
C	**Furniture & Fixture**										
	Furniture and Fixtures	78.95	2.68	-	81.63	27.78	4.68	-	32.46	49.17	51.17
D	**Plant & Equipment**										
	Plant and Machinery	7,813.34	309.58	-	8,122.92	2,881.65	481.60	-	3,363.25	4,759.67	4,931.69
	Electrical Installations	453.77	-	-	453.77	141.83	13.77	-	155.60	298.17	311.94
E	**Office Equipments**						-				
	Office equipment	23.60	0.98	-	24.58	10.22	1.90	-	12.12	12.46	13.38
F	**Motor Vehicles**						-				
	Vehicles	215.50	23.81	-	239.31	116.52	20.00	-	136.52	102.79	98.98
G	**Computers and Peripherals**						-				
	Computers	18.76	1.52	-	20.28	9.01	0.36	-	9.37	10.91	9.75
	Total	**12,217.17**	**351.63**	-	**12,568.80**	**3,866.60**	**625.97**	-	**4,492.57**	**8,076.23**	**8,350.57**

1) Gross carrying amount and accumulated depreciation have been regrouped and netted in line with deemed cost exemption opted out by the Company as per Ind AS, with effect from April 01, 2016 i.e. date of transition to Ind AS for the Company.
2) Title deed of all the immovable properties are held in the name of the Company.
3) The amount of Contractual Commitments for the purpose of acquisition or constructions of the Property, Plants and Equipment are disclosed under "Note No. 46", if any.

03. Other Intangible Assets

(₹ in Lakhs)

SN	Particulars	Gross Carrying Value				Depreciation				Net Carrying Value	
		Cost As at 01-Apr-2025	Additions during the period	Deduction Adjustment	Cost As at 31-Mar-2026	Upto 01-Apr-2025	Additions during the period	Deduction Adjustment	Upto 31-Mar-2026	As at 31-Mar-2026	As at 31-Mar-2025
a	**Intangible Assets** Computer Software	2.70	8.09	-	10.79	2.06	0.30	-	2.36	8.43	0.64
	Total	**2.70**	**8.09**	**-**	**10.79**	**2.06**	**0.30**	**-**	**2.36**	**8.43**	**0.64**

SN	Particulars	Gross Carrying Value				Depreciation				Net Carrying Value	
		Cost As at 01-Apr-2024	Additions during the period	Deduction Adjustment	Cost As at 31-Mar-2025	Upto 01-Apr-2024	Additions during the period	Deduction Adjustment	Upto 31-Mar-2025	As at 31-Mar-2025	As at 31-Mar-2024
a	**Intangible Assets** Computer Software	2.70	-	-	2.70	1.55	0.51	-	2.06	0.64	1.15
	Total	**2.70**	**-**	**-**	**2.70**	**1.55**	**0.51**	**-**	**2.06**	**0.64**	**1.15**

1) Gross carrying amount and accumulated depreciation have been regrouped and netted in line with deemed cost exemption opted out by the Company as per Ind AS, with effect from April 01, 2016 i.e. date of transition to Ind AS for the Company.
2) The amount of Contractual Commitments for the purpose of acquisition or constructions of the Property, Plants and Equipment are disclosed under "Note No. 46", if any.

04. CAPITAL WORK-IN-PROGRESS

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Capital Work-in-Progress*		
For Factory Building	18.19	-
For Plant and Machineries	12.86	-
Total	**31.05**	**-**

* Refer "Note No. 38" for aging analysis of Capital Work-in-Progress.

05. OTHER NON-CURRENT FINANCIAL ASSETS

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Others		
Security Deposits (Unsecured, Considered Good)	0.45	27.76
Total	**0.45**	**27.76**

* Security deposits represent amounts placed by the Company with various parties in the ordinary course of business and are generally recoverable upon termination or completion of the underlying contractual arrangements. These deposits primarily comprise amounts given towards electricity connections, vendor arrangements, and other business related contracts. The deposits are unsecured in nature and are measured at amortized cost in accordance with the applicable provisions of Ind AS.

06. OTHER NON-CURRENT ASSETS

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Others		
Capital Advances*	31.14	0.62
Income Tax Refund Receivables	6.93	6.93
Total	**38.07**	**7.55**

* No amounts of capital advances are due from directors or other officers of the Company either severally or jointly with any other persons, nor due from firms or private companies respectively in which director is partner, a director or a member.

'07. CURRENTTAXASSETS(NET)

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Advance Income Tax (Net)*		
Advance Income Tax	66.00	-
Tax Deducted at Source Receivables	19.51	-
Tax Collected at Source Receivables	0.43	-
Less: Provision for Income Tax	(84.94)	-
Total	1.01	-

* The tax rate used for the above reconciliation / calculation is the corporate income tax rate of 25.168% (Prev Year 25.168%), being the rate applicable to the Company under the provisions of the Income Tax Act, 1961 on taxable profits.

08. INVENTORIES*

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Inventories**		
(Valued at Lower of Cost and Net Realizable Value)		
Finished Goods	601.04	556.32
Packing Materials	33.51	32.42
Raw Materials	1,182.18	756.52
Stores,Spares & Consumables	158.39	107.22
Trading Stock	229.57	53.03
Work-in-Progress	359.65	291.40
Total	2,564.34	1,798.92

* Cost of inventories recognized as an expense during the reporting period is disclosed in "Note No. 30".

** Refer "Note No. 39" for ageing analysis of Trade Receivables.

No trade receivables are due from directors or other officers of the Company, either severally or jointly with any other person, Further, no trade receivables are due from firms, private companies, or other entities in which any director is a partner, director, or member.

09. TRADE RECEIVABLES*

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Unsecured**		
Considered Good	960.58	1,738.34
Considered Doubtful	-	-
Less: Allowances for Unsecured Doubtful Debts and Advances	3.43	8.19
Total	957.15	1,730.15

* Refer "Note No. 37B" for the information of credit risk and market risk of Trade Receivables.

** Refer "Note No. 39" for ageing analysis of Trade Receivables.

No trade receivables are due from directors or other officers of the Company, either severally or jointly with any other person, Further, no trade receivables are due from firms, private companies, or other entities in which any director is a partner, director, or member.

10. CASH AND CASHEQUIVALENTS

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
A) Cash and Cash Equivalents*		
Balances with Banks		
In Current Accounts	2.36	19.26
Cash-in-hand	3.09	2.56
Total (A)	**5.45**	**21.82**

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
B) Other Balance with Bank		
Unpaid Dividend**	2.23	2.78
Total (B)	**2.23**	**2.78**
Total (A+B)	**7.68**	**24.60**

* There are no restrictions on the utilization of cash and cash equivalents as at the end of the current reporting period and the previous reporting period presented in the financial statements.

** The Company can utilize these balances only for the purpose of settling amounts pertaining to unclaimed or unpaid dividends in accordance with the applicableprovisions of the Companies Act, 2013.

11. LOANS*

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Loans		
Loans to related Party	-	-
Advance to Employees	4.93	9.43
Less: Allowances for Unsecured Doubtful Debts & Advances		
Total	**4.93**	**9.43**

11.1 Category Wise Classification of Loans

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Loans		
Secured, Considered Good	-	-
Unsecured, Considered Good	4.93	9.43
Loan which have significant increase in credit risk	-	-
Loan receivable - Credit impaired	-	-
Total	**4.93**	**9.43**

* No amounts of loans and advances are due from directors or other officers of the Company either severally or jointly with any other persons, nor due fromfirms or privatecompanies respectivelyin which director is partner, a director or a member.

12. OTHER CURRENT FINANCIAL ASSETS

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Others**		
Interest Receivable	6.77	8.95
Incentives Receivable	67.44	52.50
Term Deposits (Held as Margin Money with Banks against Bank Guarantee and Commision)*	128.00	132.94
Total	**202.21**	**194.40**

* The term deposits with banks and financial institutions represent term deposits having original maturities of less than one year and carry interest at the respective contracted deposit rates. These deposits have been placed under lien and / or pledged as security against bank guarantees issued by the Company's bankers in favor of Government authorities and other institutions. The aggregate amount of bank guarantees secured by such deposits and outstanding as at the reporting date is ₹ 565.92 Lakhs (Prev Year ₹ 531.94 Lakhs).

13. OTHER CURRENT ASSETS*

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Others		
Advances to Vendor's	62.57	40.10
Balances with Revenue Authorities	61.62	28.74
Other Receivables	1.01	0.83
Total	**125.20**	**69.67**

14. EQUITY SHARECAPITAL

Particulars	31-Mar-26		31-Mar-25	
	Number	(₹ in Lakhs)	Number	(₹ in Lakhs)
Authorised				
Equity shares of ₹ 10/- each	20000000	2,000.00	20000000	2,000.00
	20000000	**2,000.00**	**20000000**	**2,000.00**
Issued, Subscribed and Fully Paid-Up				
Equity shares of ₹ 10/- each	2931944	293.19	2931944	293.19
Total	**2931944**	**293.19**	**2931944**	**293.19**

a) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period :

Particulars	31-Mar-26		31-Mar-25	
	Number	(₹ in Lakhs)	Number	(₹ in Lakhs)
Shares outstanding at the beginning of the reporting period	2931944	293.19	2931944	293.19
Shares issued during the reporting period		-		-
Shares bought back during the reporting period		-		-
Shares outstanding at the end of the reporting period	**2931944**	**293.19**	**2931944**	**293.19**

b) Terms / Rights attached to Equity Shares

i) The Company has only one class of shares referred to as Equity Shares having a par value of ₹ 10 per share. Each holder of Equity Shares is entitled to one vote per share.

ii) As per the provisions of the Companies Act, 2013, in the event of liquidation of the Company, the holders of equity shares would be entitled to receive the remaining assets of the Company after distribution of all preferential amounts. However, there are currently no such preferential amounts outstanding. The distribution of the remaining assets will be in proportion to the number of equity shares held by the shareholders.

iii) The Company declares and pays dividend in Indian Rupees (₹). Dividend payments to shareholders residing outside India are made in the respective foreign currencies, as permitted under applicable regulations. The final dividend recommended by the Board of Directors is subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM), except in the case of interim dividend, which is declared by the Board of Directors.

c) Details of shareholders holding more than 5% shares in the Company*

Particulars	31-Mar-26		31-Mar-25	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity Shares of ₹ 10 Each Fully Paid Up				
Shri Virenderkumar Agarwal	1206191	41.14%	1206191	41.14%
Smt. Seema Agarwal	642250	21.91%	642250	21.91%
Shri Mayank Agarwal	270997	9.24%	270997	9.24%
Total Nos. of Shares	**2119438**	**72.29%**	**2119438**	**72.29%**

* As per the records of the Company, including the register of members. The above details are certified by the Registrar and Share Transfer Agents.
The Board of Directors, at its meeting held on May 23, 2026, recommended a final dividend of ₹ 01.00 (One Rupee Only) per equity shares of face value of ₹ 10 each i.e. 10% of the face value of equity share, aggregating to ₹ 29.32 Lakhs, for the financial period ended March 31, 2026. The proposed dividend is subject to the approval of shareholders at the ensuing Annual General Meetings (AGM) and, has not been recognized as liability in the financial statements. The Board of Directors did not declare any interim dividend during the reporting period. (**Refer "Note No. 48"**).
The Board of Directors, at its meeting held on May 30, 2025, had proposed a final dividend of ₹ 01.00 (One Rupee Only) per equity shares of a face value of ₹ 10 each for the financial period ended March 31, 2025. The said proposal was approved by the shareholders at the ensuing Annual General Meeting (AGM) hold on September 20, 2025, resulting in a cash outflow of amounting to ₹ 29.32 Lakhs, during the reporting period. (**Refer "Note No. 48"**).

d) Shares held by the promotors as defined in the Companies Act, 2013 at the end of period

Particulars	31-Mar-26		31-Mar-25		% of Changes during the Period
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	
Equity Shares of ₹ 10 Each Fully Paid Up					
Shri Virenderkumar Agarwal	1206191	41.14%	1206191	41.14%	0.00%
Smt. Seema Agarwal	642250	21.91%	642250	21.91%	0.00%
Shri Mayank Agarwal	270997	9.24%	270997	9.24%	0.00%
Shri Pujit Agarwal	41790	1.43%	41790	1.43%	0.00%
Shri Virenderkumar Agarwal (HUF)	14640	0.50%	14640	0.50%	0.00%
Shri Ravindra Kumar Agrawal			100	0.003%	0.00%
Total Nos. of Shares	**2175868**	**74.21%**	**2175968**	**74.22%**	**0.00%**

Statement of Changes in Equity

(₹ in Lakhs)

15. OTHER EQUITY

Particulars	Reserves and Surplus				Item of OCI	
	Capital Redemption Reserve	Securities Premium	General Reserve	Retained Earnings	Remeasurement of Defined Benefit Plans	Total Other Equity
A) Balance as at 01-Apr-2024	**830.53**	**358.96**	**419.49**	**4,207.06**	**72.55**	**5,888.60**
Addition made during the Reporting Period						
Net Profit / (Loss) during the reporting period	-	-	-	117	-	117.29
Addition made during the reporting period	-	-	-	-	-	-
Transferred from Statement of Profit and Loss	-	-	-	-	-	-
Item of Other Comprehensive Income for the period (Net of Taxes)						-
Remeasurement of Defined Benefit Plants (Net)	-	-	-	-	5.09	5.09
B) Total Comprehensive Income for the Reporting Period	-	-	-	**117.29**	**5.09**	**122.37**
Reduction during the Reporting Period						
Final Dividend (Refer "Note No. 48")	-	-	-	29.32	-	29.32
C) Total Reduction during the Reporting Period	-	-	-	**29.32**	-	**29.32**
D) Balance as at 31-Mar-2025 (A+B-C)	**830.53**	**358.96**	**419.49**	**4,295.05**	**77.64**	**5,981.66**

Particulars	Reserves and Surplus				Item of OCI	
	Capital Redemption Reserve	Securities Premium	General Reserve	Retained Earnings	Remeasurement of Defined Benefit Plans	Total Other Equity
A) Balance as at 01-Apr-2025	**830.53**	**358.96**	**419.49**	**4,295.05**	**77.64**	**5,981.66**
Addition during the Reporting Period						
Net Profit / (Loss) during the reporting period	-	-	-	304.28	-	304.28
Addition made during the reporting period	-	-	-	-	-	-
Transferred from Statement of Profit and Loss	-	-	-	-	-	-
Item of Other Comprehensive Income for the period (Net of Taxes)						
Remeasurement of Defined Benefit Plants (Net)	-	-	-	-	(3.96)	(3.96)
B) Total Comprehensive Income for the Reporting Period	-	-	-	**304.28**	**(3.96)**	**300.31**
Reduction during the Reporting Period						
Final Dividend (Refer "Note No. 48")	-	-	-	29.32	-	29.32
C) Total Reduction during the Reporting Period	-	-	-	**29.32**	-	**29.32**
Balance as at 31-Mar-2026 (A+B-C)	**830.53**	**358.96**	**419.49**	**4,570.00**	**73.68**	**6,252.65**

Description of Nature and Purpose of each Reserve

a) Capital Redemption Reserve: In accordance with the provisions of the Companies Act, 2013, a Capital Redemption Reserve is created when a company redeems preference shares or buys back its own shares out of distributable profits or securities premium. An amount equal to the nominal value of the shares redeemed or bought back is transferred to the Capital Redemption Reserve. The reserve may be utilized only for the purposes permitted under section 69 and other applicable provisions of the Companies Act, 2013. During the financial year 2019 - 20, the balance in the Capital Redemption Reserve increased substantially by ₹ 773.00 Lakhs pursuant to the redemption of preference shares.

b) Securities Premium: Securities Premium represents the amount received by the Company in excess of the face value of equity shares and preference shares issued by the Company. The utilization of the Securities Premium Account is governed by the provisions of the Companies Act, 2013. The balance in the Securities Premium may be utilized for purposes permitted under the Act, including the issue of fully paid bonus shares, writing off share issue expenses or commission paid on the issue of securities, and providing for the premium payable on the redemption of preference shares or debentures, among other permitted uses.

c) General Reserve: General Reserve represents amounts appropriated from retained earnings from time to time at the discretion of the Company's shareholders or Board of Directors, as applicable. The reserve is created out of profits of the Company and is intended to strengthen the financial position of the Company, support future business requirements, and provide for unforeseen contingencies. The creation of General Reserve constitutes an appropriation of profits and represents a reclassification within equity from retained earnings to a separate reserve. Accordingly, it does not affect the Statement of Profit and Loss and does not form part of Other Comprehensive Income.

d) Remeasurement of Defined Benefits Plan: This reserve represents the cumulative actuarial gains and losses arising from the remeasurement of the Company's defined benefit obligations and plan assets, recognized in Other Comprehensive Income (OCI) in accordance with Ind AS 19, "Employee Benefits". In accordance with the requirements of Ind AS 19, these remeasurements are recognized directly in OCI and are not subsequently reclassified to the Statement of Profit and Loss. The balance is transferred within equity and retained in accumulated OCI.

e) Retained Earnings: Retained Earnings represent the cumulative profits and losses of the Company, net of dividends distributed to shareholders and transfers to or from other reserves, as at the reporting date.The balance reflects the portion of earnings that has been retained in the business for use in operations, expansion, future investments, and other corporate purposes. Retained Earnings constitute free reserves available for distribution to shareholders as dividends, subject to compliance with the provisions of the Companies Act, 2013 and other applicable regulatory requirements.

16. BORROWINGS

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Non-Current		
A) Secured		
Term Loan		
From Bank and Financial Institutions		
Indian Rupee Loans	765.09	1,024.42
Hire Purchase Loans	34.53	37.81
Total (A)	**799.62**	**1,062.24**
B) Unsecured loan		
From Related Parties and Promoter Group's	847.69	909.36
Total (B)	**847.69**	**909.36**
Total (A+B)	**1,647.32**	**1,971.60**

Nature of Securities and Terms of Repayments

a) Term loans availed from HDFC Bank Limited are secured by a first pari-passu charge over the present and future property, plants and equipment of the Company. The said credit facilities are further secured by way of an equitable mortgage over the factory land and building situated at Khasra No. 284, 298, 299/1, 299/2, 300 and 315, Nayakund, Parseoni Road, Nagpur (M.H.) - 441105, held in the name of the Company. The said credit facilities are also further secured by an equitable mortgage over the Shop No. 10, First Floor, Surya Tower, Hyderabad (T.G.) - 500003, held in the name of Joint Managing Director, Smt. Seema Agrawal of the Company.

b) During the reporting period, the term loans outstanding with State Bank of India Limited were fully repaid pursuant to a takeover / refinancing arrangement by HDFC Bank Limited. Accordingly, the outstanding borrowings from SBI were transferred to HDFC Bank Limited.

c) The term loans availed from HDFC Bank Limited are repayable in accordance with the respective repayment schedules stipulated in the loan agreements entered into with the bank.

d) Hire purchase loans from banks and financial institutions are secured by way of hypothecation of the respective motor vehicles financed thereunder. These loans are repayable in periodic instalments in accordance with the respective repayment schedules stipulated in the loan agreements entered into with the lending banks and financial institutions. State Bank of India were obtained to address liquidity mismatches arising due to the COVID - 19 pandemic and are also being repaid as per heir respective repayment schedules provided by the lending institutions.

e) Term loans obtained from the related parties are unsecured in nature and are repayable on demand.

f) The credit facilities availed from HDFC Bank Limited are further secured by corporate guarantees provided by Suryaamba Foundation and Agatha Developers Private Limited. In addition, the facilities are secured by the irrevocable personal guarantees of the Directors, Shri Virender Kumar Agrawal, Smt. Seema Agrawal and Shri Mayank Agrawal.

17. LONG - TERM FINANCIAL LIABILITIES

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Others*		
Security Deposits	11.78	4.13
(Unsecured, Considered Good)		
Total	**11.78**	**4.13**

* Retention Money represents amounts withheld by the Company from payments due to vendors and contractors in accordance with the terms of the respective agreements. Such amounts are generally payable upon satisfactory completion of contractual obligations and expiry of the defect liabilityperiod, whereverapplicable.

18. LONG - TERM PROVISIONS

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Provisions for Employee Benefits*		
Provision for Gratuity (Partly Funded)	558.03	528.18
Provision for Leave Encashments (Unfunded)	39.05	36.34
Total	**597.08**	**564.52**

* Refer "Note No. 42" for further reference.

19. OTHER NON-CURRENT LIABILITIES

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Others*		
Deferred revenue income arising from grants and subsidies	185.55	25.02
Total	**185.55**	**25.02**

* Deferred Revenue Income represents grants and subsidies received by the Company, which are recognized in the Statement of Profit and Loss on a systematic basis over the useful life of the related assets or over the period of the related obligations in accordance with applicable Indian Accounting Standards.

20. INCOME TAXES

A.Themajorcomponents of income tax expenses during the year are as under:-

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
i) Income Tax recognized in the Statement of Profit and Loss		
Current Tax		
In respect of Current Year	84.94	60.95
Adjustment in respect of Previous Year	4.28	4.29
Deferred Tax		
In respect of Current Year	18.61	102.44
Income Tax Expenses recognized in the Statement of Profit and Loss	**107.83**	**167.68**
ii) Income Tax recognized in the Other Comorehensive Income		
Deferred Tax		
On Account of Remeasurement of Defined Benefits Plan	(1.33)	1.71
Income Tax Expenses recognized in the Other Comprensive Income	**(1.33)**	**1.71**

B. Reconciliation of Tax Expenses and the Accounting Profit for the year is as under:

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
1. Net Profit / (Loss) Before Tax	**412.10**	**284.97**
2. Income Tax Rate	25.168%	25.168%
3. Income Tax Expenses Calcualted on above	**103.72**	**71.72**
4. Tax effect on non-deductible expenses	0.41	0.52
5. Tax effect on difference in carrying value and tax base of land	-	94.59
6. Others	(0.58)	(3.45)
7. Total	**(0.18)**	**91.67**
8. Adjustment in respect of current income tax of Previous Year	4.28	4.29
9. Tax Expenses as per the Statement of Profit and Loss	**107.82**	**167.68**

The tax rate used for the above reconciliation is the Corporate Tax rate of 25.168% (Previous Year 25.168%), which is applicable to Corporate Entities on taxable profits, under the prevailing Indian Income Tax Laws.

C. The major components of deferred tax (liabilities)/ assets arising on account of timing difference are as follows:-

As at 31-March-2026

Particulars	Balance Sheet 01-Apr-2025	Profit and Loss 2025-26	OCI 2025-26	Balance Sheet 31-Mar-2026
Difference between written down value/capital work in progress of fixed assets as per the books of account and Income Tax Act, 1961.	722.04	19.00	-	741.04
Remeasurements of defined benefit plans through Other Comprehensive Income	(168.15)	(2.74)	(1.33)	(172.21)
Difference in carrying value and tax base of Land				-
Allowances for Unsecured Doubtful Debts and Advances	(2.06)	1.20	-	(0.86)
Provision for expenses allowed for tax purpose on payment basis	1.75	1.14	-	2.89
Deferred Tax (Expenses) / Benefit		**18.61**	**(1.33)**	
Net Deferred Tax Liabilities	**553.59**			**570.86**

As at 31-March-20225

Particulars	Balance Sheet 01-Apr-2024	Profit and Loss 2024-25	OCI 2024-25	Balance Sheet 31-Mar-2025
Difference between written down value/capital work in progress of fixed assets as per the books of account and Income Tax Act, 1961.	692.82	29.22	-	722.04
Remeasurements of defined benefit plans through Other Comprehensive Income	(150.61)	(19.25)	1.71	(168.15)
Difference in carrying value and tax base of Land	(94.59)	94.59	-	-
Allowances for Unsecured Doubtful Debts and Advances	(1.71)	(0.35)	-	(2.06)
Provision for expenses allowed for tax purpose on payment basis	3.52	(1.77)	-	1.75
Deferred Tax (Expenses) / Benefit		**102.44**	**1.71**	
Net Deferred Tax Liabilities	**449.43**			**553.59**

21. BORROWINGS

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Current		
Secured		
Loans Repayable on Demand		
From Banks and Financial Institutions		
Indian Currency Loan	859.32	877.71
Total (A)	**859.32**	**877.71**
Current Maturities		
Secured (Term Loans)		
Indian Currency Loan	539.07	489.43
From Hire Purchase Loans	14.94	17.42
Total (B)	**554.00**	**506.85**
Total (A+B)	**1,413.32**	**1,384.55**

Nature of Securities and Terms of Repayments

a) Working capital loans availed from HDFC Bank Limited are secured by a first pari-passu charge by way of hypothecation over the entire inventories, book debts, receivables, and other current assets of the Company, both present and future. These credit facilities are further secured by way of an equitable mortgage over the immovable properties, as detailed in "Note No. 16" of the financial statements.

b) The credit facilities availed from HDFC Bank Limited are further secured by corporate guarantees provided by Suryaamba Foundation and Agatha Developers Private Limited. In addition, the facilities are secured by the irrevocable personal guarantees of the Directors, Shri Virender Kumar Agrawal, Smt. Seema Agrawal and Shri Mayank Agrawal.

22. TRADE PAYABLES*

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Trade Payables (Including Acceptance)**		
Due to Micro and Small Enterprises***	51.17	94.34
Due to Othersif	219.81	327.50
Total	**270.98**	**421.84**

* Refer "Note No. 40" for aging analysis of Trade Payables.

** Acceptance arrangements include arrangements whereby operational suppliers of goods and services are initially paid by banks and financial institutions on behalf of the Company, while the Company continues to recognize the corrosponding liability until settlement with such banks and financial institutions, which is generally effected within a period of 90 days. The amount outstanding under such arrangements as at the reporting date is ₹ NIL (Prev Year ₹ NIL).

*** The Company has certain dues to suppliers of covered under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act 2006"). The disclousres pursuant to the provision of the said MSMED Act, 2006 are as follows:

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Principal amount due to the suppliers registered under the MSMED Act, 2006 and remaining amount unpaid at the end of the reporting period	**51.17**	**94.34**
Interest due to the suppliers registered under the MSMED Act, 2006 and remaining unpaid at the end of the period	-	-
Principal amount paid to the suppliers registered under the MSMED Act, 2006 beyond the stipulated day during the period	-	-
Interest paid, under Section 16 of MSMED Act, 2006 to the suppliers registered under the Act, beyond the "Appointed Day" during the period	-	-
Interest due or payable towards the suppliers registered under the MSMED Act, 2006 for the payments already made	-	-
Further interest remaining due and payable for the earlier period	-	-

23. OTHER CURRENTFINANCIALLIABILITIES

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Investor Education and Protection Fund*		
Unclaimed / Unpaid Dividend	2.23	2.78
Total (A)	**2.23**	**2.78**
Others		
Audit Fees Payable	3.26	3.19
Capital Creditors**	5.89	7.94
Interest Accrued but not yet due	1.65	-
Liabilities for Expenses	301.96	245.86
Liabilities towards Services***	33.00	52.65
Payable towards Employees	252.84	320.14
Payable towards Indirect Tax	8.78	16.05
Withholding Tax Payable	10.80	11.68
Statutory Dues Payable	25.85	26.36
Total (B)	**644.04**	**683.88**
Total (A+B)	**646.27**	**686.66**

* As at March 31, 2026, and March 31, 2025, there were no amounts due and outstanding required to be transferred to the "Investor Education and Protection Fund (IEPF)" under section 125 of the Companies Act, 2013. Any unclaimed dividend, if applicable, shall be transferred to IEPF as and when it becomes due in accordance with the applicable provisions of the Companies Act, 2013.

** Out of the above Capital Creditors, ` NIL (Prev Year ` NIL) represents dues to suppliers covered under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act 2006"). Refer "Note No. 40.1" for aging analysis of Capital Creditors.

*** Out of the above Liabilities towards Services, ` NIL (Prev Year ` NIL) represents dues to suppliers covered under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act 2006"). Refer "Note No. 40.2" for aging analysis of Liabilities towards Services.

24. OTHER CURRENT LIABILITIES

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Others		
Advances Received from Customer's	59.14	39.40
Total	**59.14**	**39.40**

25. SHORT TERM PROVISIONS

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Provisions for employee benefits*		
Provision for Leave Encashments (Unfunded)	2.01	1.72
Total	**2.01**	**1.72**

* Refer "Note No. 42" for further reference.

26. CURRENT TAX LIABILITIES (NET)

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Provision for Income Tax (Net)		
Provision for Income Tax	-	60.95
Less: Advance Income Tax	-	(30.00)
Less: Tax Deducted at Source Receivables	-	(19.08)
Less: Tax Collected at Source Receivables	-	(0.41)
Total	**-**	**11.47**

The tax rate used for the above calculation represents the corporate tax rate of 25.168% (Prev Year 25.168%) being the rate applicable to corporate entities on taxable profits in accordance with the Indian Income Tax Laws.

27. REVENUE FROMOPERATIONS

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
<u>Sale of Products*</u>		
Domestic Market	18,543.43	18,679.45
Merchant Export	215.37	214.28
Export Market	1,813.13	2,464.15
Total Sale of Products	**20,571.93**	**21,357.87**
<u>Sale of Services*</u>		
Domestic Services	23.78	-
Export Services	-	-
Total Sale of Services	**23.78**	**-**
<u>Other Operating Revenue</u>		
Duty Draw Back Entitlements	35.60	48.52
RoDTEP (Net)	48.61	36.07
Waste Sales	22.53	23.30
Total Other Operating Revenue	**106.73**	**107.89**
Total Revenue From Operations	**20,702.44**	**21,465.76**

* The Company acts as an agent in collecting Goods and Services Tax (GST) on behalf of the Government. Accordingly, GST recovered from customers does not form part of the consideration received for goods sold or services rendered and is not recignized as revenue. Revenue from operations is presented net of GST in the financial statements.

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
<u>Timing of Revenue Recognition</u>		
Goods transferred at a point in time	20,594.45	21,381.17
Services transferred over the period of time	23.78	-
Total revenue from contract with customers	**20,618.24**	**21,381.17**
Add: Export Incentives	84.21	84.59
Total Revenue from Operations	**20,702.44**	**21,465.76**

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
<u>Disaggregation of revenue based on products</u>		
Yarns	20,656.13	21,442.46
Others	46.31	23.30
Total Revenue from Operations	**20,702.44**	**21,465.76**

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
<u>Disaggregation by locations of customers</u>		
In India	18,805.10	18,917.02
Outside India	1,813.13	2,464.15
Total revenue from contract with customers	**20,618.24**	**21,381.17**
Add: Export Incentives	84.21	84.59
Total Revenue from Operations	**20,702.44**	**21,465.76**

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
Reconciliation of Revenue recognized in the Statement of Profit and Loss with the Contracted Price		
Revenue as per Contracted Price	20,623.25	21,406.42
Less: Rebates, Discounts and Other deductions	5.02	25.24
Total revenue from contract with customers	**20,628.27**	**21,431.66**
Add: Export Incentives	84.21	84.59
Total Revenue from Operations	**20,712.47**	**21,516.25**

Performance Obligations

Sales of Product: Performance obligation in respect of the sale of goods is satisfied when control of goods is transferred to the customers, generally upon delivery. Revenue is recognized at that point in time, and payment is generally due in accordance with the terms of the contracts entered into with customers.

Sales of Services: Performance obligation in respect of rendering of services is satisfied either over time or upon completion and acceptance of the services by the customers, in accordance with the terms of the respective contarcts. Accordingly, revenue from such services is recognized when the performance obligation is satisifed, and payment is generally due upon completion and acceptance of the services by the customers.

During the reporting period and previous reporting period, the Company did not have any remaining performance obligations, as the contracts entered into for the sale of goods and rendering of services were of short-term duration.

28. OTHER INCOME

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
a) **Interest Income**		
On Other Financial Assets carried at Amortized Cost	6.90	11.00
On Other Assets	0.83	2.09
Total Interest Income	**7.73**	**13.09**
b) **Other Non - Operating Income**		
Commission Income	-	6.36
Rental Income	16.50	15.40
Scrap Sales	3.00	3.31
Subsidy / Grant (Deferred)	6.89	4.25
Total of Other Non - Operating Income	**26.39**	**29.33**
c) **Other Gain / (Losses)**		
Foreign Exchange Gain or Loss (Net)	37.58	30.82
Short - Term Capital Gain on Mutual Fund	-	0.66
Surplus on Disposal of Property, Plants and Equipment	1.58	-
Sundry Balances Written Off (Net)	4.19	-
Total of Other Gain / (Losses)	**43.35**	**31.47**
Total Other Income (a+b+c)	**77.47**	**73.89**

29. COST OF MATERIALS CONSUMED

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
A) Consumption of Raw Materials		
Stock at the beginning of the reporting period	756.52	754.15
Add: Purchases made during the reporting period	10,313.59	10,854.32
Add: Direct expenses incurred during the reporting period	25.57	15.09
Less: Stock at the end of the reporting period	1,182.18	756.52
Consumption of Raw Materials	**9,913.50**	**10,867.05**
B) Consumption of Packing Materials		
Stock at the beginning of the reporting period	32.42	42.03
Add: Purchases made during the reporting period	341.95	395.80
Less: Stock at the end of the reporting period	33.51	32.42
Consumption of Packing Materials	**340.87**	**405.41**
Total Consumption of Materials (A+B)	**10,254.37**	**11,272.45**

30. CHANGES IN INVENTORIES OF FINISHED GOODS,WORK-IN-PROCESS AND TRADING STOCK

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
Stock at the beginning of the reporting period		
Finished Goods	557.04	546.73
Work-in-Progress	291.40	267.04
Trading Stock	53.03	68.63
Waste Scrap	1.28	-
Total	**902.75**	**882.41**
Stock at the end of the reporting period		
Finished Goods	600.58	557.04
Work-in-Progress	359.65	291.40
Trading Stock	229.57	53.03
Waste Scrap	0.45	1.28
Total	**1,190.26**	**902.75**
(INCREASE) / DECREASE IN INVENTORIES	**(287.52)**	**(20.34)**

31. EMPLOYEE BENEFITS EXPENSES*

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
Employee Benefit Expenses		
Salary, Wages, Incentives and Managerial Remuneration	2,589.38	2,644.23
Contributions to:		
Provident Fund	137.38	135.47
Other Fund	29.45	30.51
Bonus	69.10	92.90
Staff Welfare Expenses	75.48	70.21
Total	**2,900.80**	**2,973.32**

* Refer "**Note No. 42**" for further references.

32. FINANCE COST

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
Interest on Financial Liabilities carried at Amortized Cost		
On Bank Borrowings	178.82	272.52
Interest to Others	95.32	137.92
Other Borrowing Costs	100.30	40.26
Total	**374.44**	**450.69**

33. DEPRECIATION AND AMORTIZATION EXPENSES

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
Depreciation and Amortization Expenses		
Depreciation Expenses	621.59	625.97
Amortization Expenses	0.30	0.51
Total	**621.90**	**626.48**

34. OTHER EXPENSES

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
Other		
Consumption of Stores and Consumables	401.63	486.40
Consumption of Power and Fuel	2,230.45	2,232.60
Administration and Other Expenses	46.10	47.27
Brokerage and Commision	111.85	132.25
Clearing, Forwarding and Freight Charges	529.68	608.17
Conveyance and Travelling Expenses	108.13	121.42
Director Sitting Fees	0.38	0.45
Insurance Expenses	31.19	22.97
Legal and Professional Fees	38.08	49.62
Loss on Disposal of RoDTEP License	0.33	-
Other Manufacturing Expenses	176.46	186.17
Payment to Auditor (Refer "Note No. 34.1")	2.85	3.04
Provision for Unsecured Doubtful Debts and Advances	(4.76)	1.41
Rent, Rates and taxes	93.58	114.31
Repairs and Maintenance Expenses		
For Factory Buildings	23.90	28.54
For Plants and Machineries	58.88	29.66
For Other Property, Plants and Equipment	13.59	47.89
Research and Developments	1.14	1.11
Selling and Distribution Expenses	178.85	221.06
Total	**4,042.29**	**4,334.34**

34.1. PAYMENTS TO AUDITORS

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
As Auditor's:		
Audit Fees	2.25	2.00
Tax Audit Fees	0.50	0.50
Certification Fees	0.10	0.54
Total	**2.85**	**3.04**

35. EXCEPTIONAL ITEMS

Particulars	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
Others		
Past Service Costs*	5.12	-
Total	**5.12**	**-**

* Effective November 21, 2025, the Government of India consolidated 29 existing labour regulations into four labour codes, namely the Code of Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "New Labour Codes"). Based on the requirements of the New Labour Codes and the relevant indian accounting standards, the Company has reassessed and remeasured its employee benefit obligations, which has resulted in incremental expense on account of recognition of past service cost. Considering the material and one-time nature of the said impact, the Company has presented the same as an "Exceptional Item" in the statement of profit and loss for the period ended March 31, 2026, amounting to ₹ 05.12 Lakhs."

36. Category Wise Classification of Financial Instruments

Particulars	Note	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
Financial Assets			
Non - Current			
Financial assets measured at fair value through profit and loss (FVTPL)			
Investment in Quoted Mutual Funds		-	-
Investment in Unquoted Mutual Funds		-	-
Total (A)		-	-
Financial assets measured at fair value through other comprehensive income (FVTOCI)			
Investment in Quoted Equity Shares		-	-
Investment in Quoted Debentures and Bonds		-	-
Total (B)		-	-
Financial assets measured at amortized costs			
Security Deposits	5	0.45	27.76
Total (C)		**0.45**	**27.76**
Total (A+B+C)		**0.45**	**27.76**

Particulars	Note	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
Financial Assets			
Current			
Financial assets measured at fair value through profit and loss (FVTPL)			
Investment in Quoted Mutual Funds		-	-
Investment in Unquoted Mutual Funds		-	-
Total (A)		-	-
Financial assets measured at fair value through other comprehensive income (FVTOCI)			
Investment in Quoted Equity Shares		-	-
Investment in Quoted Debentures and Bonds		-	-
Total (B)		-	-
Financial assets measured at amortized costs			
Trade Receivables (Net of ECL Provisions)	9	957.15	1,730.15
Cash and Cash Equivalents	10A	5.45	21.82
Other Balances with Banks	10B	2.23	2.78
Loans to Employees	11	4.93	9.43
Interest Receivables	12	6.77	8.95
Incentives Receivables	12	67.44	52.50
Term Deposits with Banks and Financial Institutions	12	128.00	132.94
Total (C)		**1,171.98**	**1,958.57**
Total (A+B+C)		**1,171.98**	**1,958.57**

Particulars	Note	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
Financial Liabilities			
Non - Current			
Financial liabilities measured at amortized costs			
Term Loans from Banks and Financial Institutions	16	765.09	1,024.42
Hire Purchase Loans	16	34.53	37.81
Unsecured Loans from Related Parties and Promoter's Group	16	847.69	909.36
Security Deposits	17	11.78	4.13
Total		**1,659.10**	**1,975.73**

Particulars	Note	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
Financial Liabilities			
Current			
Financial Liabilities measured at Amortized Cost			
Working Capital Loan from Banks and Financial Institutions	21	859.32	877.71
Current Maturities of Term Loans	21	539.07	489.43
Current Maturities of Hire Purchase Loans	21	14.94	17.42
Trade Payables - MSME	22	51.17	94.34
Trade Payables - Dues to Others	22	219.81	327.50
Unpaid Dividend	23A	2.23	2.78
Audit Fees Payable	23B	3.26	3.19
Capital Creditors	23B	5.89	7.94
Interest Accrued but not yet due	23B	1.65	-
Liabilities for Expenses	23B	301.96	245.86
Liabilities towards Services	23B	33.00	52.65
Payable towards Employees	23B	252.84	320.14
Payable towards Indirect Taxes	23B	8.78	16.05
Withholding Taxes Payable	23B	10.80	11.68
Statutory Dues Payables	23B	25.85	26.36
Total		2,330.58	2,493.06

* The Company does not have any financial liabilities under the Fair Value through Profit and Loss (FVTPL) category during the current and previous reporting periods. Accordingly, all financial liabilities have been measured in accordance with the applicable accounting policies prescribed under the relevant indian accounting standards.

37A. Fair Value Measurements

i) Financial Instruments measured at Fair Value through Other Comprehensive Income

The Company does not hold any quoted or unquoted debentures or bonds, nor does it have investments in quoted equity instruments measured at Fair Value through Other Comprehensive Income (FVTOCI). Accordingly, the requirements of Ind AS 109, "Financial Instruments", relating to fair value measurement and their related disclosures are not applicable to the Company for any of the reporting periods presented in these financial statements.

ii) Financial Instruments measured at Fair Value through Profit or Loss

The Company does not hold any unquoted equity shares (other than investments in associates and subsidiaries, which are measured at amortized cost) nor any quoted mutual funds measured at Fair Value through Profit and Loss (FVTPL). Accordingly, the requirements of Ind AS 109, "Financial Instruments", relating to fair value measurement and their related disclosures are not applicable to the Company for any of the reporting periods presented in these financial statements.

The Company does not have any financial liabilities measured at Fair Value Through Profit or Loss (FVTPL). Accordingly, the requirements of Ind AS 109, "Financial Instruments", relating to fair value measurement and their related disclosures are not applicable to the Company for all reporting periods presented in these financial statements

iii) Financial Instruments measured at Amortized Costs

The carrying amounts of financial assets and financial liabilities measured at amortized cost as presented in the financial statements are considered to be a reasonable approximation of their respective fair values. This is primarily due to the short-term nature of certain financial instruments and / or because such instruments bear interest rates that are considered to be at market rates. Accordingly, the Company does not expect any material differences between the carrying amounts and the amounts that

37B. Financial Risk Management – Objectives and Policies

The Company's principal financial assets primarily comprise security deposits, cash and cash equivalents, other balances with banks, and trade and other receivables arising directly from its business operations. The Company's financial liabilities mainly comprise borrowings in Indian currency, retention money, trade payables, and other payables. These financial liabilities are primarily incurred to finance the Company's business operations and to support its working capital requirements and other operational obligations.

The Company is exposed to market risk, credit risk, and liquidity risk arising from its financial instruments. The Board of Directors ("the Board") oversees the management of these financial risks. The risk management policy of the Company, formulated by the management and approved by the Board of Directors, sets out the Company's approach to addressing uncertainties in its efforts to achieve its stated and implicit objectives. It defines the roles and responsibilities of management, the structure for managing risks, and the overall risk management framework. The framework is designed to identify, assess, and mitigate financial risks in order to minimize potential adverse effects on the Company's financial performance. The Board has taken necessary actions to mitigate the risks identified based on the information and circumstances prevailing at the time.

* The following disclosures summarize the Company's exposure to financial risks and provide information regarding the use of derivatives, if any, employed to manage such exposures. A quantitative sensitivity analysis has also been provided to reflect the impact of reasonably possible changes in market rates on the Company's financial results, cash flows, and financial position.

1) Market Risk

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in market prices. risk through various financial instruments, including loans and borrowings denominated in domestic currency, deposits, retention money, trade and other payables, and trade receivables.Market risk comprises three types of risk: interest rate risk, currency risk, and other price risk. The Company is exposed to market

a) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in market interest rates. An increase in interest rates would adversely impact the Company's borrowing costs. The Company is exposed to interest rate risk primarily on its long-term and short-term borrowings. Interest rate risk is managed by monitoring the proportion of fixed and floating rate borrowings and taking appropriate actions, as necessary, to maintain a balanced exposure to interest rate fluctuations. The Company has not used any interest rate derivatives to hedge its interest rate risk during the reporting period.

i) Interest Rate Risk Exposure

Particulars	31-Mar-2026	31-Mar-2025
Variable Rate Borrowing	859.32	877.71
Fixed Rate Borrowing	2,201.32	2,478.44

ii) Sensitivity Analysis

Profit and Loss estimate to higher / lower interest rate expense from borrowing as a result of changes in interest rate.

Particulars	31-Mar-2026	31-Mar-2025
Interest Rate - Increase by 70 Basis Points	(21.42)	(23.49)
Interest Rate - Decrease by 70 Basis Points	21.42	23.49

b) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. The Company operates globally and a portion of its transactions are denominated in foreign currencies; consequently, it is exposed to foreign exchange risk arising from sales to overseas customers and purchases from overseas suppliers. The Company manages its foreign currency exposure through natural hedging, to the extent possible, by matching foreign currency inflows with corresponding foreign currency outflows, such as procuring goods in the same currencies in which sales are denominated. This approach helps in mitigating the impact of exchange rate fluctuations on the Company's financial results.

The carrying amount of the Company's foreign currency denominated monetary items is as follows:

Currency	Liabilities		Assets	
	31-Mar-2026	31-Mar-2025	31-Mar-2026	31-Mar-2025
USD ($)	0.71	0.45	1.71	6.96
EURO (€)	-	-	-	-

The above table represents the Company's total exposure to foreign currency - denominated monetary items. The Company has not entered into any hedging arrangements to mitigate its foreign currency exposure during the current reporting period as well as the previous reporting period.

The Company is mainly exposed to fluctuations in USD ($) and EURO (€). The table below demonstrates the sensitivity to a 5% increase or decrease in USD ($) against INR and EURO (€) against INR, assuming all other variables remain constant.

The sensitivity analysis is based on the net unhedged exposure of the Company as at the reporting date and the previous reporting date. A 5% movement represents management's assessment of a reasonably possible change in foreign exchange rates.

Change in USD ($) Rate	Effect on Profit after Tax (PAT)		Effect on Total Equity	
	31-Mar-2026	31-Mar-2025	31-Mar-2026	31-Mar-2025
-5%	(3.52)	(12.81)	(3.52)	(12.81)
+5%	3.52	12.81	3.52	12.81

Change in EURO (€) Rate	Effect on Profit after Tax (PAT)		Effect on Total Equity	
	31-Mar-2026	31-Mar-2025	31-Mar-2026	31-Mar-2025
-5%	-	-	-	-
+5%	-	-	-	-

c) Other Price Risk

Other price riskis the risk that the fair value of financial instruments will fluctuate due to changes in market traded prices. Other price risk arises primarily from financial assets such as investments in quoted equity instruments. The Company is exposed to price risk mainly on account of investments in quoted equity instruments measured at fair value through other comprehensiveincome (FVTOCI), if any. As at March 31, 2026, the carrying value of such quoted equity instruments measured at FVTOCI is ₹ NIL (March 31, 2025: ₹ NIL).

2) Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations, resulting in financial loss to the Company.

Credit risk arises primarily from financial assets such as trade receivables, balances with banks, and other financial assets of the Company.

The Company has adopted a policy of dealing only with counterparties that have sufficiently high credit ratings. The Company's exposure to credit risk and the credit ratings of its counterparties are continuously monitored, and the aggregate value of transactions is reasonably diversified across counterparties.

Credit risk arising from term deposits and other balances with banks is considered limited, as these balances are placed with banks and recognized financial institutions having high credit ratings assigned by international credit rating agencies. No collateral is held against such balances.

The average credit period on sale of products ranges from 15 to 30 days. Credit risk arising from trade receivables is managed in accordance with the Company's established credit risk management policies, procedures, and controls. Customer credit worthiness is assessed based on detailed evaluation, and individual credit limits are defined or modified accordingly. The concentration of credit risk is limited due to a diversified customer base. No customer represents more than 10% of the total trade receivables balance. For trade receivables, as a practical expedient, the Company recognizes expected credit loss allowance using a provision matrix approach. The provision matrix is based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates at each reporting date. The provision matrix as at the end of the reporting period is as follows:

Net Outstanding > 365 Days	Percentage of Collection to Gross	Credit Loss Allowances
Yes	<25%	Yes, to the extent of lifetime expected credit losses outstanding as at reporting date.
Yes	<25%	Yes, to the extent of lifetime expected credit losses pertaining to balances outstanding for more than one year.

Movement in Expected Credit Loss Allowance on Trade Receivables

Movement in Expected Credit Loss Allowance on Trade Receivables	31-Mar-2026	31-Mar-2025
Balance at the beginning of the reporting period	8.19	6.78
Add: Loss allowance measured at lifetime expected credit losses	(4.76)	1.41
Less: Bad Debts written off during the reporting period	-	-
Balance at the end of reporting period	**3.43**	**8.19**

3) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet its obligations associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may also arise due to an inability to realize a financial asset quickly at or near its fair value.

The Company has established a liquidity risk management framework for managing its short-term, medium-term, and long-term funding and liquidity requirements. The Company's exposure to liquidity risk arises primarily from mismatches in the maturities of financial assets and liabilities. The Company manages liquidity risk by maintaining adequate cash and cash equivalents. The Company also has adequate credit facilities with banks to ensure availability of sufficient funds to meet its normal operating and financial obligations in a timely and cost-effective manner.

The Company believes that its liquidity positions of ₹ 133.45 Lakhs as at March 31, 2026 (Prev Year ₹ 154.76 Lakhs), along with anticipated future internally generated cash flows from operations and fully available undrawn credit facilities, will enable it to meet its future obligations in the ordinary course of business. In addition, in the event of any liquidity requirement, the Company believes it has access to financing arrangements and unencumbered assets that would enable it to meet its capital and other liquidity requirements.

The liquidity position referred to above includes:

i) Cash and Cash Equivalents as disclosed in the Cash Flows Statements; and

ii) Current / non - current term deposits as disclosed in the financial assets.

The Company's liquidity management process, as monitored by the management, includes:
i) Day-to-day funding management through monitoring of future cash flows to ensure timely fulfillment of obligations;
ii) Maintenance of rolling forecasts of the Company's liquidity position based on expected cash flows; and
iii) Maintenance of diversified credit lines to support funding flexibility.

The table below analyses the Company's financial liabilities into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table represent contractual undiscounted cash flows.

Particulars	Less than 1 Year	Between 1 to 5 Year	More than 5 Year	Total (₹ in Lakhs)	Carrying Value
As at March 31, 2026					
Borrowings	1,413.33	1,647.32	-	**3,060.65**	**3,060.65**
Other Financial Liabilities	646.27	11.78	-	**658.05**	**658.05**
Trade Payables	270.98	-	-	**270.98**	**270.98**
As at March 31, 2025					
Borrowings	1,384.55	1,971.60	-	**3,356.15**	**3,356.15**
Other Financial Liabilities	686.66	4.13	-	**690.79**	**690.79**
Trade Payables	421.84	-	-	**421.84**	**421.84**

37C. Capital Management

The Company adheres to a robust capital management framework, which is underpinned by the following guiding principles:
a) Maintain financial strength to ensure BBB+ stable domestic credit ratings and investment grade ratings internationally;
b) Ensure financial flexibility by diversifying sources of financing and their maturities to minimize liquidity risk while meeting investment requirements;

c) Ensure sufficient liquidity is available, either through cash and cash equivalents, investments or committed credit facilities, to meet business requirements.

d) Minimize finance costs while considering current and future industry, market and economic risks and conditions;

e) Safeguard the Company's ability to continue as going a going concern.
f) Maintain an optimal level of leverage to maximize shareholder returns while preserving balance sheet strength and flexibility.
The Board of Directors has the primary responsibility for maintaining a strong capital base and optimizing the cost of capital through prudent management of deployed funds and judicious leverage in domestic and international financial markets, thereby maintaining investors, creditors, and market confidence and supporting the future development of the business.
For the purpose of the Company's capital management, capital includes issued equity share capital and all other equity reserves attributable to equity shareholders. The primary objective of capital management is to safeguard the Company's ability to continue as a going concern and to maintain an optimal capital structure in order to maximize shareholder value.
As at March 31, 2026, the Company has only one class of equity shares and has a low level of debt. Consequently, there are no externally imposed capital requirements. To maintain or achieve an optimal capital structure, the Company allocates capital towards dividend distribution or reinvestment in the business based on its long-term financial plans.

The Company monitors its capital structure on the basis of the Net Debt to Equity ratio, where Net Debt is defined as total borrowings less cash and cash equivalents, divided by total equity.

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Total Liabilities	5,404.31	5,664.49
Less: Cash and Cash Equivalents	5.45	21.82
Net Debt (A)	**5,398.86**	**5,642.67**
Total Equity (B)	**6,545.84**	**6,274.85**
Net Debts to Total Equity (A / B)	**0.82**	**0.90**

The Company has complied with all covenants under the terms and conditions of its major borrowing facilities throughout the current reporting period as well as the previous reporting period.

38) Capital Work-in-Progress ageing Schedule

Sr No	Particulars	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31-Mar-2026
01	Projects-in-Progress	31.05	-	-	-	31.05
02	Projects temporarily suspended	-	-	-	-	-

Sr No	Particulars	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31-Mar-2025
01	Projects-in-Progress	-	-	-	-	-
02	Projects temporarily suspended	-	-	-	-	-

There are no Capital Work-in-Progress (CWIP) projects as at March 31, 2026 and March 31, 2025, for which completion is overdue as compared to the original planned schedule or where the actual / estimated costs have exceeded the original planned costs.

39) Trade Receivable ageing Schedule

Suryaamba
Spinning Mills Limited

Sr No	Particulars	Not Due	Less than Six Months	Six Months to One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31-Mar-2026
	Trade Receivable - Unsecured							
a)	Undisputed, Considered Good	692.83	267.76	-	-	-	-	960.59
b)	Undisputed, Considered Doubtful	-	-	-	-	-	-	-
c)	Disputed, Considered Good	-	-	-	-	-	-	-
d)	Disputed, Considered Doubtful	-	-	-	-	-	-	-
		692.83	**267.76**	**-**	**-**	**-**	**-**	**960.59**
e)	Less: Allowance for Doubtful Debts	-	-	-	-	-	-	3.43
	Total							**957.16**

Sr No	Particulars	Not Due	Less than Six Months	Six Months to One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31-Mar-2025
	Trade Receivable - Unsecured							
a)	Undisputed, Considered Good	1,162.47	571.82	4.05	-	-	-	1,738.34
b)	Undisputed, Considered Doubtful	-	-	-	-	-	-	-
c)	Disputed, Considered Good	-	-	-	-	-	-	-
d)	Disputed, Considered Doubtful	-	-	-	-	-	-	-
		1,162.47	**571.82**	**4.05**	**-**	**-**	**-**	**1,738.34**
e)	Less: Allowance for Doubtful Debts	-	-	-	-	-	-	8.19
	Total							**1,730.15**

As at March 31, 2026 and March 31, 2025, there are no unbilled dues outstanding in the books of the Company.

40) Trade PayablesageingSchedule

Sr No	Particulars	Not Due	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31-Mar-2026
	Trade Payable (Including Acceptance)						
a)	MSME	51.17	-	-	-	-	51.17
b)	Other than MSME	214.60	0.93	-	-	-	215.53
c)	Disputed Dues - MSME	-	-	-	-	-	-
d)	Disputed Dues - Other than MSME	-	-	-	3.28	1.00	4.28
	Total	**265.77**	**0.93**	**-**	**3.28**	**1.00**	**270.98**

Sr No	Particulars	Not Due	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31-Mar-2026
	Trade Payable (Including Acceptance)						
a)	MSME	92.90	1.44	-	-	-	94.34
b)	Other than MSME	269.52	53.71	-	-	-	323.23
c)	Disputed Dues - MSME	-	-	-	-	-	-
d)	Disputed Dues - Other than MSME	-	-	3.28	-	1.00	4.28
	Total	**362.42**	**55.15**	**3.28**	**-**	**1.00**	**421.84**

As at March 31, 2026 and March 31, 2025, there are no unbilled dues outstanding in the books of the Company.

40a) Capital Creditors ageing Schedule

Sr No	Particulars	Not Due	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31-Mar-2026
	Capital Creditors						
a)	MSME	-	-	-	-	-	-
b)	Other than MSME	2.32	-	3.57	-	-	5.89
c)	Disputed Dues - MSME	-	-	-	-	-	-
d)	Disputed Dues - Other than MSME	-	-	-	-	-	-
	Total	**2.32**	**-**	**3.57**	**-**	**-**	**5.89**

Sr No	Particulars	Not Due	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31-Mar-2026
	Capital Creditors						
a)	MSME	-	-	-	-	-	-
b)	Other than MSME	7.94	-	-	-	-	7.94
c)	Disputed Dues - MSME	-	-	-	-	-	-
d)	Disputed Dues - Other than MSME	-	-	-	-	-	-
	Total	**7.94**	**-**	**-**	**-**	**-**	**7.94**

As at March 31, 2026 and March 31, 2025, there are no unbilled dues outstanding in the books of the Company.

40b) LiabilitiestowardsServicesageingSchedule

Sr No	Particulars	Not Due	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31-Mar-2026
	Liabilities towards Services						
a)	MSME	-	-	-	-	-	-
b)	Other than MSME	28.84	4.16	-	-	-	33.00
c)	Disputed Dues - MSME	-	-	-	-	-	-
d)	Disputed Dues - Other than MSME	-	-	-	-	-	-
	Total	**28.84**	**4.16**	**-**	**-**	**-**	**33.00**

Sr No	Particulars	Not Due	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31-Mar-2026
	Capital Creditors						
a)	MSME	-	-	-	-	-	-
b)	Other than MSME	52.65	-	-	-	-	52.65
c)	Disputed Dues - MSME	-	-	-	-	-	-
d)	Disputed Dues - Other than MSME	-	-	-	-	-	-
	Total	**52.65**	**-**	**-**	**-**	**-**	**52.65**

As at March 31, 2026 and March 31, 2025, there are no unbilled dues outstanding in the books of the Company.

41) Key Financial Ratio

Sr No	Ratio	Numerator	Denominator	31-Mar-2026	31-Mar-2025	% Variation
1	Current Ratio	Current Assets	Current Liabilities	1.61	1.50	7.39%
2	Debt to Equity Ratio	Total Debts (Borrowings)	Total Equity	0.47	0.53	-12.58%
3	Debt Service Coverage Ratio	Earning available for debt service	Finance Costs + Repayments of Borrowings	1.52	1.42	6.64%
4	a) Return on Equity	Profit after tax (PAT)	Average Total Equity	0.05	0.02	152.06%
5	Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	7.33	9.23	-20.62%
6	b) Trade Receivable Turnover Ratio	Revenue from Operations	Average Trade Receivables	15.41	11.27	36.70%
7	c) Trade Payable Turnover Ratio	Net Purchase of Raw Materials, Packing Material and Stock-in-Trade	Average Trade Payables	39.14	24.91	57.08%
8	Net Capital Turnover Ratio	Revenue from Operations	Working Capital (Current Assets - Current Liabilities)	14.09	16.75	-15.91%
9	Net Profit Ratio(a)	Profit after tax (PAT)	Revenue from Operations	0.01	0.01	168.91%
10	Return on Capital Employed	Profit before Interest (excluding interest on lease liabilities), exceptional items and tax	Average Capital Employed (Total Assets - Total Current Liabilities (Excepts Borrowings))	0.07	0.07	9.39%

a) The increase in profitability during the current reporting period as compared to the previous reporting period has resulted in an improvement in the Return on Equity (ROE) and Net Profit Ratio.
b) Improved collection efficiency and better management of trade receivables during the current reporting period as compared to the previous reporting period resulted in an improvement in the Trade Receivables Turnover Ratio.
c) Improved repayment of trade payables during the current reporting period as compared to the previous reporting period resulted in a change in the Trade Payables Turnover Ratio.

42. EMPLOYEEBENEFITS

1. PostEmploymentBenefits

i) DefinedBenefitGratuityPlan(PartiallyFunded)

The Company operates a defined benefit gratuity plan for its employees, which requires contributions to be made to a separately administered fund. The gratuity scheme is governed by the provisions of the Payment of Gratuity Act, 1972. Under the Act, employees who have completed a minimum qualifying period of five years of continuous service become eligible for gratuity benefits. The amount of gratuity payable is determined based on the employee's length of service and the last drawn salary at the time of retirement, resignation, death, disability, or cessation of employment.

ii) Defined Benefit Pension Plan (Unfunded)

The Company operates a defined benefit pension plan for certain specified employees, under which post- employment benefits are payable upon fulfilment of specified terms and conditions as approved by the Board of Directors of the Company. The benefits payable under the scheme are determined based on the eligibility criteria and other conditions prescribed under the respective plan.

iii) Defined Benefit Post Retirement Medical Benefit Plans (Unfunded)

The Company operates a defined benefit post-retirement medical benefits plan for certain specified employees, under which post-retirement medical benefits are payable upon fulfilment of specified terms and conditions approved by the Board of Directors of the Company. The benefits are provided to eligible employees in accordance with the provisions of the respective scheme. post-retirement medical benefits are payable upon fulfilment of specified terms and conditions approved by the Board of Directors of the Company. The benefits are provided to eligible employees in accordance with the provisions of the respective scheme.

The most recent actuarial valuation of the plan assets and the present value of the defined benefit obligations was carried out as at March 31, 2026, by KP Actuaries and Consultants, Fellow of the Institute of Actuaries of India. The valuation has been performed using the "Projected Unit Credit Method", which is considered an appropriate method for measuring obligations under defined benefit plans.

a) Statement showing the Present Value of the Obligation

	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Present Value Obligations		
Present value of obligation at the beginning of the period	603.44	573.61
Interest Costs	41.47	41.27
Current Service Costs	34.83	32.05
Past Service Costs	3.51	-
Actuarial (Gain) / Loss	5.33	(10.41)
Benefits paid (If any)	(43.58)	(33.08)
Present Value of Obligation at the end of the period	**644.99**	**603.44**

b) Statement showing expenses recognised during the reporting period

	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Bifurcations		
In Statement of Profit and Loss	74.76	65.83
In Other Comprehensive Income	5.30	(6.80)
Total expenses recognized during the reporting period	**80.06**	**59.03**

c) Assets and Liabilities (Balance Sheet Positions)

	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Positions		
Present value of obligation at the end of the period	**644.99**	**603.44**
Fair Value of Plan Assets	86.96	75.26
(Surplus) / Deficit	**558.03**	**528.18**
Effect of assets ceiling, if any	-	-
Net (Assets) / Liabilities	**558.03**	**528.18**

d) Changes intheFairvalueofPlanAssets

	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Plan Assets		
Fair value of plan assets as at the beginning of the period	75.26	104.10
Investment Income	5.05	7.49
Employer's Contribution	50.20	0.36
Employee's Contribution		-
Benefits Paid	(43.58)	(33.08)
Return on plan asset excluding amount recognized in interest expense	0.03	(3.61)
Fair value of plan assets as at the end of the period	86.96	75.26

e) Bifurcation of Net Liabilities

	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Bifurcations		
Current Liabilities (Short - Term)	-	-
Non - Current Liabilities (Long - Term)	558.03	528.18
Net Liabilities	558.03	528.18

f) Expenses recognized in the Statement of Profit and Loss

	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Breakup of Expenses		
Current Service Cost	34.83	32.05
Past Service Cost	3.51	-
Loss / (Gain) on Settlement	-	-
Net Interest Cost / (Income) on the Net Defined Benefit Liabilities	36.41	33.78
Expenses to be recognized in Income Statements	74.76	65.83

g) Other Comprehensive (Income) / Expenses (Remeasurements)

	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Other Comprehensive Income		
Actuarial (Gain) / Loss - Obligations	5.30	(6.80)
Actuarial (Gain) / Loss - Plan Assets	-	-
Defined benefits cost recognised in OCI	5.30	(6.80)

h) Actuarial Assumption

	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Assumptions		
Discount Rate (Per Annum)	7.25%	6.75%
Salary Growth Rate (Per Annum)	6.00%	5.50%
Mortality Rate	100% of IALM 2012-14	100% of IALM 2012 - 14
Normal Retirement Age	60 Years	60 Years
Attrition / Withdrawal Rate (Per Annum)	1.00%	1.00%

The rate of salary escalation considered in the actuarial valuation has been estimated after taking into account various factors such as expected inflation, employee seniority, anticipated promotions, historical salary growth trends and other relevant economic and market considerations, including prevailing supply and demand conditions in the employment market. The actuarial assumptions used in the valuation represent management's best estimates and have been duly certified by the Actuary.

i) Summary ofMembershipStatus

	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Summary		
Number of Employee	447	457
Total Monthly Salary (In Lakhs)	78.43	73.42
Average Past Service (Years)	15.86	15.74
Average Age (Years)	45.05	45.01
Average remaining working life (years)	14.95	14.99
Number of competed years valued	0.07	0.07
Decrement adjusted remaining working life (years)	12.79	12.84

j) Sensitivity Analysis

The significant actuarial assumptions used for determining the defined benefit obligation include the discount rate and salary escalation rate. The impact of changes in mortality assumptions is considered insignificant. The sensitivity analysis below has been prepared considering changes in individual assumptions while holding other assumptions constant; however, actual changes may differ as assumptions may be interrelated. The results of the sensitivity analysis are set out below:

	31-Mar-2026	
Sensitivity Analysis		
Defined Benefits Obligation (Base)		644.99
	Decrease	Increase
Discount Rate (- / + 1%)	710.19	588.06
(% change compared to the base due to sensitivity)	10.10%	-8.80%
Salary Growth Rate (- / + 1%)	589.03	707.68
(% change compared to the base due to sensitivity)	-8.70%	9.70%
Attrition Rate (- / + 50% of attrition rates)	641.62	648.17
(% change compared to the base due to sensitivity)	-0.50%	0.50%
Mortality Rate (- / + 10% of morality rates)	644.72	645.26
(% change compared to the base due to sensitivity)	0.00%	0.00%

2. Defined Contribution Plans

i) Provident Fund

The Company manages and administers the provident fund assets and liabilities in accordance with the provisions of the Employees' Provident Funds and Miscellaneous Provisions Act, 1952, and the applicable rules and regulations framed thereunder.

The plan guarantees a minimum rate of interest as notified by the Provident Fund Authorities from time to time. Employer and employee contributions, together with accrued interest thereon, are payable to employees upon retirement or separation from the Company, whichever is earlier, and vest immediately upon rendering of service. In accordance with the Guidance Note issued by the Institute of Actuaries of India, the Actuary has carried out the valuation of provident fund liabilities based on the prescribed assumptions. There is no shortfall in the fund as at March 31, 2026.

The details of contibution made by the Company to the resepctive funds are given as below:

	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Contributions		
Employee's share of contributions	127.38	122.75
Employer's share of contributions	137.38	135.47
Total Contributions during the reporting period	**264.76**	**258.22**

3. Other Long - Term Employee Benefits

The liability in respect of compensatedabsences, comprising annual leave and sick leave benefits, has been determined on the basis of an actuarial valuation carried out using the "Projected Unit Credit Method" as at March 31, 2026. The liability recognized in the financial statements amounts to ₹ 26.06 Lakhs (Prev Year: ₹ 27.48 Lakhs)

43. Information on Related Party Transaction as required by Ind AS – 24 – "RELATED PARTY DISCLOSURE" for the year ended March 31, 2026

Relatedparties asdefined under Ind AS- 24,"Related Party Disclosure" have beenidentified on the basis of written representations made by the Company's management and information available with the Company. The Company's material related party transactions and outstanding balances with such related parties, entered into in ordinary course of Business, are as follows:

1. Entities where Key Managerial Personnel / Close Family Member of Key Managerial Personnel have control/ significant influenceandwhere transactions have taken places

a) Suryalakshmi Cotton Mills Limited

b) Suryaamba Foundation

2. Key Managerial Person Name and their Designation

S N	Name of the Persons	Designation
a)	Shri Virender Kumar Agarwal	Chairman and Managing Director
b)	Smt. Seema Agarwal	Joint Managing Director
c)	Shri Mayank Agarwal	Whole Time Director
d)	Smt. Neeraja Kartik	Independent Director
e)	Shri Amit Goela	Independent Director (Retired on August 08, 2024)
f)	Nilesh Panpaliya	Independent Director
g)	Dr. Neena Parikh	Independent Director (Appointed on September 06, 2024)
h)	Shri Gajanan Chhawsaria	Chief Financial Officer
i)	Smt. Kriti Ladha	Company Secretary

3. Relatives of Key Managerial Person

S N	Name of the Persons	Designation
a)	Shri Pujit Agarwal	Son of Managing Director
b)	Smt. Cadambari Agarwal	Spouse of Whole Time Director
c)	Smt. Vaidehi Agarwal	Daughter-in-Law of Managing Director
d)	Shri Ravindra Kumar Agarwal	Brother of Managing Director
e)	Smt. Seema G. Chhawsaria	Spouse of Chief Financial Officer

Terms and Conditions of the transactions with Related Parties are as under:

a) The Company has been entering into transactions with related parties for its business purposes. The process followed for entering into transactions with related parties is the same as that followed for unrelated parties. Vendors are selected on a competitive basis, having regard to strict adherence to quality standards, timely service, and cost advantage. Further related party vendors provideadditional advantage in terms of:

Further related party vendors provide additional advantage in terms of:

i) Supplying products primarily to the Company.

ii) Advanced and innovative technologies.

iii) Customization of products to suit the Company's specific performance.

iv) Enhancement of the Company's purchase cycle and assurance of just-in-time supply with resultants benefits - notably on working capital.

b) Purchases fromand sales to related parties are undertaken onterms equivalenttothose applicable to unrelated parties, on arm's

c) Outstanding balances with related parties as at the end of the reporting period are unsecured, interest free and are repayable / receivable in demand, and are expected to be settled in cash.

Transaction with Related Parties is as under

S N	Particulars	Related Parties Where Significant Influence Exists	Key Managerial Persons	Relatives of Key Managerial Persons	As At 31-Mar-2025
1.	**Sale of Goods**				
	Suryalaxmi Cotton Mills Limited	NIL	-	-	24.96
2.	**Purchase of Goods**				
	Suryalaxmi Cotton Mills Limited	283.85	-	-	18.30

S N	Particulars	Related Parties Where Significant Influence Exists	Key Managerial Persons	Relatives of Key Managerial Persons	As At 31-Mar-2025
3.	**Payment of Interest**				
	Shri Virender Kumar Agarwal	-	5.33	-	4.02
	Smt. Seema Agarwal	-	66.92	-	74.72
	Shri Mayank Agarwal	-	23.06	-	27.04
4.	**Payment of Rent**				
	Smt. Seema Agarwal	-	39.00	-	39.00
5.	**Remuneration**				
	Shri Virender Kumar Agarwal	-	47.38	-	47.38
	Smt. Seema Agarwal	-	44.16	-	44.16
	Shri Mayank Agarwal	-	34.94	-	34.94
6.	**Staff Salary**				
	Shri Pujit Agarwal	-	-	42.13	42.10
	Smt. Cadambari Agarwal	-	-	37.15	37.13
	Smt. Vaidehi Agarwal	-	-	29.12	21.00
	Shri Gajanan Chhawsaria	-	20.02	-	19.02
	Smt. Kriti Ladha	-	4.30	-	4.41
7.	**Legal and Professional Charges**				
	Smt. Seema G. Chhawsaria	-	-	2.30	NIL
8.	**Payment of Dividend**				
	Shri Virender Kumar Agarwal	-	12.16	-	12.16
	Smt. Seema Agarwal	-	6.42	-	6.42
	Shri Mayank Agarwal	-	2.71	-	2.71
	Shri Pujit Agarwal	-			
	Shri Virender Kumar Agarwal (HUF)	0.15	-	-	0.15
	Shri Virender Kumar Agarwal	0.001	-	-	0.001
9.	**Reimbursement of Expenses Incurred**				
	Suryaamba Foundation	1.67	-	-	1.99
10.	**Repayment of Reimbursement of Expenses Received**				
	Suryaamba Foundation	1.33	-	-	1.97
11.	**Director Sitting Fees**				
	Shri Amit Goela	-	NIL	-	0.04
	Shri Nilesh Panpaliya	-	0.08	-	0.15
	Smt. Neeraja Kartik	-	0.08	-	0.15
	Dr. Neena Parikh	-	0.11	-	0.11
12.	**Donation and Charity**				
	Suryaamba Foundation	3.15	-	-	2.00
13.	**Receipt of Unsecured Loans**				
	Shri Virender Kumar Agarwal	-	40.70	-	74.50
	Smt. Seema Agarwal	-	374.32	-	227.70
	Shri Mayank Agarwal	-	118.50	-	80.97
14.	**Repayment of Unsecured Loans**				
	Shri Virender Kumar Agarwal	-	NIL		74.60
	Smt. Seema Agarwal	-	442.69		278.74
	Shri Mayank Agarwal	-	152.50		105.22

Balances payable / (receivable) to related parties as at March 31, 2026

1.	**Unsecured Loans**				
	Shri Virender Kumar Agarwal	-	61.69	-	20.99
	Smt. Seema Agarwal	-	600.00	-	668.37
	Shri Mayank Agarwal	-	186.00	-	220.00
2.	**Other Payables**				
	Suryaamba Foundation	NIL	-	-	0.34
3.	**Legal and Professional Charges Payable**				
	Smt. Seema G. Chhawsaria	-	-	0.54	NIL
4.	**Staff Salary Payable**				
	Shri Gajanan Chhawsaria	-	-	1.30	NIL
	Smt. Kriti Ladha	-	-	0.32	NIL

44.Additional Regulatory Information as required by the Schedule - III of the Companies Act, 2013.

i) The Company has utilized the borrowings from banks and financial institutions for the purposes for which they were obtained, as at the balance sheet date. The Company has not defaulted in the repayment of principal or payment of interest thereon in respect of any borrowings from banks and financial institutions during the current and previous reporting periods.

ii) The title deeds in respect of self-constructed building and title deeds of all other immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company), disclosed in the financial statements and included under Property, Plants and Equipment, are held in the name of the Company as at the balance sheet date. In respect of immovable properties taken on lease by the Company, the lease agreements are duly executed in favour of the Company as at the balance sheet date.

iii) There are no loans and advances in the nature of loans are granted to promoters, directors, key managerial parties and the other related parties including subsidiaries, associates and joint ventures (as defined under the Companies Act, 2013), either severally or jointly with any other person that are:

a) repayable on demand or;

b) without specifying any terms or periods of repayments.

iv) The Company does not hold any benami property in its name. Further, no proceedings have been initiated or are pending against the Company under the Benami Transactions (Prohibition) Act, 1988 (as amended) (45 of 1988) and the Rules made thereunder in respect of any alleged benami property.

v) The Company has been sanctioned working capital limits from banks and financial institutions on the basis of security of current assets. The monthly / quarterly returns and the statements filed by the Company with such banks and financial institutions are in agreements with the books of accounts of the Company.

vi) The Company has not been declared a willful defaulter by any banks, financial institutions, or other lenders, nor by the government or any government authorities.

vii) The Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956, Accordingly, the details in this regard are not applicable and have not been furnished.

viii) The Company does not have any charges or satisfaction of charges, which are pending registration with the Registrar of Company beyond the statutory period.

ix) The Company has complied with the requirements relating to the number of layers of subsidiaries as prescribed under section 2(87) of the Companies Act, 2013, read with the Companies (Restriction on number of layers) Rules, 2017.

x) Utilization of borrowed funds and share premium

1) The Company has not advanced, loaned, or invested any funds to any other persons or entities, including foreign entities (intermediaries) with the understanding that the intermediaries shall:

a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or;

b) Provide any guarantee, security or the like to or on behalf of the Ultimate beneficiaries.

2) The Company has not received any funds from any persons or entities, including foreign entities (Funding Parties) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or;

b) Provide any guarantee, security or the like to or on behalf of the Ultimate beneficiaries.

xi) There have been no transactions relating to previously unrecorded income that which have been surrendered or disclosed as income during the current reporting period and previous reporting period in course of tax assessments under the Income Tax Act, 1961.

xii) The Company has neither traded in, nor invested in, nor advanced any funds in Crypto Currency or Virtual Currency, during the current reporting period as well as the previous reporting period.

45.CONTINGENT LIABILITIES

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Contingent Liabilities		
a) Bank Guarantees given by the Company's Banker's towards the Government Intitutions and Other Institutions	565.92	531.94
b) Bill discounted by the Company's Banker's under the Letter of Credit	-	-
c) Inland Letter of Credit or Buyer's Credit against Raw Materials and Trading Goods purchases	-	-
Total Contingent Liabilities	**565.92**	**531.94**

46.CAPITAL AND OTHER COMMITMENTS

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
A) Capital Commitments		
Estimated amount of contracts remaining to be executed by the Company on Capital and not provided for		
towards Property, Plants and Equipment	10.12	-
towards Other Intangible Assets	-	-
Total Capital Commitments	**10.12**	**-**
B) Other Commitments		
Bill Discounted and Letter of Credit issued by the Company's Bankers	-	-
Total Other Commitments	**-**	**-**
Total (A+B)	**10.12**	**-**

47.CORPORATE SOCIAL RESPONSIBILITIES

Inaccordancewith the provisions of section 135 of the Companies Act, 2013, the Company is required to spend a minimum of 2% of its average net profits of the immediately preceding three financial years on eligible Corporate Social Responsibility (CSR) activities. The activities covered under CSR include, among others, eradication of hunger and malnutrition, promotion of education, healthcare, environmental sustainability, rural development projects, disaster relief, art and culture, and rehabilitation initiatives as prescribed under Schedule VII of the Companies Act, 2013. The Company has constituted a CSR Committee in compliance with the requirements of the Act to oversee the implementation, monitoring and governance of CSR initiatives undertaken by the Company.

a) The amount required to be spent by the Company towards Corporate Social Responsibility (CSR) activities in accordance with the provisions of section 135 of the Companies Act, 2013 read with Schedule VII thereto, during the reporting period ended March 31, 2026, is ₹ NIL (Prev Year ₹ NIL).

b) The Company has incurred expenditure of ₹ NIL towards Corporate Social Responsibility (CSR) activities during the reporting period. Of the total expenditure incurred, ₹ NIL relates to obligations or commitments pertaining to earlier financial periods but spent during the current financial year (Prev Year ₹ NIL).

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Corporate Social Responsibilities		
Health	-	-
Educations	-	-
Sports for Developments	-	-
Enviroment	-	-
Total	**-**	**-**

c) The Company has not undertaken any additional commitment towards Corporate Social Responsibility (CSR) expenditure for achieving the prescribed spending requirement of 2% of the average net profits of the three immediately preceding financial years under section 135 of the Companies Act, 2013 (Prev Year ₹ NIL). Further, it is confirmed that no amount of CSR expenditure incurred during the current or previous reporting periods has been paid to or incurred through related parties.

48.DIVIDEND

Particulars	31-Mar-2026 (₹ in Lakhs)	31-Mar-2025 (₹ in Lakhs)
Dividend		
Final Dividend paid on Equity Shares	29.32	29.32
Total	29.32	29.32

The Board of Directors of the Company has not declared any interim dividend during the current reporting period as well as the previous reporting period. Further, the Board of Directors, at its meeting held on May 30, 2025, had recommended a final dividend of ₹ 1.00 (Rupees One only) per equity share of face value ₹ 10 each for the financial year ended March 31, 2025. The said dividend was subsequently approved by the shareholders at the Annual General Meeting (AGM) held on September 20, 2025, resulting in an aggregate cash outflow of ₹ 29.32 Lakhs.

Proposed Dividend

The Board of Directors, at their meeting held on May 23, 2026, have recommended a final dividend of ₹ 1.00 (Rupee One Only) per equity share of face value ₹ 10 each, i.e., 10% of the face value, for the financial year ended March 31, 2026. Accordingly, the Company has proposed a final dividend aggregating to ₹ 29.32 Lakhs, subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM). Since the same is subject to shareholder approval, it has not been recognized as a liability in the financial statements.

49.SEGMENT REPORTING

During the current and previous reporting periods, the Company operated in a single reportable segment, namely, Manufacturing and Trading of Yarn. The Chief Operating Decision Maker (CODM) reviews the Company's performance and allocates resources on an overall basis. Accordingly, the Company has determined that it has only one operating and reportable segment in accordance with Indian Accounting Standard (Ind AS) 108 - "Operating Segments". Therefore, separate segment information and related disclosures prescribed under Ind AS 108 are not applicable.

50.CONSOLIDATED FINANCIAL STATEMENT

During the current and previous reporting periods, the Company did not have any subsidiaries, associates, or joint ventures. Accordingly, the Company is not required to prepare consolidated financial statements, and the provisions of Indian Accounting Standard (Ind AS) 110 - "Consolidated Financial Statements" are not applicable.

51.DETAILS OF HEDGED AND UNHEDGED EXPOSURES IN FOREIGN CURRENCY DENOMINATED MONETARY ITEMS.

A) Exposure in Foreign Currency - Hedged

The Company has not entered into any forward exchange contracts or other derivative financial instruments to hedge its foreign currency exposures arising from underlying transactions or firm commitments during the current and previous reporting periods. Further, the Company has not undertaken any transactions in derivative instruments for trading, speculative, or other purposes during these periods. Accordingly, there were no outstanding derivative contracts as at the reporting dates.

B) Exposure in Foreign Currency - Unhedged

The foreign currency exposures which remain unhedged during the reporting period as well as the previous reporting period are as follows:

Payable during the Reporting Period

Particulars	Payable (In Foreign Currency)	
	31-Mar-2026	31-Mar-2025
Foreign Currency - Unhedged		
USD ($)	0.71	0.45
EURO (€)	-	-

Particulars	Payable (Indian Currency In Lakhs)	
	31-Mar-2026	31-Mar-2025
Foreign Currency - Unhedged		
USD ($)	67.32	33.86
EURO (€)	-	-

Receivable duringtheReportingPeriod

Particulars	(In Foreign Currency) 31-Mar-2026	31-Mar-2025
Foreign Currency - Unhedged		
USD ($)	0.71	0.45
EURO (€)	-	-

Particulars	(in Indian Currency in Lakhs) 31-Mar-2026	31-Mar-2025
Foreign Currency - Unhedged		
USD ($)	161.44	595.92
EURO (€)	-	-

52.EARNINGS PER SHARE (EPS)

SN	Particulars	Uom	2025-2026 (₹ in Lakhs)	2024-2025 (₹ in Lakhs)
	Earnings Per Share (EPS)			
	Net Profit / (Loss) after tax as per the Statement of Profit or Loss attributable to the holder of Equity Shares	₹ in Lakhs	304.28	117.29
	Nominal Value of Equity Shares	₹/Share	10.00	10.00
	Weighted average number of Equity Shares used as denominator for calculating the earnings per share	Nos	2,931,944	2,931,944
	Basic and Diluted Earnings Per Share	₹/Share	**10.38**	**4.00**

53. The financial statements are approved for issue by the Audit Committee at its meeting held on May 23, 2026, and by the Board

54. Previous years audited figures has been regrouped / recasted / rearranged wherever necessary to make them comparable for the purpose of preparation and presentation of financial statements.

MATERIAL ACCOUNTING POLICIES
THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS
AS PER OUR REPORT OF EVEN DATE ATTACHED
For **MANISH N JAIN & CO.**
Chartered Accountants
FRN No.: 0138430W

ARPIT AGRAWAL
Partner
Membership No. 175398
UDIN No.: 26175398WYVYGA4499
Place: Nagpur
Dated: May 23,2026

FOR AND ON BEHALF OF THE BOARD

VIRENDER KUMAR AGARWAL
Managing Director
DIN No.: 00013314

SEEMA AGARWAL
Jt. Managing Director
DIN No.: 01430206

GAJANAN CHHAWSARIA
Chief Financial Officer

KRITI LADHA
Company Secretary

Place: Nagpur
Dated: May 23,2026

Place: Nagpur
Dated: May 23,2026