



SHIVA TEXYARN LIMITED

Regd. Office: 52, East Bashyakaralu Road, R.S.Puram, Coimbatore - 641 002, Tamilnadu INDIA
Telephone : 0422 - 2544955 E-mail: shares@shivatex.co.in
Website : www.shivatex.co.in CIN : L65921TZ1980PLC000945 GSTRN : 33AABCA6617M1ZO

STYL/SEC/SE/62/2025-26✓

24th July 2025✓

To

BSE LIMITED ✓ Phiroze Jeejeebhoy Towers 25 th Floor, Dalal Street, Fort Mumbai – 400 001 Scrip Code: 511108 ✓	National Stock Exchange India Limited ✓ Exchange Plaza, C-1, Block-G Bandra Kurla Complex, Bandra – (East) Mumbai – 400 051 Scrip Code: SHIVATEX ✓
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Dear Sir,

SUB: - FILING OF ANNUAL REPORT FOR THE YEAR 2024-25 – REG.✓


Pursuant to Regulation 34(1)✓ of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are herewith submitting the Annual Report of the Company for the financial year 2024 - 25.✓

The said Annual Report has also been uploaded on the website of the Company at www.shivatex.in/shares/annual-reports/.✓

Thanking you

Yours faithfully

For Shiva Texyarn Limited


R. SRINIVASAN
Company Secretary
M.No.21254



SHIVA TEXYARN LIMITED

A TECHNICAL TEXTILE COMPANY

2025

**44th ANNUAL
REPORT**

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BOARD OF DIRECTORS

Sri S V Alagappan	Chairman
Dr. S V Kandasami	Director
Sri S K Sundararaman	Managing Director
Smt. S Sujana Abirami	Director
Sri A Dhananjayan	Director
Sri D Satish Krishnan	Director
Smt. V Bhuvaneshwari	Director
Sri Jayaram Govindarajan	Director (w.e.f. 24.05.2024)
Sri S Marusamy	Director (upto 24.08.2024)

AUDITORS

M/s. V K S Aiyer & Co.,
Chartered Accountants
Coimbatore

INTERNAL AUDITORS

M/s. B M Associates
Chartered Accountants
Coimbatore

COST AUDITOR

Sri M Nagarajan
Cost Auditor
Coimbatore

REGISTERED OFFICE

52, East Bashyakaralu Road
R S Puram, Coimbatore – 641 002
Tamil Nadu
Phone: 91-422- 2544955
E-mail: secretary@shivatex.co.in
Website :- www.shivatex.in
CIN - L65921TZ1980PLC000945

CHIEF FINANCIAL OFFICER

Sri C Krishnakumar

COMPANY SECRETARY

Sri R Srinivasan

BANKERS

Canara Bank
Indian Overseas Bank
RBL Bank Ltd
Bank of Baroda
Karur Vysya Bank
Axis Bank Ltd

REGISTRAR & SHARE TRANSFER AGENT

M/s. MUFG Intime India Private Ltd
(Formerly Link Intime India Private Ltd)
"Surya", 35, May Flower Avenue
Behind Senthil Nagar
Sowripalayam Road
Coimbatore – 641 028.
Phone: 0422 - 2539835 / 836, 4958995
E-mail: coimbatore@in.mpms.mufg.com



NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the 44th Annual General Meeting of the shareholders of the Company will be held on Thursday, 21st August 2025 at 10.00 AM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) with their virtual presence to transact the business set out in the agenda given below:

You are requested to make it convenient to attend the meeting.

AGENDA

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements of the Company both the Standalone and Consolidated for the financial year ended 31st March 2025, the reports of the Board of Directors and the Auditors thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in the place of Dr. S V Kandasami (DIN:00002470) who retires by rotation and being eligible, offers himself for re-appointment.

Special Business

4. Appointment and Remuneration to Secretarial Auditor of the Company

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

RESOLVED that pursuant to the provisions of Section 204 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and other applicable provisions, if any, (including any statutory modifications, amendments or re-enactments thereto) the Board of Directors of the Company recommend the appointment of Sri R Dhanasekaran, Practicing Company Secretary holding valid certificate of peer review issued by the Institute of Company Secretaries of India as a Secretarial Auditor of the Company for a period of five consecutive years with effect from 01.04.2025 to 31.03.2030 to conduct secretarial audit of the Company and to furnish the Secretarial Audit Report at an annual remuneration of ₹ 60,000/- (Rupees: Sixty Thousand Only) plus applicable taxes.

5. To consider and approve the re-appointment of Sri S K Sundararaman as a Managing Director and a Key Managerial Personnel (DIN:00002691) of the Company w.e.f 31.08.2025 and approval of his remuneration

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

RESOLVED that pursuant to the provisions of Section 196, 197, 198, 199, 203 and other applicable provisions, if any, of the Companies Act, 2013 and Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provision(s) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, if any, including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendations of Nomination and Remuneration Committee and the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded to re-appoint Sri S K Sundararaman (DIN:00002691) as Managing Director of the Company for a period of three years, not liable to retire by rotation i.e. with effect from 31.08.2025 to 30.08.2028 on his cessation of present term of office on 30.08.2025 upon the terms and conditions including the remuneration as follows:

1. REMUNERATION:

BASIC SALARY : ₹ 3,00,000/- (Rupees Three Lakhs only) per month;

ALLOWANCES : An amount not exceeding annual Basic Salary

COMMISSION : 5% on the Net Profits of the Company as calculated under Section 198 of the Companies Act, 2013 (over and above the aforesaid salary and allowances).

2. PERQUISITES (not included in the above remuneration):

- Contribution to Provident Fund @ 12% on basic salary.
- Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.

RESOLVED FURTHER THAT the above remuneration and perquisites (except the Commission) shall be payable to Sri S K Sundararaman, Managing Director (DIN:00002691) during his tenure, even the Company having no profit or inadequate profit in any financial year.

RESOLVED FURTHER THAT Sri S K Sundararaman, Managing Director (DIN:00002691) will be carrying out the powers and functions under the superintendence, control and directions of Board of Directors of the Company from time to time.

RESOLVED FURTHER THAT pursuant to Section 203 of the Companies Act, 2013 read with the applicable rules and provisions, Sri S K Sundararaman, Managing Director (DIN:00002691) shall be the Key Managerial Personnel of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all the acts and take all necessary steps as may be necessary, proper or expedient to give effect to this resolution.

6. Ratification of remuneration payable to Sri M Nagarajan, Cost Auditor of the Company

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

RESOLVED that pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 and pursuant to the recommendation of Audit Committee the remuneration of ₹ 1,00,000/- (Rupees One Lakh Only) (besides reimbursement of out of pocket expenses incurred by him for the purpose of Audit) payable to Sri M Nagarajan, Cost Auditor (Firm Registration No. 102133), as approved by the Board of Directors for conducting the Audit of the Cost Records of the Company for the financial year ending 31st March 2026, be and is hereby ratified and confirmed.

By Order of the Board

Coimbatore
22.05.2025

S V ALAGAPPAN
CHAIRMAN
(DIN:00002450)

Notes:

1. Ministry of Corporate Affairs (MCA) General Circular Ref. Nos. 09/2024 dated 19.09.2024 and other relevant circulars of MCA and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03.10.2024 and other relevant circulars (permitted to conduct the Annual General Meeting (AGM) through Video Conferencing / Other Audio Visual Means (VC/OAVM) without the physical presence of the members at the common venue. In compliance with these MCA Circulars, the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 the Annual General Meeting of the members of the Company is being held through VC/OAVM.



2. Pursuant to the provisions of the Companies Act, 2013, a member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since, this AGM is being held pursuant to the MCA / SEBI Circulars through VC/OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to sharpcs1@gmail.com with copies marked to the Company at shares@shivatex.co.in and to its Registrar and Share Transfer Agent at coimbatore@in.mpms.mufig.com.
4. Members are requested to submit the queries in advance on the e-mail address shares@shivatex.co.in.
5. The members attending the meeting through VC / OAVM shall be reckoned for the purpose of quorum as stipulated under Section 103 of the Companies Act, 2013.
6. All the resolutions will be passed through the facility of e-voting system only.
7. Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts relating to special business in respect of items 4,5 & 6 of the Agenda are annexed hereto.
8. Previous year figures are given in brackets for the purpose of comparison.
9. Electronic copies of the Register of Directors' and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members during the AGM.
10. The dividend, if declared at the Annual General Meeting will be paid to those members within 30 days from the date of declaration, whose names appear on the Register of Members of the Company as on 14th August 2025. In respect of the dematerialized shares dividend will be paid on the basis of the beneficial ownership furnished by the National Securities Depository Limited and Central Depository Services (India) Limited at the end of the business hours on 14th August 2025. Dividend is paid subject to deduction of applicable taxes as per the relevant provisions of Income Tax, 1961 and rules made thereunder.
11. The dividend remaining unclaimed for a period of 7 years pertaining to the period 2017-18 and the respective shares will be transferred to the Investor Education and Protection Fund (IEPF) account and the investors may claim the same from the Central Government as per the applicable provisions. The list of shares transferred will be made available in the website of the Company www.shivatex.in.
12. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to offer the facility of voting through electronic means (remote e-voting) from a place other than the venue of AGM /e-voting at the meeting to all the members to enable them to cast their votes through e-voting facility provided by MUFG Intime India Private Ltd.
13. The voting through electronic means will commence on 18.08.2025 at 10.00 A.M and will end on 20.08.2025 at 5.00 P.M. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting system shall be disabled for voting thereafter. The persons those who are holding shares as on the cut-off date of 14.08.2025 are only eligible to cast their e-voting.

14. Registration of email ID and Bank Account details:

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, log in details for e-voting are being sent on the registered email address.

In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend / unclaimed dividend if any, the following instructions to be followed:

- (i) Members holding shares in physical mode are requested to communicate their change of postal address (enclose copy of Aadhar Card), e-mail address if any, self-attested copy of PAN Card and bank account details (enclose cancelled cheque leaf) quoting their folio nos. to the Registrar and Share Transfer Agents M/s. MUFG Intime India Private Limited, "Surya", 35, May Flower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641 028.

- (ii) **In the case of Shares held in Demat mode:**

The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

- 15. The Notice of the Annual General Meeting along with the Annual Report for the financial year 2024-25 is being sent only by electronic mode to those members whose email addresses are registered with the Company/RTA/ Depository Participants. Members may take note that the notice of Annual General Meeting and Annual Report for the financial year 2024-25 will also be available on the Company's website www.shivatex.in and in the website of Stock Exchanges i.e National Stock Exchange of India Ltd and BSE Ltd at www.nseindia.com and www.bseindia.com respectively. Further, a letter providing the web link including the exact path where the complete details of the Annual Report is available will be sent to the shareholders who have not registered their email address. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.
- 16. The Company has appointed Mr. R Dhanasekaran, Practicing Company Secretary, to act as the Scrutinizer for conducting the voting process in a fair and transparent manner.
- 17. Instructions for e-voting and joining the Annual General Meeting are as follows:
- 18. Instructions for shareholders to vote electronically:

Remote e-Voting Instructions for shareholders:

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

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

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

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility

Shareholders who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter User ID and Password. Click on "Login"
- c) After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.



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

OR

Shareholders who have not registered for NSDL IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post successful registration, user will be provided with Login ID and password.
- d) After successful login, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com.
- b) Click on New System Myeasi Tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.
- e) Click on “Link InTime/ MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided username and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on "Link InTime / MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

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

- a) Login to DP website
- b) After Successful login, user shall navigate through "e-voting" option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) After successful authentication, click on "Link InTime / MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

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

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

- a) Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- b) Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details:

A. User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI:

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



D. Bank Account Number:

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

* *Shareholders holding shares in NSDL form, shall provide 'D' above*

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

- Set the password of your choice
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- Enter Image Verification (CAPTCHA) Code
- Click "Submit" (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility:

- c. Click on "Login" under 'SHARE HOLDER' tab.
 - A. User ID: Enter your User ID
 - B. Password: Enter your Password
 - C. Enter Image Verification (CAPTCHA) Code
 - D. Click "Submit"
- d. Cast your vote electronically:
 - A. After successful login, you will be able to see the "Notification for e-voting".
 - B. Select 'View' icon.
 - C. E-voting page will appear.
 - D. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
 - E. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

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

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

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Investor Mapping" tab under the Menu Section
- c) Map the Investor with the following details:

A. 'Investor ID' –

- i. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
- ii. CDSL demat account – User ID is 16 Digit Beneficiary ID.
- B. 'Investor's Name - Enter Investor's Name as updated with DP.
- C. 'Investor PAN' - Enter your 10-digit PAN.
- D. 'Power of Attorney' - Attach Board resolution or Power of Attorney.
 - * *File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.*
- E. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Voting through remote e-voting

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

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under "On-going Events".
- d) Enter "16-digit Demat Account No." for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- f) After selecting the desired option i.e. Favour / Against, click on 'Submit'.
A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

OR

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will be able to see the "Notification for e-voting".
- c) Select "View" icon for "Company's Name / Event number".
- d) E-voting page will appear.
- e) Download sample vote file from "Download Sample Vote File" tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

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

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

**Individual Shareholders holding securities in demat mode:**

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

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

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

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

- Click on "Login" under 'SHARE HOLDER' tab.
- Click "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

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

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

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

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

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

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

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

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

INSTAMEET VC Instructions for shareholders

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on or before 30 September 2025 by means of Video Conference (VC) or other audio-visual means (OAVM).

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

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

- b) Visit URL: <https://instameet.in.mpms.mufig.com> & click on “Login”.

Select the “Company” and ‘Event Date’ and register with your following details:

A. Demat Account No. or Folio No:

Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.

Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – shall provide Folio Number.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No: Enter your Mobile No.

D. Email ID: Enter your email Id as recorded with your DP/ Company.

- c) Click “Go to Meeting”

You are now registered for InstaMeet, and your attendance is marked for the meeting.

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

- Shareholders who would like to speak during the meeting must register their request with the company on or before 18.08.2025 to the e-mail id shares@shivatex.co.in.
- Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
- Shareholders will receive “speaking serial number” once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- Other shareholder who has not registered as “Speaker Shareholder” may still ask questions to the panellist via active chat-board during the meeting.

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

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

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

- a) On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
- b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET
- c) Click on 'Submit'.
- d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

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

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

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

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

Helpdesk:

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

INVESTOR SELF SERVICE PORTAL - SWAYAM

With reference to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72 dated June 08, 2023 issued by the Securities and Exchange Board of India (SEBI) titled Online processing of investor service requests and complaints by RTAs. As advised by SEBI, the Registrar & Share Transfer Agent (RTA) launched 'SWAYAM', the brand-new Investor Self-Service Portal, designed exclusively for the Investors service by MUFG Intime India Private Ltd. 'SWAYAM' is a secure, user-friendly web-based application, developed by "MUFG Intime India Pvt Ltd.", your Registrar and Share Transfer Agents, that empowers shareholders to effortlessly access various services. The shareholders may get registered and have first-hand experience of the portal.

This application can be accessed at <https://swayam.in.mpms.mufg.com>

- Effective Resolution of Service Request -Generate and Track Service Requests/Complaints through SWAYAM.
- Features - A user-friendly GUI.
- Track Corporate Actions like Dividend/Interest/Bonus/split.
- PAN-based investments - Provides access to PAN linked accounts, Company wise holdings and security valuations.
- Effortlessly Raise request for Unpaid Amounts.
- Self-service portal – for securities held in demat mode and physical securities, whose folios are KYC compliant.
- Statements - View entire holdings and status of corporate benefits.
- Two-factor authentication (2FA) at Login - Enhances security for investors.

By Order of the Board

Coimbatore
22.05.2025

S V ALAGAPPAN
CHAIRMAN
(DIN:00002450)



STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4

In compliance with the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and other applicable provisions if any, the Board of Directors in their meeting held on 22.05.2025 has recommended the appointment of Sri R Dhanasekaran, Practicing Company Secretary as a Secretarial Auditor of the Company for a period of five consecutive years with effect from 01.04.2025 to 31.03.2030 to conduct the Secretarial Audit of the Company and to furnish the Secretarial Audit Report at an annual remuneration of ₹ 60,000/- (Rupees: Sixty Thousand Only) subject to the approval of shareholders at the 44th Annual General Meeting.

Disclosures pursuant to Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Proposed Fees	The Board of Directors propose to pay a fee of ₹ 60,000/- (Rupees: Sixty Thousand only) per annum, exclusive of taxes to the Secretarial Auditor during the tenure of his appointment.
Terms of Appointment	Recommended for the appointment for a term of five consecutive years from 01.04.2025 to 31.03.2030.
Material Change in the fee payable to the new Auditor and rationale for change	NA
Basis of recommendation for Appointment and Credentials	The Board of Directors of the Company have considered the following credentials of Mr. R Dhanasekaran, Practicing Company Secretary while considering his appointment: Mr. R Dhanasekaran is a Fellow Member of the Institute of Company Secretaries of India having more than 18 years of experience in the field of Company Law, Securities Law and allied laws and holding a valid certificate of peer review issued by the Institute of Company Secretaries of India.

The Board of Directors recommend the Ordinary Resolution as set out in this item of the Notice for approval of members as required under Regulation 17(11) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 along with other applicable provisions.

None of the Directors and/or Key Managerial Personnel of the Company and/or their respective relatives are concerned or interested, financially or otherwise, in the Ordinary Resolution set out as Item No. 4 of the Notice.

ITEM NO. 5

The members may take note that, Sri S.K. Sundararaman (DIN:-00002691) has been appointed as a Managing Director of the Company for a period of three years from 31.08.2022 to 30.08.2025 vide Special Resolution passed at the 41st Annual General Meeting held on 12.09.2022. Considering his remarkable contribution made towards the growth of the Company, the Nomination and Remuneration Committee at its meeting held on 22.05.2025 has recommended to reappoint Sri S K Sundararaman as a Managing Director with remuneration for a period of three years w.e.f. 31.08.2025 to 30.08.2028. The Audit Committee at its meeting held on 22.05.2025 has granted omnibus approval as required under Regulation 23(2)(e) of SEBI (Listing Obligations and Disclosure Requirements), (Third Amendment) Regulations 2024 for the payment of remuneration to the Managing Director of the Company, subject to the approval of shareholders at the ensuing meeting.

The proposed remuneration is permissible under Section 197 read with Schedule V of the Companies Act 2013.

Considering the performance exhibited by Sri S.K. Sundararaman (DIN:00002691) in the challenging market environment and in order to adequately compensate him, the Board recommends the Special Resolution for approval of the members of the Company as required under Regulation 17(11) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and other applicable provisions.

The relevant resolution and the statement under Section 102 of the Companies Act, 2013 shall be construed to be memorandum setting out the terms of re-appointment as specified under Section 190(1)(b) of the Companies Act, 2013, which is available for inspection of members during business hours i.e, 9.30 a.m. to 5.30 p.m. at the 44th Annual General Meeting in electronic form. The request for inspection may be sent to e-mail id: shares@shivatex.co.in.

The Board of Directors recommend this Special Resolution as set out in this item of the Notice for approval of members as required under Regulation 17(11) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 along with other applicable provisions.

Except Sri S K Sundararaman, Dr. S V Kandasami and Smt. S Sujana Abirami none of the Directors/other Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution.

Disclosures under Clause No.1.2.5 of Secretarial Standard - 2, issued by the Institute of Company Secretaries of India is as detailed below:

Name	Sri S K Sundararaman (DIN:00002691), Managing Director
Date of Birth & Age	15.04.1973 & 52 Years
Qualifications	MBBS, MBA
Experience	Sri S K Sundararaman, Managing Director of Shiva Texyarn Ltd is associated with Textile Industry around more than two decades and holding MBA Degree from Cambridge University, United Kingdom, have wide experience in the field of Textile Technology. He is well known in the Textiles Industry for his innovative approach and development of new Technical Textile Products.
Terms of re-appointment	Re-appointment as a Managing Director and fixing of remuneration payable to Sri S K Sundararaman, Managing Director (DIN:00002691) for the period from 31.08.2025 to 30.08.2028.
Details of Remuneration <i>(proposed to be paid)</i>	Please refer Item No. 5 under Special Business of the Notice
Last Remuneration drawn <i>(for the last financial year)</i>	Please refer disclosures in the Corporate Governance Report.
Date of First appointment on the Board	15.05.2006
Shareholding in the Company	50,760 Equity Shares
Relationship with other Directors	Son of Dr. S V Kandasami & Spouse of Smt. S Sujana Abirami
Number of Meeting of the Board attended during the year <i>(financial year 2024-25)</i>	4 (Four)



Directorships held in other Companies	Listed Companies Shiva Mills Ltd Bannariamman Spinning Mills Ltd Pricol Ltd - Independent Director Shanthi Gears Ltd - Independent Director Other Unlisted Companies S K S Agencies Limited Vedanayagam Hospital Private Limited (Managing Director) Abirami Ecoplast Private Limited Sundar Ram Enterprise Private Limited L K Distributors Private Limited Abirami Distributors Private Limited Firebird Enterprenuerial Ventures Private Ltd Srirangalakshmi Agro Private Limited Confederation of Indian Textile Industry Sunantha Indian Fine Cotton Association (a Company Limited by Guarantee)
Membership / Chairmanship of Committees of other Boards	Shiva Mills Ltd <ul style="list-style-type: none"> • Audit Committee – Member • Nomination & Remuneration Committee – Member • Stakeholders Relationship Committee – Chairman • Share Transfer Committee – Member Pricol Ltd <ul style="list-style-type: none"> • Nomination & Remuneration Committee – Chairman • Stakeholders Relationship Committee – Chairman Shanthi Gears Ltd <ul style="list-style-type: none"> • Audit Committee – Member • Stakeholders Relationship Committee – Chairman • Corporate Social Responsibility Committee – Chairman

ITEM NO. 6

The Board of Directors of the Company on the recommendation of the Audit Committee has approved the appointment and payment of remuneration to Sri M Nagarajan, Cost Auditor to conduct the audit of the Cost records of the Company for the financial year ending 31st March, 2026.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is subject to ratification by the members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditor for the financial year ending 31st March 2026, as set out in the resolution.

The Board of Directors recommend the Ordinary Resolution as set out in this item of the Notice for approval of members as required under Regulation 17(11) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 along with other applicable provisions.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No.6.

By Order of the Board

Coimbatore
22.05.2025

S V ALAGAPPAN
CHAIRMAN
(DIN:00002450)

ANNEXURE TO THE NOTICE - RE-APPOINTMENT OF DIRECTORS

A brief resume in respect of Directors seeking appointment / re-appointment is given below in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Name & Designation	Dr. S V Kandasami Director	Sri S K Sundararaman Managing Director
Date of Birth/Age	02.02.1943 / 82 years	15.04.1973 / 52 Years
Qualification	M.B.B.S M.S – General Surgery M.Ch - Urology	M.B.B.S, MBA
Date of Appointment	31.08.2017	31.08.2017
Nature of expertise in specific functional areas	More than five decades of experience in Medical Profession	More than two decades of experience in Textile Industry with expertise in Technical Textiles Industry.
Directorships <i>(Listed Entities)</i>	Shiva Texyarn Limited	Shiva Texyarn Limited Shiva Mills Limited Pricol Limited Shanthi Gears Limited Bannariamman Spinning Mills Ltd
Membership of Committees of the Board <i>(Listed entities)</i>	Shiva Texyarn Ltd <ul style="list-style-type: none"> • Nomination & Remuneration Committee – Member • CSR Committee – Member & Chairman 	Audit Committee – Member <ul style="list-style-type: none"> • Shiva Texyarn Ltd • Shiva Mills Ltd • Shanthi Gears Ltd Stakeholders Relationship Committee – Member <ul style="list-style-type: none"> • Shiva Texyarn Ltd Stakeholders Relationship Committee – Chairman <ul style="list-style-type: none"> • Shiva Mills Ltd • Pricol Ltd • Shanthi Gears Ltd Nomination & Remuneration Committee – Member <ul style="list-style-type: none"> • Shiva Mills Ltd Nomination & Remuneration Committee – Chairman <ul style="list-style-type: none"> • Pricol Ltd CSR Committee – Chairman <ul style="list-style-type: none"> • Shanthi Gears Ltd Share Transfer Committee-Member <ul style="list-style-type: none"> • Shiva Mills Ltd
Relationship between the inter-se directors	Brother of Sri S V Alagappan, Father of Sri S K Sundararaman, Father-in-law of Smt. S Sujana Abirami	Son of Dr S V Kandasami & Spouse of Smt. S Sujana Abirami



Name of the listed entities from which the Director has resigned in the past three years	NIL	NIL
Shareholding of non-executive Director in the Listed Entity including Beneficial Owner	Holding 1,74,117 Equity Shares in Shiva Texyarn Ltd Beneficial Holding – Vedanayagam Hospital Private Ltd (VHPL) is holding 66.04% of equity shares in Shiva Texyarn Ltd. Dr. S V Kandasami is holding 39.95% of equity shares in VHPL and hence his effective holding in Shiva Texyarn Ltd is 26.38%.	Holding 50,760 Equity Shares in Shiva Texyarn Ltd Beneficial Holding – Vedanayagam Hospital Private Ltd (VHPL) is holding 66.04% of equity shares in Shiva Texyarn Ltd. Sri S K Sundararaman is holding 38.05% of equity shares in VHPL and hence his effective holding in Shiva Texyarn Ltd is 25.13%.

STATEMENT OF PARTICULARS OF SRI S K SUNDARARAMAN*(Pursuant to Schedule-V of the Companies Act, 2013)***I. GENERAL INFORMATION**

S.No.	Particulars	Information
1	Nature of industry	Textiles
2	Date or expected date of commencement of commercial Production	NA
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	NA
4	Financial performance based on given indicators	In the financial year 2024-25, the Company made a turnover of ₹32,270.74 Lakhs and Profit of ₹1,221.08 Lakhs after tax.
5	Foreign Investments or collaborators, if any.	No such investment or collaboration.

II. INFORMATION ABOUT THE APPOINTEE

S.No.	Particulars	Information
1	Background Details	He is an MBA Graduate having more than 20 years of leadership level experience in Strategy, Operations, R&D, Sales & Marketing including the creation of new product verticals through innovation. Wide exposure to Board level engagements in many Private, Public and Industry bodies.
2	Past remuneration	Please refer the Corporate Governance Report
3	Recognition or awards	Considering his vast experience in the Textile Industry he has been appointed as Chairman in The Southern Indian Mills Association (SIMA) and in SIMA Cotton Development & Research Association. Also, he has been nominated as a Director in Confederation of Indian Textile Industry by SIMA. He has also been appointed as a Director in Sunantha Indian Fine Cotton Association (a Company Limited by Guarantee).
4	Job profile and his suitability	Sri S K Sundararaman was serving as an Executive Director of the Company from 13.08.2012 to 30.08.2017. He have more than 2 decades of experience in the field of Textile Industry. His commitment and business ideas have resulted in opening up of new opportunities/new products under the Technical Textile Division. In view of his enriched experience and appreciable contribution, based on the recommendation of Nomination and Remuneration Committee the Board proposed him as Managing Director for a period of 5 years w.e.f. 31.08.2017, and same has been approved by the members of the Company by way of Special Resolution in the 36 th AGM of the Company and he has been re-appointed at the 41 st Annual General Meeting for a period of 3 years w.e.f 31.08.2022 to 30.08.2025. Now, it is proposed to re-appoint him as a Managing Director of the Company for a period of 3 years w.e.f. 31.08.2025 with remuneration as set out in the notice.
5	Remuneration proposed	Salary, other perquisites and other terms as fully set out in the resolution no. 5 of notice of 44 th Annual General Meeting of the Company



6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The proposed remuneration is comparable with the Companies of the same size and profitability.
7	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Apart from receipt of remuneration by the Managing Director, no other pecuniary relationship exists with the Company. Sri S K Sundararaman is the Promoter and Key Managerial Personnel of the Company. Dr S V Kandasami and Smt. S. Sujana Abirami, Directors of the Company are related to Sri S K Sundararaman in the capacity of Father, Spouse respectively.

III. OTHER INFORMATION

S.No.	Particulars	Information
1	Reason of loss or inadequate profits	NA
2	Steps taken or proposed to be taken for improvement	Focus on significant improvements in operating costs, cost control in all areas. Efforts to develop technical textile segment products & alternate market segments.
3	Expected increase in the productivity and profits in measurable terms	The Company expects that there may be a reasonable increase/improvement in productivity and profitability in the forthcoming years.

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the 44th Annual Report together with Audited Financial Statements of the Company for the year ended 31st March, 2025.

Financial Results	Financial Year	
	2024-25	2023-24
	(₹ in lakhs)	
Profit before Interest and Depreciation	3,566.53	1210.30
Less : Interest	1,185.22	1140.47
Profit before Depreciation	2,381.31	69.83
Less : Depreciation	1,435.44	1483.05
Profit before Tax	945.87	(1413.22)
Less : Provision for Income Tax		
- Taxation for earlier years / MAT Credit Written Off	176.28	631.89
- Deferred Tax Liability (Net)	(408.75)	(936.71)
Profit after Tax	1,178.34	(1108.40)
Add : Other comprehensive income/(Loss)	42.74	(36.26)
Total comprehensive income/(Loss) for the Year	1,221.08	(1144.66)

DIVIDEND

The Board has recommended a dividend of ₹0.60/-per share (6% on face value of ₹10/-each) for the financial year 2024-25.

REVIEW OF OPERATIONS

The Company's turnover from sale of goods and services is ₹32,238.16 Lakhs during the year compared to ₹33,440.63 Lakhs in the previous year. During the year under review, the spinning unit produced 3,313.05 tonnes (6,101.52 tonnes) of yarn. The spinning unit sold 3,329.92 tonnes (6,291.43 tonnes) of yarn and out of which exports accounted for 50.81 tonnes (168.46 tonnes). Further, during the year under review, the Company sold 1,332.66 tonnes (2,220.28 tonnes) of waste cotton of which exports accounted for nil tonnes (330.62 tonnes).

The Wind Mills, with aggregate installed capacity of 13.195 MW generated 98.98 lakh units of Wind Electricity as against 107.50 lakh units in the last year. The entire power generated by Wind Mills was utilized captively at the spinning unit.

Your Company is continuously putting efforts to widen the Product Mix under Technical Textile segment.

PRESENTATION OF FINANCIAL STATEMENTS

The financial statements for the year ended 31.03.2025 has been prepared in accordance with the Indian Accounting Standard (IndAS) notified under section 133 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 and other applicable provisions.

Consolidated Financial Statements pertaining to it's Associate M/s. L K Distributors Private Ltd is attached elsewhere with this report. Form AOC-1 containing salient features of Associate Company is also attached with this Annual Report.

The Associate Company (M/s. L K Distributors Private Ltd) is engaged in wind power generation has produced 42.14 lakh units during the year under review which has been fully consumed by M/s. Shiva Texyarn Ltd.

**PROSPECTS FOR THE CURRENT YEAR**

Your Company has started concentrating on the manufacture of finer counts of yarn. The Company has secured significant orders from the Government of India, Ministry of Defence for the supply of 26,574 sets of Extreme Cold Weather Clothing System (Suit) which will be supplied from October'24 till January'26 (Out of which, 10,000 sets have been already delivered during the year under review). Further, an order for the supply of 16,000 pairs of NBC Suit Permeable M K V has received from Department of Military Affairs, Indian Airforce and the same will be supplied between January'25 to August'25. Also, an order has been received from Department of Military Affairs, Indian Airforce for the supply of NBC Haver Sack MK - II 21,333 pieces which will be supplied from January'25 to January'26.

MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No such changes during the period under review.

TRANSFER TO RESERVES

During the year under review, the Company has not transferred any amount to General Reserves.

SHARE CAPITAL

During the year under review there were no changes in the capital structure of the Company.

TRANSFER OF UNCLAIMED DIVIDEND / SHARES TO INVESTOR EDUCATION AND PROTECTION FUND

The Company has transferred the unclaimed dividend and shares pertaining to the financial year 2016-17 to the Investor Education and Protection Fund Authority (IEPF) and the details are hosted in the website of the Company.

EXTRACT OF ANNUAL RETURN

Pursuant to the sub-section (3) of Section 92 of the Companies Act, 2013, Annual Return for Financial Year ended on 31st March 2025, is posted on the website of the Company viz., <https://www.shivatex.in/shares/annual-returns/>.

BOARD MEETINGS

During the year under review, four Board Meetings of the Company were conducted. The details of the same have been given in the Corporate Governance Report under Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, forming part of this Report.

SECRETARIAL STANDARDS

During the year under review, your Company has complied with all the applicable Secretarial Standards issued by the Institute of Company Secretaries of India from time to time.

DIRECTORS' RESPONSIBILITY STATEMENT

As stipulated in Section 134 (5) of the Companies Act, 2013 your Directors confirm that:

- a) Your Directors have followed the applicable accounting standards in the preparation of the annual accounts, with proper explanation relating to material departures;
- b) Your Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

- c) Your Directors have 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;
- d) Your Directors have prepared the annual accounts on a going concern basis;
- e) Your 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
- f) Your Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS

Dr. S V Kandasami, Director (DIN:00002470) is required to retire by rotation at the ensuing Annual General Meeting, he is eligible for re-appointment and seeks re-appointment.

The Board of Directors at their meeting held on 24.05.2024 has appointed Sri. Jayaram Govindarajan (DIN:02178416) as an Independent Director of the Company for a period of 5 years w.e.f 24.05.2024 to 23.05.2029 which has been approved by the members of the Company in their meeting held on 21.08.2024.

The members of the Company at their meeting held on 21.08.2024 has approved the re-appointment of Sri A Dhananjayan (DIN:08043947) and Sri D Satish Krishnan, (DIN:00052973) as Independent Directors of the Company for a second term of five consecutive years effective from 29.05.2024 till 28.05.2029.

The second tenure of office of Sri S Marusamy (DIN:00610091) as a Non-Executive Independent Director of the Company ended on 24.08.2024. Sri S Marusamy was associated with the Company since 2006 and he was appointed as a Non-Executive Independent Director of the Company for a term of two consecutive five years w.e.f. 25.08.2014 to 24.08.2024. Sri S Marusamy has always been of great support to the Board. The Board placed on record its gratitude and appreciation for the valuable services rendered by Sri S Marusamy during his tenure of office.

Sri S K Sundararaman, Managing Director of Shiva Texyarn Ltd is eligible for a commission of 5% on the net profits of the Company. He is also holding the position of Managing Director in M/s. Vedanayagam Hospital Private Ltd (Holding Company) without any remuneration.

The Company has obtained a Certificate from Sri R Dhanasekaran, Company Secretary in Practice, certifying that none of the Directors on the Board of the Company have been debarred / disqualified from being appointed or continuing as Directors of the Company by the Board / Ministry of Corporate Affairs or any such statutory authority.

DECLARATION OF INDEPENDENT DIRECTORS

All the Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013, and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

ANNUAL EVALUATION OF BOARD, COMMITTEES AND INDIVIDUAL DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 (10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Independent Directors at their meeting without participation of non-Independent Directors and management, considered and evaluated the Boards' performance, performance of the Chairman and Managing Director. The Board has carried out an annual evaluation of its own performance and performance of the individual Directors as well as the Committees of Directors.

COMPOSITION OF AUDIT COMMITTEE

The Audit Committee comprises of the following members:-

- 1. Sri A Dhananjayan - Chairman (Non- Executive Independent Director)
- 2. Sri D Satish Krishnan - Member (Non- Executive Independent Director)



3. Sri S K Sundararaman - Member (Managing Director) and
4. Smt. V Bhuvaneshwari - Member (Non- Executive Independent Director)

The Board has implemented the suggestions, if any, made by the Audit Committee from time to time.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not granted any loans or guarantees governed under the provisions of Section 186 of the Companies Act, 2013. The details of the investments made by Company are given in the notes to the financial statements.

ESTABLISHMENT OF VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has established a Vigil Mechanism for Directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics. The policy has been posted in the website of the Company viz., <https://www.shivatex.in/shares/595/policies/>.

COMPANY'S POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION

Your Company is covered under the provisions of Section 178(1) of the Companies Act, 2013. The Board of Directors have framed a policy setting out the framework for appointment and payment of remuneration to Directors, Key Managerial Personnel and Senior Management Personnel of the Company. The policy is explained as part of the Corporate Governance Report. The Nomination and Remuneration Committee ensures that:

1. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully
2. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks and Charter on Nomination and Remuneration can be accessed at Company's website <https://www.shivatex.in/shares/129/policies/>.

PARTICULARS OF CONTRACTS AND ARRANGEMENTS & RELATED PARTY TRANSACTIONS

All related party transactions entered during the financial year were in the ordinary course of business and on arm's length basis. Form AOC-2 is annexed elsewhere in this annual report. Further no materially significant related party transactions were made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. Approval of Audit Committee was obtained for transactions of repetitive nature on annual basis. All related party transactions are placed before the Audit Committee and Board of Directors for their review. The policy on Related Party Transactions is available in the website <https://www.shivatex.in/shares/542/policies/>.

CERTAIN ADDITIONAL INFORMATION AND DETAILS REQUIRED AS PER RULE 8(5) OF THE COMPANIES (ACCOUNTS) RULE, 2014, ARE FURNISHED HEREIN BELOW:

S.No.	Particulars	Remarks
i	The Financial summary or highlights	The details are furnished at the beginning of the Director's Report
ii	The change in the nature of business, if any	There was no change in the nature of principal business of the Company during the financial year ended 31 st March 2025.
iii	The details of Directors or Key Managerial Personnel who were appointed or have resigned during the year	Sri Jayaram Govindarajan (DIN:02178416) was appointed as an Independent Director of the Company w.e.f 24.05.2024.

iii.a.	A Statement regarding opinion of Board with regard to integrity, expertise and experience (including the proficiency) of the Independent Directors appointed during the year	Sri Jayaram Govindarajan (DIN:02178416) was appointed as an Independent Director of the Company on 24.05.2024 and the Board is of the opinion that he meets the criteria of integrity, expertise and relevant experience (including the proficiency) for appointment.		
iv	The names of companies which have become or ceased to be its Subsidiaries, Joint Ventures or Associate Companies during the year	NIL		
v	The details relating to deposits, covered under Chapter V of the Act	S.No.	Particulars	Remarks
		a.	Accepted during the year	Nil
		b.	Remained unpaid or unclaimed as at the end of the year	Nil
		c.	Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved	
			i) At the beginning of the year	Nil
			ii) Maximum during the year	
			iii) At the end of the year	
vi	The details of deposits which are not in compliance with the requirements of Chapter V of the Act.	Not Applicable		
vii	The details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future	There are no significant and material orders passed by the Regulators/Courts that would impact the going concern status and the Company's operation in future.		
viii	The details in respect of adequacy of internal controls with reference to the Financial Statements	<p>The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The Company has appointed an Internal Auditor as required under Section 138 of the Companies Act, 2013. The scope and authority of the Internal Audit function is reviewed by the Audit Committee from time to time. To maintain its objectivity and independence, the Internal Auditor directly reports to the Audit Committee.</p> <p>Based on the report of internal audit function, corrective actions are taken in the respective areas to further strengthen the internal controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board, if any.</p>		



ix	Maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013	Pursuant to the provisions of Section 148(1) of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, the Company was required to maintain cost records. Accordingly, the required accounts and cost records are duly made and maintained by the company during the year under review.												
x	A statement that the Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013	<p>The Company has constituted Internal Complaints Committee and has in place an Anti-Sexual Harassment Policy as stipulated under The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints for sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.</p> <table> <tr> <td>a.</td><td>No. of Complaints filed during the Financial Year 2024-25</td><td>NIL</td></tr> <tr> <td>b.</td><td>No. of Complaints disposed off during the Financial Year 2024-25</td><td>NIL</td></tr> <tr> <td>c.</td><td>No. of Complaints pending as on end of the Financial Year 2024-25</td><td>NIL</td></tr> <tr> <td>d.</td><td>No. of Cases pending for more than 90 days</td><td>NIL</td></tr> </table>	a.	No. of Complaints filed during the Financial Year 2024-25	NIL	b.	No. of Complaints disposed off during the Financial Year 2024-25	NIL	c.	No. of Complaints pending as on end of the Financial Year 2024-25	NIL	d.	No. of Cases pending for more than 90 days	NIL
a.	No. of Complaints filed during the Financial Year 2024-25	NIL												
b.	No. of Complaints disposed off during the Financial Year 2024-25	NIL												
c.	No. of Complaints pending as on end of the Financial Year 2024-25	NIL												
d.	No. of Cases pending for more than 90 days	NIL												
xi.	The details of application made or any proceedings pending under the Insolvency and Bankruptcy Code 2016 during the year along with their status as at the end of the financial year	Not Applicable												
xii.	The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof	Not Applicable												

CORPORATE GOVERNANCE

In line with requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 your Company is committed to the principles of good Corporate Governance and continues to adhere good corporate governance practices consistently.

A separate section is given on Corporate Governance, Management Discussion and Analysis along with a certificate from the Practicing Company Secretary regarding compliance with conditions of Corporate Governance, as stipulated under Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which forms part of this Annual Report.

AUDITORS

As per Section 139 of the Companies Act, 2013 M/s. VKS Aiyer & Co., Chartered Accountants, Coimbatore (Firm Registration No. 0000665) were appointed as Statutory Auditors of the Company for a term of 5 consecutive years in

the 41st Annual General Meeting held on 12.09.2022 and will hold office up to 46th Annual General Meeting without requirement of further ratification every year as per the provisions of Companies (Amendment), Act, 2017.

DETAILS OF FRAUDS REPORTED BY AUDITORS

There were no frauds reported by the Statutory Auditors under the provisions of Section 143(12) of the Companies Act, 2013 and rules made thereunder during the year under review.

No adverse qualifications/comments have been made by the Statutory Auditor's Report during the year under review.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015, the Board has recommended the appointment of Sri. R Dhanasekaran, Practicing Company Secretary as a Secretarial Auditor of the Company for a period of five consecutive years w.e.f 01.04.2025 to 31.03.2030 and a suitable resolution as set out in the notice is being placed before the shareholders for their approval.

The Secretarial Audit report is attached herewith as Annexure – I. No adverse qualifications/comments have been made in the said report by the Practicing Company Secretary.

The Certificate of non-disqualification of Directors pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 are attached with this report.

COST AUDITOR

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules 2014 as amended from time to time, the Board of Directors, on the recommendation of Audit Committee, have appointed Sri M Nagarajan, Cost Accountant, Coimbatore as Cost Auditor to conduct Cost Audit of the Company for the financial year 2025-26 with remuneration. As required under the Companies Act, 2013, a resolution seeking members' approval for the remuneration payable to the Cost Auditor forms part of the Notice convening Annual General Meeting.

INTERNAL AUDITOR

The Company has appointed M/s. B.M Associates, Chartered Accountants as Internal Auditor to conduct the internal audit of the Company and the Audit Committee, in consultation with Internal Auditor formulate the scope, functioning, periodicity for conducting Internal Audit.

STATEMENT ON RISK MANAGEMENT POLICY

Your company is not required to constitute a Risk Management Committee as per Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (only applicable to top 1000 listed entities based on the market capitalization as on 31.03.2024). Pursuant to Section 134(3) (n) of the Companies Act, 2013, the Company have a Risk Management Policy including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the Company.

Company's Risk Management Policy can be accessed at Company's website <https://www.shivatex.in/shares/130/policies/>.

CSR INITIATIVES AND COMPOSITION OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Company has constituted Corporate Social Responsibility Committee (CSR), which shall recommend to the Board, the activities to be undertaken by the Company as specified in schedule VII of the Companies Act, 2013, recommend the amount of expenditure to be incurred on such activities and monitor the CSR policy of the Company.



The CSR provisions are not applicable to the Company for the financial year 2024-25 and hence the spending towards CSR Obligation does not arise.

Corporate Social Responsibility Committee constituted by the Board with effect from 21.05.2014, presently comprised of the following Directors.

1. Dr S V Kandasami - Chairman
2. Smt. S Sujana Abirami - Director
3. Sri D Satish Krishnan - Independent Director

Company Secretary of the Company is the Secretary of this Committee. Managing Director and Chief Financial Officer are attending the Committee as invitees. The CSR activities and its related particulars are enclosed as Annexure II.

STATUTORY DISCLOSURES

I. Conservation of Energy and others

The particulars required to be included in terms of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended 31st March 2025 relating to Conservation of Energy, etc., is enclosed as Annexure III.

II. Remuneration of Directors and other details

The information required under Section 197(12) of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Directors' Report for the year ended 31st March 2025 is provided as Annexure IV to this report.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

During the year under review the human relations continued to be very cordial. The Board of Directors wishes to acknowledge the contribution of the employees at all levels of the organization.

ACKNOWLEDGEMENT

Your Directors acknowledge with gratitude the timely assistance and help extended by the Bankers for having provided the required bank facilities. Your Directors wish to place on record their appreciation of the contributions made by the employees at all levels for the continued good performance of your company.

By Order of the Board

Coimbatore
22.05.2025

S V ALAGAPPAN
CHAIRMAN
(DIN:00002450)

FORM AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

Sl.	Particulars	Details
1	Name of the subsidiary	NOT APPLICABLE
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	
4	Share capital	
5	Reserves & surplus	
6	Total Assets	
7	Total Liabilities	
8	Investments	
9	Turnover	
10	Profit before taxation	
11	Provision for taxation	
12	Profit after taxation	
13	Proposed Dividend	
14	% of shareholding	

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations : Nil
2. Names of subsidiaries which have been liquidated or sold during the year : Nil

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	L K Distributors Private Limited (LKDPL)
1. Latest audited Balance Sheet Date	31.03.2025
2. Shares of Associate/Joint Ventures held by the company on the year end	
No. of Shares	2600 Equity Shares
Amount of Investment in Associates/Joint Venture	₹ 61.58 Lakhs
Extend of Holding %	26.00%
3. Description of how there is significant influence	Handover of day to day management of operations of L K Distributors Private Ltd by Dr. S V Kandasami (Director of LKDPL) to Sri S K Sundararaman (Managing Director of Shiva Texyarn Ltd) w.e.f 01.07.2023.



4. Reason why the associate/joint venture is consolidated	Consolidated Financial Statements forms part of this report
5. Net worth attributable to shareholding as per latest audited Balance Sheet	₹ 618.69 Lakhs
6. Profit/Loss for the year	
i. Considered in Consolidation	₹ 27.92 Lakhs
ii. Not Considered in Consolidation	–

1. Names of associates or joint ventures which are yet to commence operations : NA
2. Names of associates or joint ventures which have been liquidated or sold during the year : NA

FORM NO. AOC - 2

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

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

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

S. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NOT APPLICABLE
b)	Nature of contracts/arrangements/transactions	
c)	Duration of the contracts/arrangements/transactions	
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

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

S. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NOT APPLICABLE
b)	Nature of contracts/arrangements/transactions	
c)	Duration of the contracts/arrangements/transactions	
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
e)	Date of approval by the Board	
f)	Amount paid as advances, if any	

There were no material contracts or arrangements or transactions with related parties during the year under review.

By Order of the Board

Coimbatore
22.05.2025

SV ALAGAPPAN
CHAIRMAN
(DIN:00002450)

ANNEXURE – I**FORM NO.MR-3****SECRETARIAL AUDIT REPORT**

(for the financial year ended 31st March, 2025)

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

To

The Members

SHIVA TEXTYARN LIMITED

(CIN: L65921TZ1980PLC000945)

52, East Bashyakaralu Road, R.S Puram

Coimbatore – 641 002.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SHIVA TEXTYARN LIMITED (hereinafter called 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.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2025, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by SHIVA TEXTYARN LIMITED (“the Company”) for the financial year ended on 31st March 2025) (‘Audit Period’) according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the Rules made thereunder and applicable provisions of the Companies Act 1956;
- 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 India Act, 1992 (‘SEBI Act’) to the extent applicable to the Company;
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not applicable to the Company during the Audit Period);
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the company during the Audit Period)
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during the Audit Period)



- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the company during the Audit Period)
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period); and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the Audit Period);
- vi. The following other laws specifically applicable to the company:
- a. Textile Committee Act, 1963
 - b. Textiles (Development and Regulation) order, 2001
 - c. Textiles (Consumer Protection) Regulation, 1985

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The Listing Agreements entered into by the Company with the BSE Limited, National Stock Exchange of India Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I report that, during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc., mentioned above.

I further report that, based on the information provided by the Company, its officers and authorised representatives during the conduct of the audit, and also on the review of periodical compliance reports by respective department heads / company secretary / CFO taken on record by the Board of Directors of the Company, in my opinion, adequate systems and process and control mechanism exist in the Company to monitor and ensure compliance with applicable financial / general laws like, direct and indirect tax laws, labour laws, and environmental laws.

I further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. During the year under review, the company has appointed an Independent director, and the change in the composition of the Board of Directors that took place during the period under review was carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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 Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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

I further report that, during the audit period:

The company has not taken any events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Place : Coimbatore
Date : 22.05.2025

R. Dhanasekaran
Company Secretary in Practice
FCS 7070 / CP 7745
Peer Review No 811/2020
ICSI UDIN: F007070G000373194

ANNEXURE – II

ANNEXURE – II - FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT FOR FINANCIAL YEAR COMMENCING ON OR AFTER 1st DAY OF APRIL, 2020

1. Brief outline on CSR Policy of the Company.

The Board of Directors of Shiva Texyarn Ltd has adopted CSR Policy to cover the projects/activities which are framed as per Schedule VII of the Companies Act, 2013. The Company's CSR initiatives are primarily focused on promoting health care including preventive health care and sanitation, promoting education and supporting disaster relief measures.

2. Composition of CSR Committee:

Sl. No.	Name of Directors	Designation /Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Dr. S V Kandasami	Non-Executive-Non-Independent Director	–	–
2	Smt. S Sujana Abirami	Non-Executive-Non-Independent Director	–	–
3	Sri D Satish Krishnan	Non-Executive-Independent Director	–	–

3. Provide 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. <https://www.shivatex.in/shares/134/policies/>
4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable. – **Not Applicable**
5.
 - (a) Average net profit of the Company as per sub-section (5) of section 135. – **Not Applicable**
 - (b) Two percentage of average net profits of the company as per sub-section (5) of section 135. – **Not Applicable**
 - (c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years. – **NIL**
 - (d) Amount required to be set-off for the financial year if any. – **NIL**
 - (e) Total CSR obligations for the financial year [(b)+(c)-(d)]. – **NIL**
6.
 - (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project). – **NIL**
 - (b) Amount spent in Administrative Overheads. – **N.A**
 - (c) Amount spend on Impact Assessment, if applicable. – **N.A**
 - (d) Total amount spent for the Financial Year [(a)+(b)+(c)]. – **NIL**
 - (e) CSR amount spent or unspent for the Financial Year: -

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section (6) of Section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of Section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
Not Applicable					



(f) Excess amount for set-off, if any

S. No.	Particulars	Amount (₹)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of Section 135	–
(ii)	Total amount spent for the Financial Year	–
(iii)	Excess amount spent for the financial year ((ii)-(i))	–
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	–
(v)	Amount available for set off in succeeding financial years (iii)-(iv)	–

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

S. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under section 135 (6) (₹)	Balance Amount to unspent CSR Account under sub-section (6) of section 135 (₹)	Amount spent in the reporting Financial Year (₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any		Amount remaining to be spent in succeeding financial years (₹)
					Amount (₹)	Date of transfer	
1	2021-22	–	–	–	–		–
2	2022-23	–	–	–	–		–
3	2023-24	–	–	–	–		–
	TOTAL	–	–	–	–		–

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes

No

If yes, enter the number of Capital assets created/acquired.

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

S. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spend	Details of entity / Authority /beneficiary of the registered owner
(1)	(2)	(3)	(4)	(5)	(6)
NOT APPLICABLE					

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/ Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

9. Specify the reason(s), if the company has failed to spend two percent of the average net profit as per sub-section (5) of section 135 – Not Applicable

Sri S K Sundararaman

(Managing Director)

DIN:00002691

Dr S V Kandasami

(Chairman CSR Committee)

DIN:00002470

ANNEXURE - III
CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION,
FOREIGN EXCHANGE EARNINGS AND OUTGO

The information 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 31st March, 2025 is given here below and forms part of the Directors' Report.

STATEMENT FOR CONSERVATION OF ENERGY

S.No.	Particulars	Related Disclosures
A	Conservation of Energy	
(i)	The steps taken or impact on conservation of energy;	<ul style="list-style-type: none"> • Ring frame machine no. 45 cogged belt conversion from toothed belt • Blow room CLP machine continuous running to intermittent running • Autoconer machine no. 2 cogged belt conversion from V Belt • H.P RAF motors continuous suction to intermittent suction conversion • WRS VXL CF motors pulley reduced and pressure optimization • BR CLP condenser speed optimization 4 Lines • BR MTV ventilator fan speed optimization 2 lines • BR Dustex suction fan pressure optimization 4 lines • Carding machine cylinder speed optimization 21 machines • Omega and comber compact fan suction pressure optimization 3 machines • Simplex machines ohtc waste collection fan motor elimination • Ring Frame Pn motor pressure optimization • Ring Frame compact suction motor location changed with separate stand • Compressor air leakage arresting of all machines • H.Plant Pre & Spg department supply and exhaust fan speed optimization • Ring Frame VXL and Compact motor running optimization • Linkconer suction motor speed optimization work with closed loop
(ii)	The steps taken by the Company for utilizing alternate sources of energy	The Company is availing wind power from M/s. L K Distributors Private Ltd and has made suitable capital investments in non-conventional energy sources (solar energy) through Captive generator-Captive consumer model and also the Company has inked an agreement with M/s. Nellai Renewables Private Ltd for availing of 4 Mw Dc of solar power on Captive Generator-Captive Consumer basis.
(iii)	The capital investment on energy conservation equipment	

**TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION**

S. No.	Particulars	Related Disclosures
(B)	Technology Absorption	
(i)	Efforts made towards technology absorption;	<p>The Company has absorbed the following technology from Defence Research & Development Organization (DRDO):</p> <ol style="list-style-type: none"> 1. Activated Carbon Spheres (ACS) Technology to manufacture Nuclear Biological Chemical (NBC) Protective Suit and Haversack and supplied the same to Indian Army, Navy and Air Force. 2. Extreme Cold Weather Clothing System (ECWCS) : The Company absorbed the said technology and supplied ECWCS to the Paramilitary on a large scale. 3. Ergonomically Designed Rucksack and successfully supplied the same to the various Paramilitary and Special Forces.
(ii)	Benefits derived like product improvement, cost reduction, product development or import substitution;	
(iii)	<p>In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):</p> <ol style="list-style-type: none"> a) The details of technology imported; b) The year of import; c) Whether the technology has been fully absorbed; d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; 	Not Applicable
(iv)	Expenditure incurred on Research and Development	NIL

FOREIGN EXCHANGE OUTGO AND EARNINGS:

S. No.	Particulars	₹ in Lakhs
(i)	Foreign Exchange Earned	402.89
(ii)	Foreign Exchange Used	1,455.15

By Order of the Board

Coimbatore
22.05.2025

S V ALAGAPPAN
CHAIRMAN
(DIN:00002450)

ANNEXURE IV

DISCLOSURE IN THE BOARD'S REPORT

Particulars of Remuneration of Directors and Employees pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014

Rule 5(1) i.	The Ratio of the remuneration of each director to the median remuneration of the employees of the company for the Financial year 2024 -25	Directors Name	Ratio
		Sri S K Sundararaman Managing Director	62:1
ii.	The Percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial year 2024-25 (In respect of other Directors, the Company is paying only sitting fees. Hence, not considered for the above purpose).	Director's Name/CS/CFO	% increase in remuneration
		Sri S K Sundararaman Managing Director	128%
		Sri R Srinivasan Company Secretary	8.12%
		Sri C Krishnakumar (CFO)	22.18%
iii.	Percentage increase in the median remuneration of employees in the Financial year 2024-25	4.89%	
iv.	Number of permanent employees on the rolls of the Company	1,608	
v.	Average percentile increase already made in the salaries of Employees other than Managerial Personnel in the last financial year and its comparison with the percentile increase in managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	The average percentile increase granted to employees other than managerial personnel is: 8.66 % The percentile increase granted to Managerial Personnel: 128%	
vi.	Affirmation that the remuneration is as per the remuneration policy of the Company	The Board of Directors of the Company affirm that the remuneration paid to Directors, Key Managerial Personnel and employees is as per the remuneration policy approved by the Board of Directors of the Company.	



vii. Particulars of Employees as per Rule 5(2) and Rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S.No	Name (Age in years)	Designation	Gross Remu- neraion Paid (In ₹)	Qualification	Date of com- mencement of employment (Number of years of service)	Previous Employment
1	Mr. P Baskar (60)	Vice President	35,59,641	DTT	01.09.2007 (18 Years)	Bannariamman Spinning Mills Ltd
2	Mr. C Krishnakumar (47)*	Chief Financial Officer	32,46,357	M.Com, FCA, ACS	01.06.2012 (13 Years)	Sabare International Ltd
3	Mr. Ravin Kumar (39)	DGM-Production	31,22,927	B.Tech	01.12.2011 (13 years)	Eastman Exports P Ltd
4	Mr. Umesh Kumar (37)	AGM-MKTG	28,30,132	MA	08.07.2013 (12 years)	National Housing Bank
5	Mr. K Venu Rajagopal (60)	General Manager – HR & Admin	28,22,657	MA, BL	28.08.1991 (34 Years)	–
6	Mr. R Srinivasan (52)	Company Secretary	26,92,952	B.Sc, ACS, BL	18.05.2017 (8 Years)	Shriram Capital Ltd
7	Mr. P N Kumar (63) (Upto 28.02.2025)	General Manager	26,12,210	DTT	03.10.2019 (5 Years)	Zenith Textiles Ltd
8	Mr. V K Manoharan (47)	General Manager – Production	20,63,502	M.Sc	06.01.2020 (5 Years)	BKS Textiles Ltd, Palladam
9	Mr. Rajesh Kumar Singh (47)	Head Modern Trade Sales	18,53,047	MBA	02.04.2018 (7 Years)	Future Consumer Ltd
10	Mr. Nagasudhakar (48)	DGM-SALES & MKTG	17,54,808	MBA	29.04.2019 (6 years)	Armstrong Spinning Mills (P) Ltd, Tirupur.

*He is holding 270 equity shares of the Company.

All the employees are in regular employment. No employee was in receipt of remuneration in excess of that drawn by the Managing Director. Therefore, reporting under the Rule 5(iii)(viii) of the aforesaid rule is not attracted.

None of the employees stated above are related to any Director of the Company.

By Order of the Board

S V ALAGAPPAN
CHAIRMAN
(DIN:00002450)

Coimbatore
22.05.2025

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's philosophy on Corporate Governance envisages the attainment of high levels of transparency, accountability, fairness and equity in all facets of its operations, procedures and reporting systems. Management aims to achieve greater efficiency and remain competitive in comparison with the peers in the industry.

Shiva Texyarn Limited has adopted a Code of Conduct which lays down standards of values, ethics and prudent business principles of management.

BOARD OF DIRECTORS

The Board comprises of eight Directors viz., two Non-Executive Non-Independent Directors (including one non-executive Chairman), one Managing Director, one Woman Non-Executive Non-Independent Director and four Non-Executive Independent Directors.

During the financial year, 4 Board Meetings were convened and held on 24.05.2024, 09.08.2024, 11.11.2024 and 06.02.2025.

The Board is given all material information which are incorporated in the Agenda papers for facilitating meaningful and focused discussions at the meetings.

Details of attendance of each Director at the Board Meetings and at the last Annual General Meeting held on 21.08.2024:

S.No.	Name of the Directors	Category	Number of Directorships held in other Companies*	Number of Board Committee Membership held in other Companies**		No. of Board Meetings Attended	Last AGM Attended
				Chairman	Member		Yes / No
1.	Sri S V Alagappan	Promoter & Non-Executive	1	–	–	4	Yes
2.	Dr S V Kandasami	Promoter & Non-Executive	1	–	–	4	Yes
3.	Sri S K Sundararaman	Promoter & Executive	5	3	5	4	Yes
4.	Smt. S Sujana Abirami	Non-Executive (Women)	–	–	–	3	Yes
5.	Smt. V Bhuvaneshwari	Non-Executive - Independent	5	–	2	4	Yes
6.	Sri A Dhananjayan	Non-Executive - Independent	–	–	–	4	Yes
7.	Sri D Satish Krishnan	Non-Executive - Independent	2	–	–	4	Yes
8.	Sri Jayaram Govindarajan	Non-Executive - Independent	1	–	2	3	Yes
9.	Sri S Marusamy#	Non-Executive - Independent	1	–	–	2	No

Directors under Sl. No 1 and 2 are related (brothers) and Director 3 is related to Director 4 (Spouse). Directors 2, 3 (Father and Son) & 4 are related to each other.

* Excluding private companies which are not subsidiary of public limited companies.

** Only Committees formed under Regulation 26(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are considered.

Second tenure as Independent Director ended on 24.08.2024.



The name of the listed entities where the person is a Director and the category of Directorships as per Schedule V Part C of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

S.No	Name of the Directors	Name of the Listed Entities holding Directorships	Category of Directorships	No. of equity shares held
1	Sri S V Alagappan	Shiva Textyarn Ltd	Chairman (Non-Executive)	–
		Shiva Mills Ltd	Chairman & Managing Director	21,780
2	Dr S V Kandasami	Shiva Textyarn Ltd	Director	1,74,117
3	Sri S K Sundararaman	Shiva Textyarn Ltd	Managing Director	50,760
		Shiva Mills Ltd	Non-Independent Director	–
		Pricol Ltd	Independent Director	–
		Shanthi Gears Ltd	Independent Director	–
		Bannari Amman Spinning Mills Limited	Non-Independent Director	–
4	Smt. S Sujana Abirami	Shiva Textyarn Ltd	Women Director	–
5	Sri A Dhananjayan	Shiva Textyarn Ltd	Independent Director	–
6	Sri D Satish Krishnan	Shiva Textyarn Ltd	Independent Director	–
7	Smt. V Bhuvaneshwari	Kovai Medical Center and Hospital Ltd	Independent Director	–
		K.P.R Mill Ltd	Independent Director	–
		Shiva Textyarn Ltd	Independent Director	–
8	Sri Jayaram Govindarajan (w.e.f 24.05.2024)	National Fittings Ltd	Managing Director	–
		Shiva Textyarn Ltd	Independent Director	–
9	Sri S Marusamy	Shiva Textyarn Ltd (upto 24.08.2024)	Independent Director	4,383
		Shiva Mills Ltd (till 14.10.2024)	Independent Director	4,005

FAMILIARISATION PROGRAMME

The details of familiarization programmes imparted to Independent Directors are hosted on the Company Website <https://www.shivatex.in/shares/763/policies/>.

SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS

The Board identifies the following list of core skills /expertise/competencies as required in the context of the Company's business which are available to the members of the Board which are detailed as follows:

S.No	Name of the Directors	Skill Sets
1	Sri S V Alagappan	<ul style="list-style-type: none"> Sound knowledge on Company's business, policies, vision and mission, strengths, weakness, opportunities and threats of the Company's business operations.
2	Dr S V Kandasami	<ul style="list-style-type: none"> Expertise / Professional skills / intellectual inputs in relation to Company's business and General Administration.

3	Sri S K Sundararaman	<ul style="list-style-type: none"> • Sound knowledge on Company's business, policies, vision and mission, strengths, weakness, opportunities and threats of the Company's business operations. • Optimum level of utilization of skills and expertise for business decisions. • Operational Strategy, sales, marketing, distribution, corporate governance, general administration, compliance management. • Financial Management • Expertise / Professional skills / intellectual inputs in relation to Company's business.
4	Smt. S Sujana Abirami	<ul style="list-style-type: none"> • General Administration.
5	Sri A Dhananjayan	<ul style="list-style-type: none"> • Expertise in Accounts, Audit, Taxation and Finance
6	Sri D Satish Krishnan	<ul style="list-style-type: none"> • Operational Strategy, sales, marketing, distribution, corporate governance, general administration. • Financial Management
7	Smt. V Bhuvaneshwari	<ul style="list-style-type: none"> • Expertise in Law (specialisation in Corporate Law and SEBI matters) • Compliance management • Corporate Governance
8	Sri Jayaram Govindarajan (w.e.f 24.05.2024)	<ul style="list-style-type: none"> • Sound knowledge in Business Strategy, General Management, Human Resource Development, Information Technology & Manufacturing
9	Sri S Marusamy (upto 24.08.2024)	<ul style="list-style-type: none"> • Farm and Logistic Management

The Board of Directors are of the opinion that the Independent Directors fulfil the conditions specified under SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and are independent of the management.

During the year under review, none of the Independent Directors had resigned before the expiry of their tenure.

AUDIT COMMITTEE

The Audit Committee consists of the following 4 Directors, of whom 3 are independent. During the financial year the Audit Committee met 4 times on 24.05.2024, 09.08.2024, 11.11.2024, and 06.02.2025 and the attendance of each member is furnished below:

Name of the Members	Category	No of Meetings Attended
Sri A Dhananjayan	Chairman & Independent Director	4
Sri D Satish Krishnan	Independent Director	4
Sri S K Sundararaman	Managing Director	4
Smt. V Bhuvaneshwari	Independent Director	4

The Audit Committee Chairman was present at the last Annual General Meeting as stipulated under regulation 18(1)(d) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

The terms of reference of the Audit Committee are as set out in Regulation 18(3) read with Part C of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which inter-alia includes the following:

- Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the company;



- c) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- d) Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to :
 - i) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.
 - ii) Changes, if any, in accounting policies and practices and reasons for the same.
 - iii) Major accounting entries involving estimates based on the exercise of judgment by management.
 - iv) Significant adjustments made in the financial statements arising out of audit findings.
 - v) Compliance with listing and other legal requirements relating to financial statements.
 - vi) Disclosure of any related party transactions.
 - vii) Qualifications in the draft audit report.
- e) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- f) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- g) Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- h) Approval or any subsequent modification of transactions of the company with related parties;
- i) Scrutiny of inter-corporate loans and investments;
- j) Valuation of undertakings or assets of the company, wherever it is necessary;
- k) Evaluation of internal financial controls and risk management systems;
- l) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- m) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- n) Discussion with internal auditors of any significant findings and follow up there on;
- o) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- p) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- q) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- r) To review the functioning of the Whistle Blower mechanism;
- s) Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc., of the candidate;
- t) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee consists of 4 Directors out of which 3 are Independent Directors and 1 Non-Executive Non-Independent Director.

During the Financial Year the Nomination and Remuneration Committee met 3 times on 24.05.2024, 28.11.2024 and 06.02.2025.

Name of the Directors	Position	No. of Meetings attended
Sri A Dhananjayan	Chairman & Independent Director	3
Sri D Satish Krishnan	Independent Director	2
Dr. S V Kandasami	Non-Executive Non-Independent Director	3
Smt. V Bhuvaneshwari	Independent Director	3

The terms of reference specified by Board of Directors to the Nomination and Remuneration Committee are as under.

- Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down and also recommend to the Board a Policy relating to the Remuneration of Directors, Key Managerial Personnel and other employees.
- Formulating the policy for determining qualification, positive attributes and independence of a Director.
- To formulate criteria for evaluation of Independent Directors and the Board.
- To devise a policy on Board diversity.

As per the guidance of regulation 19(3) of SEBI (LODR) Regulations, 2015, the Chairman of the Committee was present at the last annual general meeting.

Evaluation criteria

The Nomination and Remuneration Committee has formulated the methodology and criteria to evaluate the performance of the Board and each Director. The evaluation of the performance of the Board and its committees are evaluated through a questionnaire circulated to all directors and based upon the response to the questionnaire, the directors do a self-evaluation of their performance. Accordingly, Board reviewed the performance of each of the directors and expressed their satisfaction.

The performance evaluation of the Chairman and the Managing Director was carried out separately by the Independent Directors. The Independent Directors expressed their satisfaction on the performance of the Chairman and the Managing Director.

Performance evaluation criteria for Independent Directors

During the year under review, the Independent Directors met on 06.02.2025 for the following purposes:

- Evaluation of performance of non- Independent Directors and the Board as a whole
- Evaluation of performance of the Chairman, Executive Director of the Company
- Evaluation of quality and flow of information to the Board

All the Independent Directors were present at the meeting.

The evaluation of Directors (including Independent Directors) is done by the Nomination and Remuneration Committee and at the meeting of Independent Directors. The proceedings of the said meetings and the evaluated appraisal papers are submitted to the Chairman of the Board and the same are considered as reports of performance evaluation.

All the Independent Directors have given declarations that they meet the criteria of independence as per Section 149(7) of the Companies Act, 2013 read with Regulation 34(3C)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



REMUNERATION OF DIRECTORS

Remuneration Policy

The Nomination and Remuneration Committee has adopted a charter which, inter alia, deals with the manner of selection of Board of Directors/Key Managerial Personnel/Senior Managerial Personnel. The policy is accordingly derived from the said Charter. The policy on remuneration is available in the following weblink: <https://www.shivatex.in/shares/129/policies/>.

The details of remuneration to Managing Director is as follows (for the financial year 2024-25):

Name	Position	Component	Total Remuneration
			(In ₹)
Sri S K Sundararaman	Managing Director	Salary & P F Contribution	40,32,000
		Commission (yet to be paid)	51,63,674

DISCLOSURES AS REQUIRED UNDER SCHEDULE V OF THE COMPANIES ACT, 2013

(i) All elements of remuneration package such as salary, benefits, bonuses, stock options, pension etc. of all the Directors:	The remuneration package of Managing Director consists of salary, allowances, commission and perquisites. The non-executive directors including Independent Directors are paid sitting fees only.
(ii) Details of fixed component and performance linked incentives along with the performance criteria:	No fixed component and performance linked incentives are paid to the Directors.
(iii) Service contracts, notice period, severance fees	Managing Director is appointed /re-appointed based on the terms and conditions of appointment approved by the shareholders. Independent Directors are appointed for a tenure of 5 years with the approval of shareholders and re-appointed for a further period of 5 years with the approval of shareholders by way of special resolution. The tenure of Non-executive Directors are bound by the relevant provisions of the Companies Act, 2013 and applicable regulations of SEBI (LODR) Regulations, 2015
(iv) Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable:	The Company has not issued any Stock Options

Pecuniary Relationship / Transactions with Non-Executive Directors:

All the Non-Executive Directors are paid a sitting fee of ₹20,000/- for each Board Meeting attended by them. The members of Audit Committee are also paid a sitting fee of ₹20,000/- for each committee meeting attended by them. Further, Independent Directors are paid with a sitting fee of ₹20,000/- for their meeting.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee was formed to specifically look into shareholders/investors complaints, if any, on transmission of shares, non-receipt of Annual Report, non-receipt of declared dividend, etc., and also the action taken by the Company on those matters. During the financial year the Committee met 13 times on 01.04.2024,

17.04.2024, 30.05.2024, 11.07.2024, 09.08.2024, 09.09.2024, 14.10.2024, 09.12.2024, 30.12.2024, 20.01.2025, 19.02.2025, 01.03.2025 and 21.03.2025 and the attendance of each member is furnished below:

The Stakeholders Relationship Committee consists of:

Name	Position	No. of Meetings Attended
Sri S V Alagappan	Chairman	13
Sri S K Sundararaman	Member	13
Sri D Satish Krishnan	Member	13
Sri S Marusamy (upto 24.08.2024)	Member	5

Mr. R Srinivasan, the Company Secretary is the Compliance Officer.

The Company has received one complaint from the investors during the year and the same was disposed of during the year and there were no complaints pending for redressal.

As required under regulation 20(3) of SEBI (LODR) (Amendment) Regulations, 2018, the Chairman of the Committee was present at the last annual general meeting to answer queries of the shareholders.

RISK MANAGEMENT COMMITTEE

Your Company is not covered under Regulation 21(5) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and hence, the constitution of Risk Management committee is not attracted.

SENIOR MANAGEMENT

The particulars of senior management including the changes therein (there is no new appointment or resignation) since the close of the previous financial year are given below:-

S.No.	Name of the Senior Management Personnel	Designation
1	Mr. P Baskar	Vice President
2	Mr. P Ravin Kumar	DGM
3	Mr. K Venurajagopal	GM – HR & Admin.
4	Mr. C Krishnakumar	Chief Financial Officer
5	Mr. R Srinivasan	Company Secretary
6	Mr. G Palanikumar	DGM-Purchase & Sourcing

GENERAL BODY MEETING

Details of the last three Annual General Meetings and details of Special Resolutions passed are as follows:

AGM	Date & Time	Venue of the Meetings	Special Resolutions Passed
41 st	12.09.2022 11.00 A.M	Video Conferencing (VC) / Other Audio Visual Means (OAVM)	Consider and approve the re-appointment of Sri S K Sundararaman as a Managing Director and Key Managerial Personnel (DIN:00002691) of the Company and approval of his remuneration for the period from 31.08.2022 to 30.08.2025.
42 nd	21.09.2023 10.00 A.M	Video Conferencing (VC) / Other Audio Visual Means (OAVM)	Appointment of Smt. V Bhuvaneshwari (DIN : 01628512) as an Independent Director. (for a first term of 5 years w.e.f 26.06.2023)
43 rd	21.08.2024 10.00 A.M	Video Conferencing (VC) / Other Audio Visual Means (OAVM)	<ul style="list-style-type: none"> Appointment of Sri Jayaram Govindarajan (DIN:02178416) as an Independent Director (for a first term of 5 years w.e.f 24.05.2024) Re-appointment of Sri A Dhananjayan (DIN:08043947) as an Independent Director (for a second term of 5 years w.e.f 29.05.2024) Re-appointment of Sri D Satish Krishnan (DIN:00052973) as an Independent Director. (for a second term of 5 years w.e.f 29.05.2024)

As per the procedure laid down under Section 108 of the Companies Act, 2013 the Company conducted e-voting facility and voting at the venue of the meeting/at the time of the meeting.



Sri R Dhanasekaran, Practicing Company Secretary, Coimbatore was appointed as Scrutinizer to conduct the voting process.

No resolution through Postal Ballot was passed during the financial year 2024-25.

MEANS OF COMMUNICATION

The quarterly/half-yearly/annual financial results of the Company are announced within the stipulated period and are normally published in English and Tamil Newspapers in Business Standard and Makkal Kural respectively. The results were also displayed in Company's website www.shivatex.in. The investor presentations were filed with the Stock Exchanges and also disseminated the same on the website of the Company <https://www.shivatex.in/shares/investor-presentation/> before presenting the same to the Investors.

GENERAL SHAREHOLDER INFORMATION

a.	Annual General Meeting	Day & Date : Thursday, 21.08.2025 Time : 10.00 A.M Venue : Common Venue - Through Video Conferencing (VC) / OAVM Mode with virtual presence of members
b.	Financial Year	2024-25
c.	Dividend Payment Date	on or before 20.09.2025

NAME AND ADDRESS OF STOCK EXCHANGES AND STOCK CODE

The Company's equity shares are listed on the following Stock Exchanges: -

Exchanges	Stock Code
BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	511108
National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051	SHIVATEX

The Company has paid Annual listing fees for the year 2025- 26.

REGISTRAR AND SHARE TRANSFER AGENTS

M/s. MUFG Intime India Private Limited
(formerly M/s. Link Intime India Private Limited)
"Surya", 35, Mayflower Avenue
Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641 028
Ph : 0422-4958995, 2314792, 2539835 / 836
Fax : 0422-2499574
E-Mail : coimbatore@in.mpms.mufg.com

Share Transmission documents, non-receipt of share certificates sent for transmission, nomination forms and change of address may directly be sent to the above address.

SHARE TRANSFER SYSTEM

Physical Share Transfers were discontinued w.e.f. 01.04.2019 as per the SEBI guidelines. Transmission /Transposition requests if any, which are in physical form are registered and returned within 30 days from the date of receipt of the documents which are in order. The same are approved by the Stakeholders Relationship Committee.

CATEGORY OF EQUITY SHAREHOLDING AS ON 31.03.2025

S.No.	Category	No. of shareholders	No. of shares held	% to paid up capital
1	Promoter's Holding	5	95,97,516	74.040
2	Banks/FIs/Mutual Funds	2	660	0.005
3	Private Corporate Bodies	41	47,982	0.370
4	Indian Public	8,475	30,61,303	23.616
5	NRI/OCBs	83	85,296	0.658
6	IEPF	1	1,69,956	1.311
	TOTAL	8,607 **	1,29,62,713	100.000

** After PAN wise consolidation

DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2025

Shareholding (Range)	No. of Holders	% of Holders	No. of Shares	%
1 - 500	8028	91.3726	754431	5.82
501 - 1000	392	4.4616	284696	2.20
1001 - 2000	182	2.0715	268029	2.07
2001 - 3000	61	0.6943	151511	1.17
3001 - 4000	31	0.3528	109437	0.84
4001 - 5000	18	0.2049	81158	0.63
5001 - 10000	40	0.4553	267630	2.06
10001 AND ABOVE	34	0.3870	11045821	85.21
Total	8786	100.0000	12962713	100.00

DEMATERIALISATION OF SHARES

The shares of the Company are in compulsory demat segment. The Company's shares are available for trading in the depository systems of both the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL). Members have option to hold their shares in demat form (i.e electronic mode) either through the NSDL or CDSL. As on 31.03.2025, 98.45% of the shares of the Company have been dematerialized. ISIN allotted to our company is INE705C01020. The whole of the Promoters Shareholding has been dematerialised.

OUTSTANDING GDRS/ADRS/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS

The Company has not issued GDRs/ADRs/Warrants or any convertible instruments.

LIST OF ALL CREDIT RATINGS OBTAINED BY THE ENTITY ALONG WITH ANY REVISIONS THERETO DURING THE RELEVANT FINANCIAL YEAR, FOR ALL DEBT INSTRUMENTS OF SUCH ENTITY OR ANY FIXED DEPOSIT PROGRAMME OR ANY SCHEME OR PROPOSAL OF THE LISTED ENTITY INVOLVING MOBILIZATION OF FUNDS, WHETHER IN INDIA OR ABROAD

As per para 3(t)(ii) and Para 3(x)(c)(ii) of SEBI (Listing Obligations and Disclosure Requirement), Amended Regulations, 2018, CARE Ratings Ltd has issued the Credit Rating for bank facilities on the basis of recent developments including operational and financial performance of the Company for FY24 (Audited) and Q1FY25 (Un-Audited), our Rating Committee has reviewed the following ratings:



Facilities	Amount (₹ in Crores)	Ratings	Rating Action
Long Term Bank Facilities	96.88 (Reduced from 105.60)	CARE BBB; Negative (Triple B; Outlook : Negative)	Reaffirmed;
Long/Short Term Bank Facilities	70.00	CARE BBB; Negative / CARE A3+ (Triple B; Outlook: Negative / A Three Plus)	Reaffirmed;
Short Term Bank Facilities	40.00	CARE A3+ (A Three Plus)	Reaffirmed
Total Facilities	206.88	(Rupees: Two Hundred and Six Crore and Eighty Eight Lakhs Only)	

OTHER DISCLOSURES

- The Company has not entered into any transaction of a material nature with the related parties having potential conflict with the interest of the Company.
- There was no instance of non-compliance of any matter related to the capital markets during the last 3 years.
- The Company has a Whistle Blower Policy in place and no personnel has been denied access to the Audit Committee relating to Whistle Blower Policy
- The Company has complied with all the mandatory requirements of Regulation 34(3) read with Part E of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of Non-mandatory requirements the company has complied with the following:-
 - The Financial Statements are with unmodified Audit Opinion
 - The Internal Auditor reports directly to the Audit Committee.
- The Company has adopted policy on dealing with Related Parties. The same is disclosed in the website of the Company and is available in the following web link <https://www.shivatex.in/shares/542/policies/>.
- Commodity price risk or foreign exchange risk and hedging activities - NIL
- During the year under review the Company has not raised any funds through preferential allotment or qualified institutional placement as specified under Regulation 32(7A).
- A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority is enclosed in the annexure forming part of Report on Corporate Governance.
- During the year under review the board has accepted the recommendations of all committees of the board which is mandatorily required.
- Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part are as follows.

Payment to Statutory Auditors	2024-25 (Amount in ₹)
Audit Fees	15,40,000
Tax Audit Fees	6,45,000
Other Services	3,09,000
Reimbursement of Services	–

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

a.	number of complaints filed during the financial year	NIL
b.	number of complaints disposed of during the financial year	NIL
c.	number of complaints pending as on end of the financial year	NIL
d.	number of cases pending for more than 90 days	NIL

- The Company has complied with all the applicable requirements of corporate governance.
- Disclosure in respect of discretionary requirements: The same has been detailed elsewhere in this Corporate Governance Report.
- Disclosure in respect of Regulation 46(2)(b) to (i):- The details are disclosed in the website of the Company.

CODE OF CONDUCT

The Company has adopted the Code of conduct for all Board Members and Senior Management as required under Regulation 26(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- The Code is posted on the Company's website at <https://www.shivatex.in/shares/code-of-conduct/>. All Board Members and Senior Management Personnel have affirmed compliance with the code on an annual basis and a declaration to this effect signed by the Chairman is attached to this report.

DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT / UNCLAIMED AMOUNT PERTAINING TO FRACTIONAL SHARES

In terms of Regulation 34(3) read with Part F of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with Stock Exchange, the Company has opened a Demat Suspense Account in the name of "Shiva Texyarn Limited -Unclaimed Shares Demat Suspense Account" for transferring the shares which remains unclaimed with the Company (arisen during the Scheme of arrangement (demerger) entered between Shiva Texyarn Ltd and STYL Ventures Ltd (currently Shiva Mills Ltd) during the year 2017.

The Company has transferred 21,045 equity shares belonging to 128 shareholders to the Shiva Texyarn Limited - Unclaimed Shares Demat Suspense Account on 28.03.2023. The voting rights on these shares shall remain frozen till the rightful owners of such shares claims the shares.

Details relating to Unclaimed Shares Demat Suspense Account

Unclaimed Shares	No. of Shareholders	No. of shares
Unclaimed Shares as on 01.04.2024	95	13,962
Less:- Shares claimed by the shareholder on 15.04.2024	1	540
Balance at the end of the year 31.03.2025	94	13,422

SUSPENSE ESCROW DEMAT ACCOUNT

SEBI vide its Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 and guidelines issued with respect to procedural aspects of Suspense Escrow Demat Account vide it's Circular SEBI/HO/MIRSD/Pod-1/OW/P/2022/64923 dated December 30, 2022 directed all the listed entities to issue the securities in dematerialized form only while processing various Investor Service Requests. In this regard, the Companies are requested to open a separate demat account with nomenclature SUSPENSE ESCROW DEMAT ACCOUNT on or before January 31, 2023. Accordingly, the Company has opened a Suspense Escrow Demat Account with the Stock Holding Corporation of India Ltd in the name of "SHIVA TEXYARN LIMITED SUSPENSE ESCROW DEMAT ACCOUNT" on 28.01.2023.



THE DETAILS OF UNCLAIMED AMOUNT PERTAINING TO FRACTIONAL SHARES POST THE IMPLEMENTATION OF THE SCHEME OF ARRANGEMENT ENTERED BETWEEN SHIVA TEXTYARN LTD AND SHIVA MILLS LTD ARE AS FOLLOWS:

An amount of ₹1840/- representing seven equity shares (aggregate of fractional shares) remains unclaimed with the Company. A separate account in the name of "SHIVA TEXTYARN LIMITED-UNPAID FRACTIONAL SHARES ACCOUNT 2018" (Account No. 001605016767) is maintained with ICICI Bank Limited, Trichy Road, Coimbatore. The details are available in the website of the Company www.shivatex.in.

PLANT LOCATION

Spinning Unit	Processing Unit	Lamination Unit
S.F No. 371/5 Karadivavi Road, Paruvai Post Karanampet, Palladam – 641 658	Factory E-16, P-11 SIPCOT Industrial Growth Estate Perundurai, Erode 638 052, Tamilnadu	S.F. No. 371/5, Karadivavi Road Paruvai Post, Karanampet Palladam - 641 658
Garments Division-I	Coating Unit	Garment Division II
S.F. No. 371/5 Karadivavi Road Paruvai Post, Karanampet Palladam - 641 658	S.F No. 4/1B Arakulam Road Palladam Tk, Paruvai Tirupur – 641 658	D.No. 1/667, K.P. Mahal Chinna Iyyan Kovil Pirivu Somanur Road Ichipatti Village, Palladam Tk Tirupur-641 668
Windmills		
Munduvelampatti Village Erode District, Tamil Nadu	Gudimangalam, Athukinathupatti & Uthukuli Villages, Coimbatore District, Tamil Nadu	

ADDRESS FOR CORRESPONDENCE

Non-receipt of dividend, Registration of Power of Attorney, status change, transmission, consolidation, split and other queries may directly be sent to the following address:

The Company Secretary

Shiva Textyarn Limited

Regd Office: 52, East Bashyakaralu Road, R S Puram

Coimbatore - 641 002, Tamilnadu.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members of
SHIVA TEXYARN LIMITED
CIN: L65921TZ1980PLC000945
Registered Office: 52, East Bashyakaralu Road,
R.S.Puram, Coimbatore - 641002.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Shiva Texyarn Limited having CIN: L65921TZ1980PLC000945 and having registered office at 52, East Bashyakaralu Road, R.S.Puram, Coimbatore - 641002 (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 information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs.

Ensuring the eligibility 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.

Place : Coimbatore
Date : 22.05.2025

R. Dhanasekaran
Company Secretary in Practice
FCS 7070 / CP 7745
Peer Review No 811/2020
ICSI UDIN: F007070G000373260



MANAGEMENT DISCUSSION AND ANALYSIS

COMPANY'S BUSINESS

Your Company is historically involved in the manufacturing of cotton yarn, predominantly in the Hosiery Segment in medium counts and also slowly shifting the focus towards finer yarn counts, with an installed capacity of 52416 spindles near Coimbatore.

The Technical Division of the Company include one of the country's largest installations of Coating and Lamination Capacity, producing a range of B2B and B2C products catering to the home textile, digital imaging, baby and adult mattress protection, defence, medical and allied customer categories.

The Processing factory in Perundurai makes a range of speciality fabrics including Nylon and Polyester knits, pile fabrics, microfiber fabrics made of conjugate yarn and free cut as well as seamless products that cater to a range of premium customers.

The Garments Division are engaged in a range of high value added military products manufacturing, particularly in OBRNe defense, Cold weather clothing systems and Carrying Gear. It also covers contract manufacturing of backpacks to global brands.

The 55 Wind Mills located in the State of Tamilnadu have an installed capacity to produce 13.195 MW of wind power which is being consumed captively.

a) INDUSTRY STRUCTURE AND DEVELOPMENTS

The Indian textile industry has a significant presence both in the Indian economy and in the International Textiles economy. The textile industry in India is fast growing and have long term sustainable future subject to the extension of supportive measures by the appropriate governments and availability of favourable business climate.

b) OPPORTUNITIES AND THREATS

Opportunities:

Growth in income
Immense potential of Technical Textiles
Government Push for PLI, MITRA, TUF Schemes etc.,

Threats:

Raw material costs fluctuations
Low global demand because of Russia – Ukraine war
Shift to Man Made Fibre

c) SEGMENT WISE OR PRODUCT WISE PERFORMANCE:

Please refer Directors Report.

d) OUTLOOK

Considering the Government's various initiatives in support of the Indian Textile Industry, the outlook continues to be an optimistic one.

e) RISKS AND CONCERNS

Availability of Quality Cotton, erratic price movement of Cotton, High cost of Power /other Inputs and availability of skilled labour are identifiable risks and concerns to the Textile Industry. These factors may have a severe impact on the operating & financial performance of your Company.

However, the management expects more and more supportive measures from the appropriate Governments to soften the price of cotton and other raw materials.

f) INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has adequate internal control procedures and systems commensurate with the size and nature of its business for purchase of raw materials, plant and machinery, components and other items and sale of goods. The checks and controls are periodically reviewed by the Audit Committee. The internal control systems are calibrated frequently to the optimum levels to match with the dynamic changes of business conditions, statutory and accounting requirements.

g) FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Please refer Directors Report for the financial performance / operational performance of the Company.

h) MATERIAL DEVELOPMENTS IN HUMAN RESOURCE FRONT / INDUSTRIAL RELATIONS FRONT INCLUDING NUMBER OF PEOPLE EMPLOYED:-

Please refer Directors Report.

i) DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS:

S. No	Ratio	2024-25	2023-24	Change (%) exceeding 25%	Reasons for Change
1	Debtor Turnover	8.85	12.15	(27%)	Due to increase in trade receivables
2	Inventory Turnover	4.87	5.78	(16%)	–
3	Debt Service ratio	1.25	0.55	129%	Due to increase in profit
4	Current Ratio	1.07	0.96	12%	–
5	Debt Equity Ratio	0.74	0.78	(5%)	–
6	Operating Profit Margin %	11.05%	3.61%	206%	Due to increase in profit
7	Net profit Margin %	3.65%	(3.31%)	210%	Due to increase in profit
8	Net worth ₹ in Lakhs	13,507.14	12,286.07	9.94%	–
9	Return on Net worth (%)	8.72%	(9.02%)	197%	Due to increase in profit



DECLARATION ON CODE OF CONDUCT

To

The Members
Shiva Texyarn Limited

In compliance with the requirements of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with the Stock Exchanges, I declare that the Board of Directors and members of senior management have affirmed the compliance with the code of conduct during the financial year ended 31.03.2025.

By Order of the Board

Coimbatore
22.05.2025

S V ALAGAPPAN
CHAIRMAN
(DIN:00002450)

CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of
Shiva Texyarn Limited
(CIN: L65921TZ1980PLC000945)

I have examined the compliance of conditions of Corporate Governance by Shiva Texyarn Limited ('the company'), for the year ended on 31st March, 2025 as referred in Regulation 15(2) of the Securities Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (LODR) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination was limited to a review of the procedures and implementation thereof adopted by the Company for ensuring the compliance with the conditions of the Corporate Governance as stipulated in the said Listing Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me and based on the representations made by the Directors and the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Securities Exchange Board of India (SEBI) Listing Obligations and Disclosure Requirements (LODR) Regulations, 2015 during the year ended 31st March, 2025.

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

Place : Coimbatore
Date : 22.05.2025

R. Dhanasekaran
Company Secretary in Practice
FCS 7070 / CP 7745
Peer Review No 811/2020
ICSI UDIN: F007070G000373128



STANDALONE FINANCIAL STATEMENTS



INDEPENDENT AUDITOR'S REPORT

To the Members of Shiva Texyarn Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of Shiva Texyarn Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the Standalone financial statements including a summary of Material accounting policies and other explanatory information (hereinafter referred to as "Ind AS Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS"), of the state of affairs of the Company as at March 31, 2025, its profit including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with 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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Act and Rules thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the standalone Financial Statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters. We have not determined any matter to be the key audit matter.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Management and the Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, for example, the Director's report and Management Analysis including annexures thereon, but does not include the Standalone Financial Statements and our Auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report.

Our opinion on the Standalone 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 Standalone Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the other information, as stated above, which is expected to be received after the date of our audit report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under applicable laws and regulations.

Management's and Board of Directors Responsibilities for the Standalone 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 Standalone Financial Statements that give a true and fair view of the

Standalone financial position, Standalone financial performance including other comprehensive income, statement of changes in equity and Standalone cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with relevant rules issued thereunder. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, The Board of Directors 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Management and Board of Directors are also responsible for overseeing the Company's financial reporting process.

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

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

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to 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 Management and the Board of Directors.
- Conclude on the appropriateness of the Management and Board of Director'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 Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone 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) evaluating the effect of any identified misstatements in the Standalone Financial Statements.



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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone 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 section 143(11) of the Act, we give in "Annexure 1", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- (2) (A) As required by section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss (including the Statement of Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account;
 - d. In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under section 133 of the Act read with relevant rules issued thereunder;
 - e. On the basis of the written representations received from the directors as on March 31, 2025, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of section 164(2) of the Act;
 - f. With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, we give our separate report in "Annexure 2".
- (B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2021, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company has disclosed the impact of pending litigations as on March 31, 2025 on its financial position in its Financial Statements – Refer Note 41 on Contingent Liabilities to 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 amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - (iv) a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the Note 55 to the Financial Statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
 - Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
 - Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in Note No 55 of Financial Statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
- Directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
 - Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- c) Based on the audit procedures as 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 iv (a) and (b) contain any material misstatement.
- v) a) The company has not proposed/paid any dividend during the year.
- b) As stated in Note 54A to the Financial Statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.
- vi) i) The company has used an accounting software for maintaining its books of accounts for the financial year ended 31-03-2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.
- ii) Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.
- iii) Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.
- (C) 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;
- In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act, The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Companies Act.

For VKS Aiyer & Co
Chartered Accountants
ICAI Firm Registration No.000066S

C S Sathyanarayanan
Partner
Membership No. 028328
UDIN: 25028328BMIZUO7384

Place : Coimbatore
Date : 22-05-2025

**ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT**

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Shiva Textyarn Limited on the financial statements for the year ended 31.03.2025]

In our opinion and to the best of knowledge and belief, the books of accounts and records examined by us and according to the information and explanations given to us, we report that

- (i)
 - (a) (1) The Company has maintained proper records showing full particulars, including quantitative details and the situation of Property, Plant and Equipment.
 - (2) The Company has maintained proper records showing full particulars, including quantitative details and the situation of Intangible assets.
- (b) Property, Plant and Equipment have been physically verified by the Management at reasonable intervals. Material discrepancies noticed on such physical verification have been properly dealt with in the books of account.
- (c) The title deeds of all the immovable properties, recorded as property, plant and equipment and investment property (other than immovable property where the Company is the lessee, and the lease agreements are duly executed in favour of the Company) are held in the name of the Company.
- (d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.
- (e) There were no proceedings initiated or pending against the Company for holding any benami property under Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii)
 - (a) The inventories, except for goods in transit, were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No Discrepancies were noticed on physical verification between the physical stock and the book records that were 10% or more in the aggregate for each class of inventory.
 - (b) The Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks or financial institutions on the basis of security of current assets. The quarterly returns and statements comprising of stocks, creditors and book debts filed by the Company with banks have differences with respect to the unaudited books of accounts of the Company, in the respective quarters. The differences are on account of provisions and cut-off procedures in respect of each of the quarters and do not adversely affect the drawing power of the company.
- (iii) The Company has not made any investments in, provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause (iii) of the Order is not applicable.
- (iv) The Company has not granted any loans, made investments or provided guarantees or securities and hence reporting under clause (iv) of the Order is not applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.

- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) In respect of statutory dues:
- (a) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities during the year.
- There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.
- (b) There are no statutory dues referred in sub-clause (a) above which have not been deposited on account of disputes as on March 31, 2025.
- (viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) The Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.
- (c) Term loans availed by the Company were applied by the Company during the year for the purposes for which the loans were obtained.
- (d) On an overall examination of the financial statements of the Company, funds raised on a short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) The Company has not made any investment in or given any new loan or advances to any of its subsidiaries, associates or joint ventures during the year and hence, reporting under clause (ix)(e) of the Order is not applicable.
- (x) (a) The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.
- (xi) (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.



- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) There were no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) The Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc., as required by the applicable accounting standards.
- (xiv) (a) The Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered the internal audit reports issued till date for the period under audit.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence, reporting under clause (xv) of the Order is not applicable.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.
- (b) The Group does not have any CIC as part of the group and accordingly reporting under clause (xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, (Asset Liability Maturity (ALM) pattern) other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The Provisions of Section 135 of the Act, in relation to Corporate Social Responsibility, are not applicable to the company during the year. Hence reporting under the Clause 3(xx)(a) & 3(xx)(b) of the Order is not applicable.

For VKS Aiyer & Co
Chartered Accountants
ICAI Firm Registration No.000066S

C S Sathyanarayanan
Partner
Membership No. 028328
UDIN: 25028328BMIZUO7384

Place : Coimbatore
Date : 22 -05-2025

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Shiva Texyarn Limited on the standalone financial statements for the year ended March 31, 2025.]

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Shiva Texyarn Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.



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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

For VKS Aiyer & Co

Chartered Accountants

ICAI Firm Registration No.000066S

C S Sathyanarayanan

Partner

Membership No. 028328

UDIN: 25028328BMIZUO7384

Place : Coimbatore

Date : 22 -05-2025



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**Balance Sheet as at 31st March 2025**

(Amount in Rupees Lakhs except shares data or as otherwise stated)

Particulars	Note No.	As at 31 st March 2025	As at 31 st March 2024
I. ASSETS			
A) Non-current assets			
(a) Property, plant and equipment	3	16,281.23	17,199.24
(b) Capital work-in-progress	4	59.63	–
(c) Right of use assets	5	539.28	874.35
(d) Intangible assets	6	15.10	9.53
(e) Investment property	7	2.81	2.88
(f) Financial assets			
(i) Investments	8	181.58	181.58
(ii) Other financial assets	9	729.37	578.84
(g) Other non-current assets	10	260.90	128.76
Total Non-Current Assets		18,069.90	18,975.18
B) Current Assets			
(a) Inventories	11	7,382.22	5,595.10
(b) Financial assets			
(i) Trade receivables	12	4,044.79	3,241.44
(ii) Cash and cash equivalents	13	94.61	147.89
(iii) Other bank balances	14	179.35	150.38
(iv) Loans and advances	15	21.33	24.65
(v) Other financial assets	16	47.01	27.83
(c) Other current assets	17	508.84	724.66
Total Current Assets		12,278.15	9,911.95
TOTAL ASSETS		30,348.05	28,887.13
II. EQUITY AND LIABILITIES			
A) EQUITY			
(a) Equity share capital	18	1,296.27	1,296.27
(b) Other equity	19	12,210.87	10,989.80
Total Equity		13,507.14	12,286.07
B) LIABILITIES			
1) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	20	2,677.43	2,999.47
(ii) Lease liabilities	21	377.08	690.85
(iii) Other financial liabilities	22	27.11	25.13
(b) Provisions	23	30.26	53.47
(c) Deferred tax liabilities (net)	24	2,287.83	2,505.92
Total Non-Current Liabilities		5,399.71	6,274.84
2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	25	7,273.16	6,573.88
(ii) Trade payables	26		
a) Dues to micro and small enterprises		446.60	78.32
b) Dues to other than micro and small enterprises		1,916.72	1,960.30
(iii) Lease liabilities	27	231.16	242.32
(iv) Other financial liabilities	28	1,343.71	1,201.95
(b) Provisions	29	123.45	106.62
(c) Current Tax Liabilities	30	–	–
(d) Other current liabilities	31	106.40	162.83
Total Current Liabilities		11,441.20	10,326.22
TOTAL EQUITY AND LIABILITIES		30,348.05	28,887.13

The accompanying Material Accounting Policies and Notes to Standalone Financial Statements form an integral part of Standalone Financial Statements.

Subject to our report of even date attached

For and on behalf of the Board of Directors

For VKS Aiyer & Co,

Chartered Accountants

C S Sathyanarayanan

Partner

Membership No. 028328

Coimbatore

22-05-2025

S V Alagappan

Chairman

DIN:00002450

C Krishnakumar

Chief Financial Officer

S K Sundararaman

Managing Director

DIN:00002691

R Srinivasan

Company Secretary

ACS No.21254

Statement of Profit and loss for the year ended 31st March 2025

(Amount in Rupees Lakhs except shares data or as otherwise stated)

Particulars	Note No.	Year ended 31 st March 2025	Year ended 31 st March 2024
I. Revenue from operations	32	32,270.74	33,527.66
II. Other income	33	181.18	459.01
III. Total revenue (I + II)		32,451.92	33,986.67
IV. EXPENSES			
(a) Cost of materials consumed	34	14,852.11	19,161.76
(b) Purchase of stock-in-trade	35	1,503.50	1,546.27
(c) Changes in inventories of finished goods/WIP/stock-in-trade	36	125.90	(84.72)
(d) Employee benefits expense	37	5,542.11	4,817.04
(e) Finance costs	38	1,185.22	1,140.47
(f) Depreciation and amortisation expenses	39	1,435.44	1,483.05
(g) Other expenses	40	6,861.77	7,336.02
Total expenses (IV)		31,506.05	35,399.89
V. Profit before tax (III - IV)		945.87	(1,413.22)
VI. Tax Expense			
(1) Current Tax			
(i) Pertaining to Current year		–	–
(ii) Pertaining to earlier year/MAT Credit written off		176.28	631.89
(2) Deferred tax		(408.75)	(936.71)
Total tax expense		(232.47)	(304.82)
VII. Profit/(Loss) for the year (V + VI)		1,178.34	(1,108.40)
VIII. Other comprehensive income/(loss)		42.74	(36.26)
(i) Items that will not be recycled to profit or loss			
(a) Remeasurements of the defined benefit plans		57.12	(55.73)
(b) Equity instruments through other comprehensive income		–	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		(14.38)	19.47
IX. Total comprehensive income/(Loss) for the year (VII + VIII)		1,221.08	(1,144.66)
X. Earnings/(loss) per equity share (Face value ₹ 10/- each)	46		
(1) Basic		9.09	(8.55)
(2) Diluted		9.09	(8.55)

The accompanying Material Accounting Policies and Notes to Standalone Financial Statements form an integral part of Standalone Financial Statements.

Subject to our report of even date attached

For and on behalf of the Board of Directors

For VKS Aiyer & Co,

Chartered Accountants

C S Sathyanarayanan

Partner

Membership No. 028328

Coimbatore

22-05-2025

S V Alagappan

Chairman

DIN:00002450

C Krishnakumar

Chief Financial Officer

S K Sundararaman

Managing Director

DIN:00002691

R Srinivasan

Company Secretary

ACS No.21254

**Cash Flow Statement for the year ended 31st March 2025**

(Amount in Rupees Lakhs except shares data or as otherwise stated)

Particulars	Year ended 31 st March 2025	Year ended 31 st March 2024
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit / (Loss) Before Tax	945.87	(1,413.22)
a) Adjustments for non-cash/Non-operating items		
Depreciation & Amortization Expenses	1,435.44	1,483.05
Interest income on Security Deposit	(8.85)	(7.98)
Loss on dimunition of Investments	—	—
Dividend Income	—	(1.52)
Interest Income	(57.01)	(81.62)
Profit on sale of Fixed Assets	(15.78)	(0.39)
Loss on sale of Fixed Assets	65.75	168.47
Rental Income	(18.02)	(19.52)
Interest on Lease	63.50	82.88
Provision for expected credit loss	4.39	—
Remeasurements of the defined benefit liabilities / (asset)	57.12	(55.73)
Interest & Finance charges	1,121.73	1,057.59
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	3,594.14	1,212.01
b) Adjustments for changes in working capital		
(Increase)/decrease in Trade and other receivables	(807.75)	(978.06)
(Increase)/decrease in Inventories	(1,787.12)	185.40
(Increase)/decrease in Other Non- Current Assets	(119.39)	167.52
(Increase)/decrease in Other Current Assets	215.82	252.54
(Increase)/decrease in Financial Assets	(154.94)	(151.53)
Increase/(decrease) in Provisions	(6.37)	93.36
Increase/(decrease) in Other Financial Liabilities	143.73	(78.39)
Increase/(decrease) in Other Liabilities	(56.43)	(208.50)
Increase/(decrease) in Other Non current Liabilities	—	—
Increase/(decrease) in Trade and other payables	324.70	(377.27)
CASH GENERATED FROM OPERATIONS	1,346.39	117.08
Income taxes refund/(paid)	(12.75)	124.89
NET CASH FLOW FROM OPERATING ACTIVITIES - (A)	1,333.64	241.97
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(444.61)	(693.26)
Sale of Fixed Assets	31.57	937.38
Purchase of investments	—	—
Sale of Investments	—	158.48
Rental Income Received	18.02	19.52
Dividend Income	—	1.52
Interest received	57.01	81.62
NET CASH FLOW FROM INVESTING ACTIVITIES - (B)	(338.01)	505.26
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds / (Repayment) of long term borrowings	(322.04)	(1,265.10)
Proceeds / (Repayment) of Short term borrowings	699.28	1,393.50
Repayment of Lease Liability (IND AS)	(275.44)	(279.05)
Dividend Paid	—	—
Interest & Finance charges paid	(1,121.73)	(1,057.59)
NET CASH FLOW FROM FINANCING ACTIVITIES - (C)	(1,019.93)	(1,208.24)
D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(24.30)	(461.01)
Cash and Bank balances as at the beginning of the reporting period (Opening Balance)	298.26	759.28
Less: Bank Balances not considered as cash and cash equivalents	179.35	150.38
Cash and cash equivalents as at the end of the reporting period (Closing Balance)	94.61	147.89

The accompanying Material Accounting Policies and Notes to Standalone Financial Statements form an integral part of Standalone Financial Statements.

Subject to our report of even date attached

For and on behalf of the Board of Directors

For VKS Aiyer & Co,

Chartered Accountants

C S Sathyanarayanan

Partner

Membership No. 028328

Coimbatore

22-05-2025

S V Alagappan

Chairman

DIN:00002450

C Krishnakumar

Chief Financial Officer

S K Sundararaman

Managing Director

DIN:00002691

R Srinivasan

Company Secretary

ACS No.21254



STANDALONE FINANCIAL STATEMENTS

Statement of Changes in Equity for the year ended 31st March 2025

(Amount in Rupees Lakhs except shares data or as otherwise stated)

Equity Share Capital

Particulars	Amount
Balance as at April 1,2023	1,296.27
Changes in Equity during the year	-
Balance as at March 31, 2024	1,296.27
Balance as at April 1,2024	1,296.27
Changes in Equity during the year	-
Balance as at March 31,2025	1,296.27

Other Equity

Particulars	Capital reserve	Securities premium	General reserve	Retained earnings / (deficit)	Items of other Comprehensive Income			Total other equity
					Remeasurements of the defined benefit liabilities / (asset) net of tax	Equity instruments through other comprehensive income	Other items of other comprehensive income	
Balance as at April 1, 2023	11.77	2,243.01	4,851.13	5,006.55	(55.77)	56.48	1.76	12,114.93
Add : Profit/(loss) for the year				(1,108.40)				(1,108.40)
Add : Other comprehensive income for the year (net of taxes)								-
Remeasurements of the defined benefit liabilities / (asset) (net of taxes)					(55.73)			(55.73)
Balance in FVOCI of equity instruments transferred to retained earnings				19.53				19.53
Income tax relating to these items						19.47		19.47
Less: Dividend								-
Balance as at March 31,2024	11.77	2,243.01	4,851.13	3,917.68	(111.50)	75.95	1.76	10,989.80
Balance as at April 1,2024	11.77	2,243.01	4,851.13	3,917.68	(111.50)	75.95	1.76	10,989.80
Add : Profit/(loss) for the year				1,178.34				1,178.34
Add : Other comprehensive income for the year (net of taxes)								-
Remeasurements of the defined benefit liabilities / (asset) (net of taxes)					57.12			57.12
Balance in FVOCI of equity instruments transferred to retained earnings								-
Income tax relating to these items						(14.38)		(14.38)
Less : Dividend								
Balance as at March 31, 2025	11.77	2,243.01	4,851.13	5,096.02	(54.38)	61.57	1.76	12,210.87

The accompanying Material Accounting Policies and Notes to Standalone Financial Statements form an integral part of Standalone Financial Statements.

Subject to our report of even date attached

For and on behalf of the Board of Directors

For VKS Aiyer & Co,

Chartered Accountants

C S Sathyanarayanan

Partner

Membership No. 028328

Coimbatore

22-05-2025

SV Alagappan

Chairman

DIN:00002450

C Krishnakumar

Chief Financial Officer

S K Sundararaman

Managing Director

DIN:00002691

R Srinivasan

Company Secretary

ACS No.21254



Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
1. Corporate Information	
	Shiva Texyarn Limited ("the Company") engaged in the manufacturing of yarn and technical textile products like coated and laminated fabrics, garments and other value added products. The Company was incorporated in the year 1980 and has its registered office and factory in Coimbatore.
2. Material Accounting Policies	
	This note provides a list of the Material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.
	The Company's equity shares are listed in both National Stock Exchange (NSE) and Bombay Stock Exchange (BSE).
	The Company's Financial Statements were authorized for issue as per the resolution of the Board of Directors dated 22 nd May, 2025.
2.1 General Information and Statement of compliance	
	These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act.
2.2 Basis of Preparation and Presentation	
	The Financial Statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. The presentation of financial statement is based on Ind AS Schedule III of the Companies Act, 2013.
	The financial statements have been prepared on historical cost basis, except for the following:
	(a) Financial assets are measured either at fair value or at amortised cost depending on their classification;
	(b) Employee defined benefit assets/ liabilities are recognised as the net total of fair value of plan assets, adjusted for actuarial gains/losses and the present value of defined benefit obligations;
	(c) Right -of - use of assets are recognised at the present value of lease payments that are not paid on that date. This amount is adjusted for any lease payment made at or before the commencement of the lease and initial direct cost incurred, if any.
	(d) Long term borrowings are measured at amortised cost using the effective interest rate method;
	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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.
2.3 Current versus Non-Current classification	
	The entity presents assets and liabilities in the Balance Sheet based on current/ non-current classification.
	An asset is classified as current, when:
	a) It is expected to be realised or intended to be sold or consumed in normal operating cycle.
	b) It is held primarily for the purpose of trading.
	c) It is expected to be realised within twelve months after the reporting period, or
	d) It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.
	All other assets are classified as non-current.
	A liability is classified as current, when:
	a) It is expected to be settled in normal operating cycle.
	b) It is held primarily for the purpose of trading.
	c) It is due to be settled within twelve months after the reporting period, or
	d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
	The entity classifies all other liabilities as non-current. Deferred tax assets and liabilities are always classified as non-current assets and liabilities.

Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
2.4 Revenue recognition	<p>Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the company as part of the contract.</p> <p>Revenue from contracts with customers is recognized when control of the goods and services are transferred to the customer at an amount that reflects the consideration which the company expects to be entitled in exchange for those goods or services.</p> <p>Revenue is recognised when the performance obligation is satisfied either over time or at a point of time. The Indian accounting standards read with international terms and conditions is being appropriately factored in recognising revenue.</p> <p>However, Goods and Services tax (GST) are not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.</p> <p>a. Sale of goods</p> <p>Revenue from sale of goods is recognised when control of the goods is transferred to the customers, which coincides with the delivery of goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.</p> <p>b. Sale of services</p> <p>The Company recognises revenue when the significant terms of the arrangement are enforceable, services have been delivered and the collectability is reasonably assured.</p> <p>c. Other operating revenue</p> <p>Other Operating Revenues comprise of income from ancillary activities incidental to the operations of the Company and is recognised when the right to receive the income is established as per the terms of the contract.</p> <p>Income incidental to exports such as income from import entitlement and premium on sale of such entitlement are recognised when the right to receive the income is established as per the terms of the contract.</p> <p>d. Dividend</p> <p>Dividend Income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that economic benefits will flow to the Company and the amount of income can be measured reliably).</p> <p>e. Interest</p> <p>Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis taking into account the amount outstanding at the effective interest rate applicable, which is the rate that exactly discount estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.</p> <p>f. Rental Income</p> <p>The Company's policy for recognition of revenue from operating leases is described in Note 2.5 (A) below.</p>
2.5 Leases	
A. The Company as a lessor	<p>Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.</p> <p>Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.</p> <p>Rental income from operating leases is recognised on straight-line basis over the term of the relevant lease. Initial direct cost incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on straight-line basis over the lease term.</p>
B. The Company as a lessee	
Right-of-use assets:	<p>The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any</p>



Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
	<p>remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Company is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment test.</p> <p>Lease liabilities</p> <p>The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset if the Company changes its assessment of whether it will exercise an extension or a termination option.</p> <p>Short-term leases and leases of low-value assets</p> <p>The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.</p> <p>Significant judgement in determining the lease term of contracts with renewal options:</p> <p>The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.</p> <p>2.6 Foreign currency transactions and translations</p> <p>a) Functional and presentation currency</p> <p>Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.</p> <p>b) Transactions and balances</p> <p>Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.</p> <p>Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).</p> <p>2.7 Property plant and equipment</p> <p>Initial Cost</p> <p>Property, Plant and Equipment (PPE), being fixed assets are tangible items that are held for use in the production or supply of goods or services, for rental to others, or for administrative purposes and are expected to be used for more than a period of twelve months.</p> <p>Items of PPE are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. Financing costs (if any) relating to acquisition of assets which take substantial period of time to get ready for intended use are also included to the extent they relate to the period up to such assets are ready for their intended use</p> <p>Initial Cost of an item of PPE comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable costs of bringing the item to its location and working condition necessary for it to be capable of operating in the manner intended by the Management and estimated costs of dismantling and removing the item and restoring the site on which it is located.</p> <p>Items such as spare parts, stand-by equipment and servicing equipment are capitalized when they meet the definition of property, plant and equipment.</p> <p>If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE.</p> <p>Subsequent costs and disposal</p> <p>Subsequent expenditure related to an item of PPE is added to its book value only if it increases the future economic benefits from the existing asset beyond its previously assessed standard of performance/life.</p>

Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
	All other expenses on existing PPE, including day-to-day repair and maintenance expenditure and cost of replacing parts re-charged to the statement of profit and loss for the period during which such expenses are incurred
	De-recognition
	The carrying amount of an item of PPE is derecognised on disposal or when no future economic benefits are expected from its use or disposal.
	Gains or losses arising from De-recognition of PPE are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss when the asset is derecognized
	Capital work-in-progress:
	Assets in the course of construction are capitalized in capital work in progress account. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of property, plant and equipment. Costs (net of income) associated with the commissioning of an asset are capitalised until the period of commissioning has been completed and the asset is ready for its intended use
	Depreciation
	Depreciation commences when the assets are ready for their intended use. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013
	The Company reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.
	Depreciation on PPE is provided under straight line method as per the useful lives and manner prescribed under Schedule II to the Companies Act, 2013, except for Plant & machinery where the useful life is estimated to be 25 years (7.5 years based on triple shift basis), based on technical evaluation
	The Management believes that the estimated useful lives as per the provisions of Schedule II to the Companies Act, 2013, wherever adopted, are realistic and reflect fair approximation of the period over which the assets are likely to be used.
	The estimated useful lives, residual values and depreciation method are reviewed annually, if there has been a significant change in the expected pattern of consumption of future economic benefits embodied in the asset, depreciation is charged prospectively to reflect the changed pattern.

Class of Assets	Useful Lives
Factory Buildings	30 Years
Non-Factory Buildings,	60 Years
Plant & Machinery continuous process	25 Years
Plant and machinery	15 Years
Furniture and Fittings	10 years
Lab Equipments	10 years
Vehicles- Four Wheelers	8 Years
Vehicles- Two wheelers	10 Years
Electrical Installations	10 Years
Office Equipment	5 Years
Computer	3 Years
Fences, wells, tube wells	5 Years
Lease hold Buildings	Term of Lease or useful estimate life which ever is earlier

2.8 Intangible Assets and Amortisation

An intangible asset is an identifiable non-monetary asset without physical substance

Intangible assets are recognised only if it is probable that future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably.



Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
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Intangible assets are measured on initial recognition at cost and subsequently are carried at cost less accumulated amortization and impairment, if any.

Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed annually, with the effect of any changes in estimate being accounted for on a prospective basis.

The Company has used the following useful lives to amortise its intangible assets:

Class of Assets	Useful Lives
Computer software	3 Years

2.9 Impairment of Property, Plant and Equipment and Intangible Assets

The carrying amounts of the tangible and intangible assets are reviewed, as at each Balance Sheet date, to determine if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. The recoverable amount is greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows as a cash generating unit are discounted to the present value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an extent occurring after the impairment loss was recognised.

The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognised for the asset in prior years.

2.10 Borrowings cost

Borrowings are recognised initially at cost (net of transaction costs incurred). Borrowings are subsequently stated at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest rate method. Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

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

Interest 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 recognised in statement of profit and loss in the period in which they are incurred.

2.11 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

2.12 Inventories

Inventories are valued at lower of cost and net realisable value. Cost of raw materials, Packing materials, Stores and Spares and consumables are valued at Cost on weighted average cost basis. Value of finished goods and work-in-progress are determined on weighted average cost basis and include appropriate share of overheads. on item-by-item basis. Stores & Spares which do not meet the definition of PPE are accounted as inventories.

Raw Material, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value. The comparison of cost and net realisable value is made on item-by-item basis.

2.13 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, cash at bank and demand deposits with banks other than deposits pledged with government authorities and margin money deposits.

Bank borrowings are generally considered to be financing activities. However, where bank overdrafts which are repayable on demand form an integral part of an entity's cash management, bank overdrafts are included as a component of cash and cash equivalents. A characteristic of such banking arrangements is that the bank balance often fluctuates from being positive to overdrawn.

Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
2.14 Cash flow statement	
	Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.
2.15 Income Tax	
a) Current tax	
	The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted and are applicable as at the end of the reporting period. In the absence of adequate taxable profits, the Company is required to pay Minimum Alternate Tax (MAT) on the book profits, as adjusted for certain provisions.
b) Deferred tax	
	Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.
	MAT paid in accordance with the tax laws, if any, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal tax. Accordingly, MAT is recognised as a deferred tax asset in the Balance sheet when it is highly probable that future economic benefit associated with it will flow to the Company.
	The carrying amount of deferred tax assets is reviewed at the end of each reporting period 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 asset to be recovered.
	Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.
	The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.
c) Current and deferred tax for the year	
	Current and deferred tax are recognised in the Statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.
2.16 Employee benefits	
	Employee benefits include provident fund, employee state insurance, gratuity fund and compensated absences.
a) Retirement benefit costs and termination benefits	
	Payments to defined contribution Retirement Benefit Plans are recognised as an expense when employees have rendered service entitling them to the contributions.
	For defined benefit Retirement Benefit Plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.
b) Defined benefit costs are categorised as follows:	
	<ul style="list-style-type: none"> – service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements); – net interest expense or income; and – remeasurement



Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
	<p>For defined benefit plan, in the form of gratuity fund, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period in which they occur. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the scheme. The gratuity fund is maintained with Life Insurance Corporation of India.</p> <p>The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expenses'. Curtailment gains and losses are accounted for as past service costs.</p> <p>The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plan. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.</p> <p>A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.</p>
c)	Short-term and other long term employee benefits
	<p>A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.</p> <p>Liabilities recognised in respect of short term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.</p> <p>Liabilities recognised in respect of other long term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.</p>

2.17 Provisions and contingencies liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

2.18 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in Statement of Profit and Loss.

All financial instruments are recognised initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset and financial liabilities (other than financial assets and financial liabilities recorded at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognised on trade date.

For the purpose of subsequent measurement, financial instruments of the Company are classified in the following categories: non-derivative financial assets comprising amortised cost, debt instruments at fair value through other comprehensive income (FVTOCI), equity instruments at FVTOCI or fair value through profit and loss account (FVTPL) and financial liabilities at amortised cost or FVTPL.

Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
	<p>The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.</p> <p>A) Non-derivative financial assets</p> <p>(i) Financial assets at amortised cost</p> <p>A financial asset shall be measured at amortised cost if both of the following conditions are met:</p> <ul style="list-style-type: none"> (a) the financial asset is held within a business model whose objective is to hold financial 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 (SPPI) on the principal amount outstanding. <p>They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method, less any impairment loss.</p> <p>The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or where appropriate, a shorter period, to the gross carrying amount on initial recognition.</p> <p>Financial assets at amortised cost are represented by trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets.</p> <p>Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other Income" line item.</p> <p>(ii) De-recognition of financial assets</p> <p>The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.</p> <p>On De-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.</p> <p>On De-recognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.</p> <p>B) Non-derivative financial liabilities</p> <p>(i) Financial liabilities at amortised cost</p> <p>Financial liabilities at amortised cost represented by borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method.</p> <p>(ii) Financial liabilities at FVTPL</p> <p>Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Finance costs' line item. The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in Statement of Profit and Loss.</p>



Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
	<p>For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in the statement of profit and loss. The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.</p>

(iii) De-recognition of non-derivative financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.19 Impairment

(i) Financial Assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12- month expected credit losses or at an amount equal to the life time expected credit losses, if the credit risk on the financial asset has increased significantly since initial recognition.

(ii) Non-financial assets

The Company periodically assesses whether there is any indication that an asset or a group of assets comprising a cash generating unit may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. For an asset or group of assets that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost. An impairment loss is reversed only to the extent that the amount of asset does not exceed the net book value that would have been determined if no impairment loss had been recognised

2.20 Fair Value Measurements

The Company measures financial instruments at fair value at each balance sheet date. 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

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non financial assets takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level Input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Note - 3. Property Plant and Equipment

Description of Assets	Freehold Land	Leasehold land #	Building	Plant and Machinery	Office Equipment	Furniture & Fittings	Vehicles	Computers	Lab Equipments	Electrical Installations	Total
I. Gross Carrying Value											
Balance as at April 1, 2023	477.88	31.30	6,421.55	14,275.69	243.22	229.33	516.74	86.33	146.38	252.57	22,680.98
Additions during the year	-	-	480.73	132.61	18.38	70.56	24.22	15.43	7.04	24.82	773.80
Disposals during the year	-	-	-	(850.97)	(2.94)	-	(3.53)	-	(0.19)	-	(857.63)
Balance as at March 31, 2024	477.88	31.30	6,902.28	13,557.33	258.66	299.89	537.43	101.76	153.23	277.39	22,597.15
Additions during the year	-	-	4.69	147.06	30.36	19.37	159.09	8.44	0.09	7.68	376.78
Disposals during the year	-	-	(10.56)	(202.31)	(74.82)	(13.65)	(0.34)	(6.71)	(1.17)	(0.60)	(310.16)
Transfer to investment property	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2025	477.88	31.30	6,896.41	13,502.08	214.20	305.61	696.18	103.49	152.15	284.47	22,663.77
II. Accumulated depreciation											
Balance as at April 1, 2023	-	2.01	1,169.92	2,478.87	169.45	101.42	263.56	66.49	41.46	82.83	4,376.01
Depreciation for the year	-	0.33	207.31	882.33	19.27	22.76	55.54	8.29	14.97	27.81	1,238.61
Depreciation on disposals during the year	-	-	-	(212.28)	(0.84)	-	(3.52)	-	(0.06)	-	(216.70)
Balance as at March 31, 2024	-	2.34	1,377.23	3,148.92	187.88	124.18	315.58	74.78	56.37	110.64	5,397.92
Depreciation for the year	-	0.33	214.60	834.31	20.63	26.85	50.33	11.96	15.70	23.04	1,197.75
Depreciation on disposals during the year	-	-	(1.57)	(119.70)	(71.08)	(12.94)	(0.19)	(6.37)	(1.11)	(0.17)	(213.13)
Balance as at March 31, 2025	-	2.67	1,590.26	3,863.53	137.43	138.09	365.72	80.37	70.96	133.51	6,382.54
III. Net Carrying Value (I-II)											
Balance as at March 31, 2024	477.88	28.95	5,525.05	10,408.42	70.78	175.71	221.85	26.98	96.86	166.75	17,199.24
Balance as at March 31, 2025	477.88	28.63	5,306.15	9,638.55	76.77	167.52	330.46	23.12	81.19	150.96	16,281.23

Depreciation on Lease hold land denotes the amount of cost amortised and written off over the tenure of 99 years for which the company has entered into a registered lease for industrial plot.

Title deeds of all immovable properties are held in the name of the company

Certain Property, Plant and Equipments have been given as security against borrowings availed by the company (Refer Note - 20 & 25)

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

4. Capital Work-in-Progress

Particulars	As at 31 st March 2025	As at 31 st March 2024
Opening Balance at the beginning of the year	–	112.00
Additions during the year	72.68	45.18
Capitalised during the year	13.05	157.18
Closing balance at the end of the year	59.63	–

Capital Work-in-Progress (CWIP) Ageing Schedule**As at 31st March 2025**

Particulars	Less than 1 year	1 to 2 years	More than 3 years	Total
Projects in progress	59.63	–	–	59.63
Projects temporarily suspended	–	–	–	–
Total	59.63	–	–	59.63

As at 31st March 2024

Particulars	Less than 1 year	1 to 2 years	More than 3 years	Total
Projects in progress	–	–	–	–
Projects temporarily suspended	–	–	–	–
Total	–	–	–	–

5. Right of Use Assets

Particulars	Total
I. Gross Carrying Value	
Balance as at April 1, 2023	1,130.77
Additions during the year	219.44
Disposals during the year	(39.06)
Balance as at March 31, 2024	1,311.15
Additions during the year	52.93
Disposals during the year	(250.76)
Balance as at March 31, 2025	1,113.32
II. Accumulated depreciation	
Balance as at April 1, 2023	196.48
Depreciation for the year	245.12
Depreciation on disposals during the year	(4.80)
Balance as at March 31, 2024	436.80
Depreciation for the year	235.24
Depreciation on disposals during the year	(98.00)
Balance as at March 31, 2025	574.04
III. Net Carrying Value (I-II)	
Balance as at March 31, 2024	874.35
Balance as at March 31, 2025	539.28

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

6. Intangible Assets

Particulars	Computer Software	Knowhow	Total
I. Gross Carrying Value			
Balance as at April 1, 2023	96.30	861.60	957.90
Additions during the year	1.50	–	1.50
Disposals during the year	–	(459.63)	(459.63)
Balance as at March 31, 2024	97.80	401.97	499.77
Additions during the year	8.26	–	8.26
Disposals during the year	(6.40)	–	(6.40)
Balance as at March 31, 2025	99.66	401.97	501.63
II. Accumulated depreciation			
Balance as at April 1, 2023	84.20	401.97	486.17
Amortisation for the year	4.07	–	4.07
Amortisation on disposals during the year	–	–	–
Balance as at March 31, 2024	88.27	401.97	490.24
Amortisation for the year	2.37	–	2.37
Amortisation on disposals during the year	(6.08)	–	(6.08)
Balance as at March 31, 2025	84.56	401.97	486.53
III. Net Carrying Value (I-II)			
Balance as at March 31, 2024	9.53	–	9.53
Balance as at March 31, 2025	15.10	–	15.10

The technical know how under intangible assets is to be written off over a period of 60 months

7. Investment Property

Particulars	Land	Building	Total
I. Gross Carrying Value			
Balance as at April 1, 2023	0.76	4.50	5.26
Additions during the year	–	–	–
Disposals during the year	–	–	–
Balance as at March 31, 2024	0.76	4.50	5.26
Additions during the year	–	–	–
Disposals during the year	–	–	–
Balance as at March 31, 2025	0.76	4.50	5.26
II. Accumulated depreciation			
Balance as at April 1, 2023	–	2.31	2.31
Depreciation for the year	–	0.07	0.07
Depreciation on disposals during the year	–	–	–
Balance as at March 31, 2024	–	2.38	2.38
Depreciation for the year	–	0.07	0.07
Depreciation on disposals during the year	–	–	–
Balance as at March 31, 2025	–	2.45	2.45
III. Net Carrying Value (I-II)			
Balance as at March 31, 2024	0.76	2.12	2.88
Balance as at March 31, 2025	0.76	2.05	2.81

Note: Considering the materiality of amount involved, management has not taken fair valuation for investement properties

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

NON – CURRENT ASSETS

8. Investments

Particulars	As at 31 st March 2025	As at 31 st March 2024
A. Investment in Equity Instruments (at fair value through OCI)		
I. Quoted Investments – Traded (fully paid)		
Total Quoted Investments [A]	–	–
B. Investment in Equity Instruments (at fair value through P&L)		
I. Unquoted Investments – traded (fully paid)	–	–
Total unquoted Investments – traded [I]	–	–
II. Unquoted Investments – non – traded (fully paid)		
i) 1200000 Equity shares of ₹ 10/ – each in Nellai Renewable Private Limited	120.00	120.00
ii) 2600 Equity Shares of ₹ 2362/ – each in L K Distributors Private Limited	61.58	61.58
Total Unquoted Investments [I]+[II] [B]	181.58	181.58
Less: Provision for diminution in Value of Investments	–	–
TOTAL INVESTMENTS [A]+[B]	181.58	181.58
Aggregate amount of quoted investments	–	–
Aggregate market value of quoted investments	–	–
Aggregate amount of unquoted investments	181.58	181.58
Aggregate amount of diminution in value of investments	–	–

Note: The Investments in Nellai Renewable private limited has been valued as per cost approach as there is a wide range of possible fair value measurements and cost represents the estimate of fair value within that range considering the purpose and restriction on the transferability of the instruments.

9. Other Financial Assets

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Rental and lease deposits	99.90	92.76
b) Security Deposits	349.77	349.76
c) Term Deposits with maturity more than 12 months*	279.70	136.32
Less: Provision for impairment of assets	–	–
Total	729.37	578.84

* Term Deposits includes Margin Money with banks towards issue of Bank Guarantee and Letter of Credit

10. Other Non-Current Assets

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Capital Advances	218.55	99.16
b) Advance payment of taxes	42.35	29.60
Total	260.90	128.76

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

CURRENT ASSETS

11. Inventories

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Raw Materials	3,950.81	2,641.98
b) Work-in-progress	902.58	326.66
c) Finished Goods	1,385.59	1,998.46
d) By-Product	15.60	21.71
e) Stores and Spares	1,080.46	476.27
f) Stock in Trade	47.18	130.02
Total	7,382.22	5,595.10

Note: Inventories have been pledged as securities against borrowings availed by the company (Refer Note No 25)

The cost of inventories recognised as an expense during the year was Rs.14,852.11 Lakhs. (Previous year Rs.19,161.76 Lakhs)

Mode of Valuation of Inventories is stated in Note No.2.12 of Material Accounting Policies

FINANCIAL ASSETS

12. Trade Receivables

Particulars	As at 31 st March 2025	As at 31 st March 2024
Unsecured		
a) Trade Receivables considered good	4,044.79	3,191.16
b) Trade Receivables which have significant increase in credit risk	–	50.28
c) Trade Receivables - Credit impaired	40.64	110.35
	4,085.43	3,351.79
Less: Allowances for Expected Credit Loss	(40.64)	(110.35)
Total	4,044.79	3,241.44

Note: Trade Receivables - Credit impaired

Particulars	As at 31 st March 2025	As at 31 st March 2024
Opening Balance	110.35	102.57
Current year Provisions	4.39	24.78
Provision reversed	(44.17)	(10.00)
Provision utilised	(29.93)	(7.00)
Total	40.64	110.35



Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Trade receivable - Ageing Sceduhule as on 31st March 2025

Outstanding for the following period from transaction date

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - Considered Good	3,871.21	48.39	14.10	-	-	111.09	4,044.79
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - Credit Impaired	-	-	-	3.55	0.38	36.71	40.64
Less: Allowances for Expected Credit Loss	3,871.21	48.39	14.10	3.55	0.38	147.80	4,085.43
	-	-	-	(3.55)	(0.38)	(36.71)	(40.64)
Total	3,871.21	48.39	14.10	-	-	111.09	4,044.79

Trade receivable - Ageing Sceduhule as on 31st March 2024

Outstanding for the following period from transaction date

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - Considered Good	3,052.18	38.41	12.98	5.06	-	82.52	3,191.16
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	8.08	42.20	50.28
Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	110.35	110.35
Less: Allowances for Expected Credit Loss	3,052.18	38.41	12.98	5.06	8.08	235.07	3,351.79
	-	-	-	-	-	(110.35)	(110.35)
Total	3,052.18	38.41	12.98	5.06	8.08	124.72	3,241.44

Trade Receivables have been pledged as security against working capital loan .(Refer Note No.25)

Trade Receivables are non-interest bearing and generally have a credit period of 60 to 90 days.

The company has used a practical expedient by computing the expected credit loss allowances for trade receivables based on a provision matrix.

The company has Business Credit Shield Policy for significant portion of receivables which has been factored in ECL computation.

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

13. Cash and Cash Equivalents

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) In Current Accounts	84.93	82.53
b) In Overdraft Accounts	–	–
c) In Term Deposits account with Maturity less than 3 months* at Inception	4.50	53.60
d) Cheques on hand	–	5.00
e) Cash on hand	5.18	6.76
Total	94.61	147.89

* Term Deposits includes Margin Money with banks towards issue of Bank Guarantee and Letter of Credit.

14. Other bank balances

Particulars	As at 31 st March 2025	As at 31 st March 2024
a. Deposit accounts		
– with maturity more than 3 months but less than 12 months at inception	–	–
b. Earmarked balances		
– in margin money*	170.48	136.75
– in unpaid dividend account	8.87	13.63
Total	179.35	150.38

* Margin Money with banks is towards issue of Bank Guarantee and Letter of Credit

15. Loans And Advances

Particulars	As at 31 st March 2025	As at 31 st March 2024
Employees and other advances	21.33	24.65
Total	21.33	24.65

16. Other Financial Assets

Particulars	As at 31 st March 2025	As at 31 st March 2024
Unsecured, considered good		
a) Interest accrued but not yet received	47.01	27.83
Total	47.01	27.83

17. Other Current Assets

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Advance to suppliers	134.55	226.65
b) Advance for expenses	21.35	30.59
c) Export incentive receivable	0.54	47.38
d) Balance with government authorities*	133.25	222.47
e) Prepaid expenses	219.15	197.57
Total	508.84	724.66

*balance includes gst credit receivable

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

18. Equity Share Capital

Particulars	As at 31 st March 2025		As at 31 st March 2024	
	Number of shares	₹ in Lakhs	Number of shares	₹ in Lakhs
a) Authorised Share Capital				
Equity share capital				
Equity Shares of ₹10/- each	2,20,00,000	2,200.00	2,20,00,000	2,200.00
Total	2,20,00,000	2,200.00	2,20,00,000	2,200.00
b) Issued, Subscribed and Paid up share capital				
Equity share capital				
Equity Shares of ₹10/- each	1,29,62,713	1,296.27	1,29,62,713	1,296.27
Total	1,29,62,713	1,296.27	1,29,62,713	1,296.27

a. Reconciliation of shares outstanding at the beginning and at the end of the reporting period:

Particulars	No. of. Shares	Amount	No. of. Shares	Amount
a. Shares outstanding at the beginning of the year	1,29,62,713	1,296.27	1,29,62,713	1,296.27
b. Shares issued during the year				
c. Shares bought back during the year				
d. Shares outstanding at the end of the year	1,29,62,713	1,296.27	1,29,62,713	1,296.27

b. Terms/ Rights attached to the Equity Shares:

The Company has issued only one class of equity share having a face value of Rs. 10/- per share. The holder of each equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution to all preferential creditors and other creditors, in the order of priority. The distribution will be in proportion to the number of equity shares held by shareholders. The company declares and pays dividend in Indian Rupees. The dividend proposed by Board of Directors is subject to the approval of Shareholders in the ensuing Annual General Meeting.

c. Details of Shareholders' holding more than 5% shares in the Company:

Particulars	As at 31 st March 2025		As at 31 st March 2024	
	No. of. Shares	% of Holding	No. of. Shares	% of Holding
Vedanayagam Hospital Private Limited	85,60,466	66.04%	93,55,466	72.17%
Sundar Ram Enterprise private Limited	8,09,473	6.24%	14,473	0.11%

d. Details of shares held by holding company

Name of the Shareholders	Number of shares held	
	As at 31 st March 2025	As at 31 st March 2024
Vedanayagam Hospital Private Limited	85,60,466	93,55,466

e. Promotor's Shareholding:

Particulars	As at 31 st March 2025		As at 31 st March 2024		% change during the year
	No. of. Shares	% of Holding	No. of. Shares	% of Holding	
Vedanayagam Hospital Private Limited	85,60,466	66.04%	93,55,466	72.17%	-6.13%
Sundar Ram Enterprise private Limited	8,09,473	6.24%	14,473	0.11%	6.13%
S V Kandasami	1,74,117	1.34%	1,74,117	1.34%	-
S K Sundararaman	50,760	0.39%	50,760	0.39%	-
K Leelavathi	2,700	0.02%	2,700	0.02%	-
Total	95,97,516	74.04%	95,97,516	74.04%	-

No shares have been issued as fully paid up pursuant to contract without payment being received in cash, bonus shares and shares bought back in the immediately preceeding five years.

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

19. Other Equity

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Securities Premium	2,243.01	2,243.01
b) General Reserve	4,851.13	4,851.13
c) Capital Reserve	11.77	11.77
d) Retained Earnings	5,096.02	3,917.68
e) Other Comprehensive Income	8.95	(33.79)
Total	12,210.87	10,989.80

Refer "Statement of Changes in Equity" for additions/deletions in each reserve

- a) **Securities Premium:** Amounts received on issue of shares in excess of the par value has been classified as securities premium.
- b) **General Reserve:** This represents appropriation of profit by the Company.
- c) **Retained earnings/(defecit):** It comprises of the Company's current and prior years' undistributed earnings after taxes
- d) **Other Comprehensive Income:** Other items of other comprehensive income consists of fair value changes on FVTOCI financial assets and re-measurement of net defined benefit liabilities/assets.

NON-CURRENT LIABILITIES

Financial Liabilities

20. Borrowings

Particulars	As at 31 st March 2025	As at 31 st March 2024
Secured Loans		
Term loans		
From banks	1,816.16	2,134.47
Less: Unamortized upfront fees on borrowings	(3.73)	–
From others	–	–
[A]	1,812.43	2,134.47
Unsecured Loans		
Loans from others		
Loan from related party	865.00	865.00
[B]	865.00	865.00
Total	2,677.43	2,999.47

(i) Details of terms of repayment in respect of secured term loans:

S.No	Terms of Loans	Name of the Bank	Current Maturities		Non current Maturities	
			As at 31 st March 2025	As at 31 st March 2024	As at 31 st March 2025	As at 31 st March 2024
1	Repayable in 24 quarterly instalments, commencing from March 2019. Rate of Interest 11.75% p.a	Axis Bank	–	500.00	–	–
2	Repayable in tenure of 48 monthly instalments after a moratorium of 12 months from the date of first disbursement. Rate of Interest 9.25% p.a	Axis Bank	187.50	225.00	–	187.50
3	Repayable in tenure of 48 monthly instalments after a moratorium of first 24 months. Rate of Interest 9.25% p.a	Axis Bank	122.50	91.87	275.63	398.13
4	Repayable in tenure of 48 monthly instalments after a moratorium of first 12 months. Rate of Interest 9.25% p.a	Bank of Baroda	73.25	73.25	36.63	109.87
5	Repayable in tenure of 48 monthly instalments after a moratorium of first 24 months. Rate of Interest 9.25% p.a	Bank Of Baroda	36.50	15.21	94.29	130.79

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

S.No	Terms of Loans	Name of the Bank	Current Maturities		Non current Maturities	
			As at 31 st March 2025	As at 31 st March 2024	As at 31 st March 2025	As at 31 st March 2024
6	Repayable in tenure of 48 monthly instalments after a moratorium of first 24 months. Rate of Interest 9.25% p.a	Canara Bank	37.50	18.75	96.88	131.25
7	Repayable in tenure of 48 monthly instalments after a moratorium of first 12 months. Rate of Interest 9.25% p.a	Indian Overseas Bank	150.00	150.00	62.50	212.50
8	Repayable in tenure of 48 monthly instalments after a moratorium of first 24 months. Rate of Interest 9.25% p.a	Indian Overseas Bank	127.50	116.88	265.63	393.12
9	Repayable in tenure of 48 monthly instalments after a moratorium of first 12 months. Rate of Interest - 9.25% p.a	Karur Vysya Bank	166.67	200.00	–	166.48
10	Repayable in tenure of 60 monthly instalments of varying amounts commencing from September 2020. Rate of Interest 10.00%	Karur Vysya Bank	0.72	2.87	–	0.75
11	Repayable in 20 quarterly instalments after 6 months holiday period - Rs.24.53 lakhs each. Rate of Interest 10.25% p.a	Karur Vysya Bank	49.08	98.15	–	49.08
12	Repayable in tenure of 48 monthly instalments after a moratorium of first 24 months. Rate of Interest 9.25% p.a	Karur Vysya Bank	106.50	71.00	248.50	355.00
13	Repayable in tenure of 42 monthly instalments after a moratorium of first 6 months. Rate of Interest 10.25% p.a	RBL bank	285.72	–	642.84	–
14	Repayable in tenure of 39 monthly instalments, Rate of Interest 8.90% p.a	ICICI Bank	35.74	–	93.26	–
	Total		1,379.18	1,562.98	1,816.16	2,134.47

II. Details of security provided in respect of secured tem loans

S.No	Particulars
1	First Pari-passu charge on the fixed assets of the spinning mill located at Kodangipalayam Village, Tirupur. Second Pari-passu charge on current assets of the company.
2,3	Second charge on the existing assets available to Axis Bank Ltd. <i>Guarantors:</i> 100% Credit Guarantee by NCGTC (National Credit Guarantee Trustee Company Limited)
4 to 8	Loans under the BGECL scheme shall rank 1 st charge on the assets financed under the Scheme and second charge with the existing credit facilities in terms of cash flows (including repayments). 100% Credit Guarantee by NCGTC (National Credit Guarantee Trustee Company Limited)
9, 11 & 12	The facilities are also collaterally secured by Exclusive Charge on Land at Avinashi standing in the name of M/s Sundar Ram Enterprises Private Limited; Second pari passu charge on land and factory building at Kodangipalayam Village at Tiruppur; Leasehold land and factory building at Ingur Village at Erode; and on plant and machinery at written down value (other than those under exclusive charge with other lenders). 100% Credit Guarantee by NCGTC (National Credit Guarantee Trustee Company Limited)
13	Exclusive charge on the land to the extent of 4.545 acres situated at SF No.4/1B, Arakulam Road, Paruvai Village, Palladam Taluk, Tirupur-641658
10 & 14	Hypothecation of motor car.

21. Lease Liability

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Obligation in respect of Lease Liability (refer Note no.52)	377.08	690.85
Total	377.08	690.85

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

22. Other Financial liabilities

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Security Deposit	27.11	25.13
Total	27.11	25.13

23. Provisions

Particulars	As at 31 st March 2025	As at 31 st March 2024
Provision for Employee benefits		
- Provision for gratuity (Refer Note no 44)	30.26	53.47
Total	30.26	53.47

24. Deferred Tax Liabilities

Particulars	As at 31 st March 2025	As at 31 st March 2024
Deferred Tax Liabilities:		
- On PPE and intangible assets	2,454.33	3,511.93
- On fair value adjustment of financial instruments	–	–
- On Employee benefit Expense/fair valuation on equity instrument	–	–
[A]	2,454.33	3,511.93
Deferred Tax Assets:		
- On disallowances under the Income tax act	(166.50)	(829.73)
- On lease liabilities	–	–
- On Employee benefit Expense/fair valuation on equity instrument	–	–
[B]	(166.50)	(829.73)
Net deferred tax liability/(asset)	2,287.83	2,682.20
Less: MAT credit	–	(176.28)
Total	2,287.83	2,505.92

The Company has chosen to exercise the option of lower tax rate of 25.168% (inclusive of Surcharge and Cess) u/s. 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance 2019. Accordingly, the Company has remeasured the deferred tax liabilities and assets based on the rate of tax prescribed by the said section. The impact of this change has been recognised in Statement of Profit and Loss for the year ended March 31, 2025. (Refer Note No.48 for movement in deferred tax balances).

CURRENT LIABILITIES

FINANCIAL LIABILITIES

25. Borrowings

Particulars	As at 31 st March 2025	As at 31 st March 2024
Secured		
a) Current maturities of long-term borrowings (Refer Note No.20(ii))	1,379.18	1,562.98
Less: Unamortized upfront fees on borrowings	(3.36)	–
b) Working capital loans from bank	5,897.34	5,010.90
Total	7,273.16	6,573.88

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

(i) Details to Working capital loan from banks

Name of the Bank	Description	Rate of Interest	As at March 31, 2025	As at March 31, 2024
1. Axis Bank	Cash Credit	10.05%	783.46	469.23
2. Bank of Baroda	Cash Credit	10.25%	805.52	621.59
3. Canara Bank	Cash Credit	12.50%	215.08	258.96
4. Indian Overseas Bank	Cash Credit	10.75%	2,018.15	1,196.11
5. Indian Overseas Bank	Cash Credit	10.75%	–	311.03
6. Karur Vysya Bank	Cash Credit	10.50%	1,892.93	2,017.03
7. RBL Bank	Cash Credit	11.00%	182.20	136.95
Total			5,897.34	5,010.90

Note:

- All working capital loans are primarily secured by First Pari Passu Charge on the current assets of the company.
- In addition to the primary security, the following banks hold collateral security as detailed below :
 - KVB and Canara Bank:* Second pari passu charge on land and factory building located at Kodangipalayam Village, Tiruppur; Leasehold land and factory building located at Ingur Village, Erode; and on plant and machinery at written down value (other than those under exclusive charge with other lenders).
 - Bank of Baroda and Indian Overseas Bank:* Second Pari-passu charge on the entire fixed assets (Land & Building & Plant & Machinery) of the spinning mill located at Kodangipalayam Village, Tiruppur.
 - Axis Bank:* Second Pari-passu charge on the entire fixed assets (Land, Building, Plant & Machinery) of the spinning mill located at Kodangipalayam Village, Tiruppur and Personal guarantee of Managing Director Sri.S.K.Sundararaman.

26. Trade Payables

Particulars	As at 31 st March 2025	As at 31 st March 2024
Trade Payables		
a) Total outstanding dues of micro and small enterprises (Refer note no.42)	446.60	78.32
b) Total outstanding dues of creditors other than micro and small enterprises	1,916.72	1,960.30
Total	2,363.32	2,038.62

27. Lease Liabilities

Particulars	As at 31 st March 2025	As at 31 st March 2024
Obligation in respect of lease liability (Refer note no.52)	231.16	242.32
Total	231.16	242.32

28. Other Financial Liabilities

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Employees Benefits Payable	196.17	139.09
b) Unpaid dividend	8.87	13.63
c) Provision for CSR	–	–
d) Interest Accrued but not due on Borrowings	4.35	6.74
e) Other Payables	1,130.46	1,038.63
f) Unclaimed matured deposits and interest accrued thereon	3.86	3.86
Total	1,343.71	1,201.95

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Trade payable - Ageing Schedule as on 31 March 2025

Outstanding for the following period from transaction date

Particulars	Not Due	Less than 1 year	1 year to 2 years	2-3 years	More than 3 years	Total
1. Total Outstanding dues to Micro & small Enterprises	446.60	—	—	—	—	446.60
2. Total Outstanding dues to creditors other than Micro & small Enterprises	1,761.44	118.00	37.28	—	—	1,916.72
3. Disputed dues - dues to Micro & small Enterprises	—	—	—	—	—	—
4. Disputed dues - dues to creditors other than Micro & small Enterprises	—	—	—	—	—	—
Total	2,208.04	118.00	37.28	—	—	2,363.32

Trade payable - Ageing Schedule as on 31 March 2024

Outstanding for the following period from transaction date

Particulars	Not Due	Less than 1 year	1 year to 2 years	2-3 years	More than 3 years	Total
1. Total Outstanding dues to Micro & small Enterprises	78.32	—	—	—	—	78.32
2. Total Outstanding dues to creditors other than Micro & small Enterprises	1,653.13	300.92	—	—	6.25	1,960.30
3. Disputed dues - dues to Micro & small Enterprises	—	—	—	—	—	—
4. Disputed dues - dues to creditors other than Micro & small Enterprises	—	—	—	—	—	—
Total	1,731.45	300.92	—	—	6.25	2,038.62

The company's exposure to currency risk in relation to trade payables are disclosed in note no.53



Notes forming part of Financial Statements for the year ended 31st March 2025

(₹ in Lakhs)

29. Short Term Provisions

Particulars		As at 31 st March 2025	As at 31 st March 2024
a)	Gratuity	110.75	102.12
b)	Leave Encashment	12.70	4.50
Total		123.45	106.62

30. Current Tax Liability

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Current tax liability	—	—
Total	—	

31. Other Current Liabilities

Particulars		As at 31 st March 2025	As at 31 st March 2024
a)	Statutory Dues payable	67.25	64.21
b)	Creditors for capital goods	18.49	39.68
c)	Advance received from customers	20.66	58.94
Total		106.40	162.83

32. Revenue from Operations

Particulars		FY 2024-25	FY 2023-24
I.	Sale of Products		
a.	Manufactured goods		
	Yarn	12,916.39	19,626.61
	Fabrics	5,545.90	6,014.35
	Waste Cotton	1,199.90	2,251.90
	Garments	10,221.37	3,583.60
	[A]	29,883.56	31,476.46
b.	Traded Goods		
	Yarn	1,608.30	1,394.45
	Fabric	–	–
	Garments	291.07	238.73
	[B]	1,899.37	1,633.18
	Gross total [A]+[B]	31,782.93	33,109.64
	Less: Discount on sales	171.83	231.29
	[C]		
	Total Sales [A+B-C]	31,611.10	32,878.35
II.	Sale of Services		
	Coating, Dyeing and Lamination charges [D]	627.06	562.28
		627.06	562.28
III.	Other operating revenue		
	Duty drawback and other export incentives	18.06	58.30
	Others	14.52	28.73
	[E]	32.58	87.03
	Total	32,270.74	33,527.66

Details of product sold:

Particulars		FY 2024-25	FY 2023-24
A.	Export Sales	408.82	1,525.96
B.	Domestic Sales	31,202.28	31,352.39
Total		31,611.10	32,878.35

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

33. Other Income

Particulars	FY 2024-25	FY 2023-24
a) Interest Income (Refer Note 33.1 below)	65.86	81.62
b) Dividend income from investments	–	1.52
c) Profit on sale of assets	15.78	0.39
d) Gain on foreign currency transactions (Net)	5.44	15.30
e) Other Non-operating income (Refer Note 33.2 below)	94.10	360.18
Total	181.18	459.01

DETAILS OF OTHER INCOME:

33.1 Interest Income

Particulars	FY 2024-25	FY 2023-24
Interest from financial assets at amortised cost	–	–
Interest on others	65.86	81.62
Total [A]	65.86	81.62

33.2 Other Non-operating Income

Particulars	FY 2024-25	FY 2023-24
Rental income	18.02	19.52
Recovery of bad debts	4.00	2.00
Sundry balances written back	49.60	327.19
Other Miscellaneous income	22.48	11.47
Total [B]	94.10	360.18

34. Cost of Materials Consumed

Particulars	FY 2024-25	FY 2023-24
Opening stock	2,641.99	2,690.91
Add: Purchases	16,160.93	19,112.84
	18,802.92	21,803.75
Less: Closing Stock	3,950.81	2,641.99
Cost of materials Consumed	14,852.11	19,161.76
Material consumed comprises:		
– Cotton	9,083.94	15,671.97
– Others	5,768.17	3,489.79
Total	14,852.11	19,161.76

35. Purchase of Stock-in-trade

Particulars	FY 2024-25	FY 2023-24
Purchase of Traded Goods	1,503.50	1,546.27
Total	1,503.50	1,546.27

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

36. Changes in inventories of finished goods and work in progress

Particulars	FY 2024-25	FY 2023-24
Inventories at the end of the year:		
Finished goods	1,385.59	1,998.46
Work-in-progress	902.58	326.66
Stock in trade	47.18	130.02
Waste-cotton	15.60	21.71
Total	2,350.95	2,476.85
Inventories at the beginning of the year:		
Finished goods	1,998.46	2,144.70
Work-in-progress	326.66	126.91
Stock in trade	130.02	43.52
Waste-cotton	21.71	77.00
Total	2,476.85	2,392.13
Net Increase / (Decrease) in inventories of finished goods and WIP	125.90	(84.72)

37. Employee Benefits Expense

Particulars	FY 2024-25	FY 2023-24
a) Salaries, Wages and Bonus	4,778.16	4,110.17
b) Contribution to Provident fund and other funds (Refer Note No.44.1.a & 44.1.b)	368.65	347.94
c) Staff welfare expenses	395.30	358.93
Total	5,542.11	4,817.04

38. Finance Cost

Particulars	FY 2024-25	FY 2023-24
a) Interest Expense	1,018.92	962.86
b) Interest on Lease	63.50	82.88
c) Other Borrowing Cost	102.80	94.73
Total	1,185.22	1,140.47

39. Depreciation & Amortisation

Particulars	FY 2024-25	FY 2023-24
a) Depreciation on Property, Plant & Equipment (Refer Note: 3)	1,197.75	1,238.60
b) Depreciation on Right of Use Assets (Refer Note:5)	235.24	240.31
c) Depreciation on Investment Property (Refer Note: 7)	0.07	0.07
d) Amortisation of Intangibles (Refer Note: 6)	2.37	4.07
Total	1,435.44	1,483.05

40. Other Expenses

Particulars	FY 2024-25	FY 2023-24
(a) Consumption of stores and spares	1,729.99	1,834.30
(b) Power and fuel consumed	2,129.89	2,398.18
(c) Processing Charges	479.06	360.87
(d) Freight and Forwarding Charges	221.95	248.50

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Particulars	FY 2024-25	FY 2023-24
(e) Repairs and Maintenance		
– Machinery	567.41	566.98
– Building	75.57	60.50
– Vehicles	53.37	55.14
– Others	100.59	71.02
(f) Rent	43.07	4.34
(g) Advertisement	7.78	2.81
(h) Sales Promotion	241.58	181.83
(i) Commission on sales	147.88	205.59
(j) Auditor Remuneration (Refer note no.1 below)	24.94	18.98
(k) Legal and Professional Charges	190.59	199.48
(l) License, Rates & Taxes	57.65	91.12
(m) Insurance	102.99	111.46
(n) Travelling and Conveyance	418.96	459.47
(o) Communication Expenses	31.33	44.21
(p) Printing & Stationery	16.64	17.46
(q) Directors' sitting fee	9.00	9.20
(r) Donation	10.27	2.77
(s) Loss on assets discarded	65.75	168.47
(t) Loss on exchange fluctuations	1.01	0.51
(u) Corporate Social Responsibility	–	–
(v) Provision for Expected Credit Loss	31.16	24.78
(w) Provision for Diminution on investments	–	–
(x) Miscellaneous Expenses	103.34	198.05
Total	6,861.77	7,336.02

Note-1: Payment to Auditors

Particulars	FY 2024-25	FY 2023-24
Payments to auditors comprises (net of GST):		
Statutory audit fees	15.40	14.00
For taxation matters	6.45	3.35
For other services	3.09	1.63
Total	24.94	18.98

41. Contingent liabilities and commitments (to the extent not provided for)

Particulars	FY 2024-25	FY 2023-24
(i) Contingent liabilities:		
(a) Disputed claims of TANGEDCO as part of energy supply bill	426.90	397.17
(ii) Commitments:		
Estimated amount of contracts remaining to be executed on capital account and not provided for: Tangible assets	40.51	10.34
(iii) The Company has an on going dispute with one of its vendors regarding the pricing of cotton. The amount disclosed as a contingent liability excludes the accrued interest component.	48.00	36.03
(iv) During the year, the Company received a demand from IT Authorities in respect of AY 2023-24 amounting to Rs.42.89 Crores/- vide order dated 13/03/2025. As advised by experts, the demand was unsustainable in view of certain blatant errors and the order was against Principles of Natural Justice. The company had filed a writ in the H'ble Madras High Court. Thereafter, the Hon'ble High Court had vide its order dt 29/04/2025 set aside the assessment order, directing the assessing officer to make a fresh assessment.	–	–
Total	515.40	443.54

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

42. Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	FY 2024-25	FY 2023-24
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year.	447.96	78.32
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year.	–	–
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day.	–	–
(iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act.	–	–
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	6.58	3.87
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23	–	–

Dues to micro and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Segment Reporting**(a) Primary Business Segment Information**

The company's business relates to a single segment only i.e., Textiles. Accordingly, there is no more than one reportable business segment.

(b) Secondary Geographic Segment Information

Geographic Segment	Revenues	Segment assets	Capital expenditure incurred
Outside India			
March 31, 2025	408.82	157.24	49.25
March 31, 2024	1,525.96	189.67	97.61
India and Others			
March 31, 2025	31,861.92	30,190.81	335.79
March 31, 2024	32,001.70	28,697.46	677.69
Unallocated			
March 31, 2025	–	–	–
March 31, 2024	–	–	–
Total			
March 31, 2025	32,270.74	30,348.05	385.04
March 31, 2024	33,527.66	28,887.13	775.30

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

43. Disclosure for raw materials, purchased goods and finished goods under broad heads

1) Revenue from operations

Particulars	FY 2024-25	FY 2023-24
(a) Sale of goods		
a. Manufactured goods		
Yarn	12,916.39	19,626.61
Fabrics	1,468.27	880.02
Garments	10,221.38	3,583.61
Coated fabrics (Canvas)	506.57	1,012.94
Laminated fabrics	3,571.05	4,121.38
Waste	1,199.90	2,251.90
[A]	29,883.56	31,476.46
b. Traded goods		
Yarn	1,608.30	1,394.45
Fabric	–	–
Garments	291.07	238.73
[B]	1,899.37	1,633.18
Gross total [A]+[B]	31,782.93	33,109.64
Less: Discount on sales [C]	(171.83)	(231.29)
Total Sales [B]-[C]	31,611.10	32,878.35
(b) Sale of services		
Coating, Dyeing and Lamination charges	627.06	562.28
(c) Other operating income		
Duty drawback and other export incentives	18.06	58.30
Others	14.52	28.73
	32.58	87.03
Total	32,270.74	33,527.66

2) Raw materials consumption

Particulars	FY 2024-25	FY 2023-24
(a) Cotton	9,083.94	15,671.97
(b) Others	5,768.17	3,489.79
Total	14,852.11	19,161.76

3) Purchase of traded goods

Particulars	FY 2024-25	FY 2023-24
(a) Cotton	–	–
(b) Waste	–	–
(c) Yarn	1,298.92	1,340.20
(d) Fabrics	–	–
(e) Garments	204.58	206.07
Total	1,503.50	1,546.27

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

4) Total value of all imported raw materials, spare parts and components consumed during the financial year and the total value of all indigenous raw materials, spare parts and components similarly consumed and the percentage of each to the total consumption;

Particulars			FY 2024-25	FY 2023-24
Raw materials				
a)	Indigenous	(Rs. in Lakhs)	13,762.94	18,842.54
		(%)	92.67%	98.33%
b)	Imported	(Rs. in Lakhs)	1,089.17	319.22
		(%)	7.33%	1.67%
Total			14,852.11	19,161.76
Stores and spares				
a)	Indigenous	(Rs. in Lakhs)	1,946.63	2,255.54
		(%)	83.15%	92.91%
b)	Imported	(Rs. in Lakhs)	394.49	172.04
		(%)	16.85%	7.09%
Total			2,341.12	2,427.58

5) Value of imports calculated on CIF basis by the company during the financial year in respect of:

Particulars		FY 2024-25	FY 2023-24
(i)	Raw materials	980.88	292.82
(ii)	Components and spare parts	343.00	164.19
(iii)	Capital goods	45.48	56.62
(iv)	Traded goods	–	–
Total		1,369.36	513.63

6) Expenditure in foreign currency during the financial year on account of:

Particulars	FY 2024-25	FY 2023-24
Royalty, know-how, professional, consultation fees and others	48.60	90.40
Travelling, training and others	19.64	24.98
Total	68.24	115.38

7) The amount remitted during the year in foreign currencies on account of dividends with a specific mention of the total number of non-resident shareholders, the total number of shares held by them on which the dividends were due and the year to which the dividends related:

(i)	Total number of Non-resident shareholders	There are no shares held by non -resident. Hence , it is not applicable
(ii)	Total number of shares held	—
(iii)	Total amount of dividend due/paid	—
(iv)	Year to which the dividend related	—

8) Earnings in foreign exchange classified under the following heads, namely:-

Particulars		FY 2024-25	FY 2023-24
(i)	Export of goods calculated on FOB basis	402.89	1,369.06
Total		402.89	1,369.06

9) Expenditure in foreign currency paid to trade related research institutions by way of recurring / non recurring contribution:-

Particulars			FY 2024-25	FY 2023-24
	Testing Charges Paid		17.55	12.80

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

44. Employee benefit plans

44.1 a) Defined contribution plans - provident fund and employee state insurance

The Company makes Provident Fund and Employee state insurance scheme contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised the following contributions in the Statement of profit and loss.

Particulars	FY 2024-25	FY 2023-24
Provident fund	236.90	230.36
Employee state insurance	47.79	50.39
Total	284.69	280.75

44.1 b) Defined benefit plan - gratuity

In accordance with applicable Indian laws, the Company provides for gratuity, a defined benefit retirement plan (Gratuity plan). The Gratuity plan provides a lump sum payment to vested employees, at retirement or termination of employment, an amount based on the respective employee's last drawn eligible salary and the years of employment with the Company. The Company provides the gratuity benefit through annual contributions to a fund managed by the Insurer included as part of 'Contribution to provident and other funds' in Note 34 Employee benefit expense. Under this plan, the settlement obligation remains with the Company.

Description of Risk Exposures

- Interest Rate Risk:** The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).
- Investment Risk:** The probability or likelihood of occurrence of losses relative to the expected return on any particular investment.
- Salary Escalation Risk:** The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.
- Demographic Risk:** The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.
- Liquidity Risk:** This is the risk that the Company is not able to meet the short-term gratuity pay-outs. This may arise due to non-availability of enough cash/cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.
- In respect of the plan in India, the most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out as at March 31, 2025 by Mr. N Srinivasan, Fellow of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

The following table sets out the funded status of the gratuity scheme:

Particulars	FY 2024-25	FY 2023-24
Components of employer expense		
Current service cost	67.46	61.71
Past service cost	–	–
Interest cost	29.78	26.76
Expected return on plan assets	(19.81)	(23.10)
Recognised in statement of profit and loss	77.43	65.37
Re-measurement - actuarial (gain)/loss recognised in OCI	(57.13)	55.73
Total expense recognised in the Statement of total comprehensive income	20.30	121.10
Other Comprehensive Income (OCI)		
Actuarial (gain)/loss due to DBO assumption experience		
Actuarial (gain)/loss due to DBO experience	(68.36)	36.72
Actuarial (gain)/loss due to DBO Financial assumption changes	12.71	15.38
Actuarial (gain)/loss arising during period	(55.65)	52.10
Actual return on plan assets (greater)/less interest on plan assets	(1.48)	3.63
Actuarial (gains)/ losses recognized in OCI	(57.13)	55.73

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Particulars	FY 2024-25	FY 2023-24
Defined Benefit Cost		
Service cost	67.46	61.71
Net interest on net defined benefit liability / (asset)	9.97	3.66
Actuarial (gains)/ losses recognized in OCI	(57.13)	55.73
Defined Benefit Cost	20.30	121.10
Change in defined benefit obligation (DBO) during the year		
Present value of DBO at beginning of the year	439.90	412.45
Current service cost	67.46	61.71
Past service cost	—	—
Interest cost	29.78	26.76
Actuarial (gains) / losses	(55.65)	52.10
Benefits paid	(54.71)	(113.12)
Present value of DBO at the end of the year	426.78	439.90
Actual contribution and benefit payments for year		
Actual benefit payments	54.71	113.12
Actual contributions	34.88	28.50

Change in fair value of assets during the year

Plan assets at beginning of the year	284.31	349.46
Expected return on plan assets	19.81	23.10
Actual company contributions	34.88	28.50
Actuarial gain / (loss)	1.48	(3.63)
Benefits paid	(54.71)	(113.12)
Plan assets at the end of the year	285.76	284.31
Actual return on plan assets	21.29	19.47

Current and Non Current Liability portion

Particulars	FY 2024-25	FY 2023-24
Current Liability	(110.75)	(102.12)
Non current liability	(30.26)	(53.47)
Net liability	(141.01)	(155.59)
Net asset / (liability) recognised in the Balance Sheet		
Present value of defined benefit obligation	426.78	439.90
Fair value of plan assets	285.76	284.31
Funded status [Surplus / (Deficit)]	(141.02)	(155.59)
Net liability recognised in the Balance Sheet	(141.02)	(155.59)
Composition of the plan assets is as follows:		
Government securities		
Debentures and bonds		
Fixed deposits		
Insurer managed funds	100%	100%
Total	285.76	284.31

*Funds are managed by Life Insurance Corporation of India and composition of the fund as at the balance sheet date was not provided by the insurer.

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Particulars	FY 2024-25	FY 2023-24
Actuarial assumptions		
Discount rate	6.98%	7.22%
Expected return on plan assets	7.22%	7.52%
Salary escalation	6.50%	6.50%
Attrition Rate	5.00%	5.00%

The discount rate is based on the prevailing market yields of Government of India securities as at the Balance Sheet date for the estimated term of the obligations.

Sensitivity Analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

Gratuity Plan	FY 2024-25	FY 2023-24
Estimate value of obligation if discount rate is taken 1% higher	382.58	396.84
Estimated value of obligation if discount rate is taken 1% lower	479.79	491.19
Estimate value of obligation if salary growth rate is taken 1% higher	474.31	485.00
Estimate value of obligation if salary growth rate is taken 1% lower	385.83	400.93
Estimate value of obligation if attrition rate is taken 1% higher	426.33	440.90
Estimate value of obligation if attrition rate is taken 1% lower	427.12	438.56

These sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis.

Maturity profile of defined benefit obligation:

Maturity profile, if it ensues	March 31, 2025	March 31, 2024
1	21.44	22.64
2	18.93	24.73
3	19.99	19.95
4	18.62	22.57
5	21.62	18.56
Next 5 year pay-outs (6-10 years)	85.97	103.20
Pay-outs above Ten years	240.21	228.22

Asset Liability Matching Strategies

The Company has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance Company, as part of the policy rules, makes payment of all gratuity liability occurring during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset).

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

45. Related Party Transactions**A. Details of Related Parties**

Description of Relationship	Name of Related Parties
i) Enterprises that have significant influence on the company	Vedanayagam Hospital Private Limited
ii) Enterprises in which the Key managerial Personnel or relatives have significant influence	Anamallais Agencies Private Limited Anamallais Automobiles Private Limited Sundar Ram Enterprise Private Limited Firebird Institute of Research in Management Dr SVK Educational Charities Alagammal Charitable Trust Anamallais Motors Private Limited Anamallais Agencies (stadium) Private Limited Annamalai Retreading Company Private Limited Shiva Automobiles Private Limited Abirami Ecoplast private Limited Shiva Mills Limited Firebird Enterprenuerial Ventures Private Limited Abirami Distributors private Limited S KS Agencies Limited L K Distributors Private Limited Young Brand Apparel Private Limited Srirangalakshmi Agro Private Limited
iii) Key Managerial Personnel (KMP)	Sri S K Sundararaman, Managing Director Sri C Krishnakumar, Chief Financial Officer Sri R Srinivasan, Company Secretary
iv) Relatives of Key Managerial Personnel	Sri S V Kandasami - Father of Managing Director Smt K Leelavathi - Mother of Managing Director Smt S Sujana Abirami - Spouse of Managing Director

B. Details of transactions during the year and balance outstanding as at the balance sheet date:

Particulars	Related Party	FY 2024-25	FY 2023-24
a) Transactions during the year:			
Sale of goods	Abirami Ecoplast Private Limited	474.80	587.17
	Vedanayagam Hospital Private Limited	0.07	0.70
	Young Brand Apparel Private Limited	0.39	0.65
Purchase of goods and services	Abirami Distributors Private Limited	1.88	3.11
	Abirami Ecoplast Private Limited	1.20	2.56
	Anamallais Agencies Stadium Private Limited	–	1.62
	Anamallais Motors Private Limited	1.77	0.69
	L K Distributors Private Limited	210.60	237.23
Interest paid	Dr S V Kandasami	–	–
	Sundar Ram Enterprise Private Limited	61.13	29.05

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Particulars	Related Party	FY 2024-25	FY 2023-24
Rent Paid	Sundar Ram Enterprise Private Limited Vedanayagam Hospital Private Limited	3.00 0.71	1.60 0.71
Director Sitting fee	Dr S V Kandasami Smt S Sujana Abirami Sri A Dhananjayan Sri D Sathish Krishnan Smt.V.Bhuvaneshwari Sri S Marusamy Sri S V Alagappan Sri Jayaram Govindarajan	0.80 0.60 1.80 1.80 1.80 0.40 0.80 1.00	1.00 0.80 1.80 2.00 1.40 1.20 1.00 –
Director Remuneration	Sri S K Sundararaman	40.32	40.32
Managerial Commission (yet to be paid)	Sri S K Sundararaman	51.64	–
Remuneration to KMP	Sri C Krishnakumar - Chief Financial Officer Sri R Srinivasan - Company Secretary	32.46 26.93	26.57 24.91
Loan from Related Parties	Sundar Ram Enterprise Private Limited	–	800.00
b) Transactions at the end of the year			
(i) Receivables	Abirami Ecoplast private Limited Vedanayagam Hospital Private Limited	56.98 –	45.19 0.26
(ii) Payables	Abirami Ecoplast private Limited	–	0.11
(iii) Payables for Expenses	Abirami Distributors Pvt Ltd L K Distributors Private Limited	– 27.48	0.17 28.13
(iv) Rent Payable	Sundar Ram Enterprise Private Limited Vedanayagam Hospital Private Limited	0.23 0.06	0.25 0.06
(v) Commission Payable	Sri S K Sundararaman	51.64	–
(vi) Loans Payable	Sri S V Alagappan Sri S K Sundararaman Sundar Ram Enterprise Private Limited	25.00 40.00 800.00	25.00 40.00 800.00
(vii) Land pledged as collateral security (6.96 acres)	Sundar Ram Enterprise Private Limited	570.74	939.71

46. Earnings Per Equity Share

Particulars	FY 2024-25	FY 2023-24
Profit attributable to equity shareholders (Rs. in Lakhs)	1,178.34	(1,108.40)
Weighted average number of equity shares (Nos.)	129.63	129.63
Par value per equity share (Rs.)	10.00	10.00
Earning per share - Basic & Diluted (Rs.)	9.09	(8.55)

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

47. Income Tax recognised

Particulars	FY 2024-25		FY 2023-24	
	Statement of profit and loss	Other comprehensive income	Statement of profit and loss	Other comprehensive income
Current Tax:				
- pertaining to current year	-	-	-	-
- pertaining to earlier year	176.28	-	631.89	-
Deferred Tax:				
In respect of current year	(408.75)	(14.38)	(936.71)	19.47
Income tax expense	(232.47)	(14.38)	(304.82)	19.47

48. Movement in deferred tax balances

Particulars	Opening Balance	Recognised in profit and Loss	Recognised in Other Comprehensive Income	Recognised directly in equity	Closing Balance
For the year ended March 31, 2025					
Tax effect of items constituting deferred tax asset					
Provision for doubtful debts & Advances	38.56	4.92	-	-	43.48
Disallowances under section 43B of Income Tax Act, 1961	84.71	(25.42)	-	-	59.29
Carry forwarded Loss for set off	695.59	(653.87)	-	-	41.72
IND AS 116 Adjustment	10.87	11.14	-	-	22.01
Tax effect of items constituting deferred tax asset	829.73	(663.23)	-	-	166.50
Tax effect of items constituting deferred tax (liability)					
On difference between book balance and tax balance of fixed assets	(3,531.40)	1,093.23	-	-	(2,438.17)
Gain on Actuarial valuation	19.47	(19.47)	(14.38)	-	(14.38)
Gain on Fair value of investments	-	-	-	-	-
IND AS 109 Adjustment	-	(1.78)	-	-	(1.78)
Tax effect of items constituting deferred tax (liability)	(3,511.93)	1,071.98	(14.38)	-	(2,454.33)
Less: MAT credit availed	176.28	(176.28)	-	-	-
Net Deferred tax asset/(liability)	(2,505.92)	232.47	(14.38)	-	(2,287.83)
For the year ended March 31, 2024					
Tax effect of items constituting deferred tax asset					
Provision for doubtful debts	35.84	2.72	-	-	38.56
Disallowances under section 43B of Income Tax Act, 1961	51.53	33.18	-	-	84.71
Carry forwarded Loss for set off	-	695.59	-	-	695.59
IND AS 116 Adjustment	-	10.87	-	-	10.87
Tax effect of items constituting deferred tax asset	87.37	742.36	-	-	829.73
Tax effect of items constituting deferred tax (liability)					
On difference between book balance and tax balance of fixed assets	(3,720.83)	189.43	-	-	(3,531.40)
Gain on Actuarial valuation	(3.70)	3.70	19.47	-	19.47
Gain on Fair value of investments	(1.22)	1.22	-	-	-
Tax effect of items constituting deferred tax (liability)	(3,725.75)	194.35	19.47	-	(3,511.93)
Less: MAT credit availed	808.17	(631.89)	-	-	176.28
Net Deferred tax asset/(liability)	(2,830.21)	304.82	19.47	-	(2,505.92)

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Particulars	FY 2024-25	FY 2023-24
Tax effect of items constituting deferred tax Assets		
Fair value/Provision for investments	–	–
Provision for doubtful debts & Advances	43.48	38.56
Disallowances under section 43B of Income Tax Act, 1961	59.29	84.71
Carry forward Loss for set off	41.72	695.59
IND AS 116 Adjustment	22.01	10.87
Tax effect of items constituting deferred tax Asset	166.50	829.73
Tax effect of items constituting deferred tax (liability)		
On difference between book balance and tax balance of fixed assets	(2,438.17)	(3,531.40)
Gain on Actuarial valuation	(14.38)	19.47
Gain on Fair value of investments	–	–
IND AS 109 Adjustment	(1.78)	–
Tax effect of items constituting deferred tax (liability)	(2,454.33)	(3,511.93)
Less: MAT credit availed	–	176.28
Net deferred tax (liability) / asset	(2,287.83)	(2,505.92)

49. Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Particulars	FY 2024-25	FY 2023-24
Profit before tax	945.87	(1,413.22)
Enacted income tax rate in India	25.17%	29.12%
Computed expected tax expense	238.06	(411.52)
Effect on account of exempted income	–	–
Effect on account of permanent difference	12.98	6.63
Effect on account of earlier year tax	176.28	631.89
Others	(659.79)	(531.82)
Income tax expense recognised in the statement of profit and loss	(232.47)	(304.82)

50. Financial instruments

The carrying value and fair value of financial instruments by categories as at March 31, 2025 and March 31, 2024 is as follows:

Particulars	Carrying value		Fair value	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
FINANCIAL ASSETS				
Amortised cost				
Loans	21.33	24.65	21.33	24.65
Trade receivable	4,044.79	3,241.44	4,044.79	3,241.44
Cash and cash equivalents	94.61	147.89	94.61	147.89
Other Bank Balances	179.35	150.38	179.35	150.38
Other financial assets	776.38	606.67	776.38	606.67
FVTOCI				
Investment in equity instruments	–	–	–	–
FVTPL				
Investment in equity instruments (unquoted)	181.58	181.58	181.58	181.58
Total Assets	5,298.04	4,352.61	5,298.04	4,352.61

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

Particulars	Carrying value		Fair value	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
FINANCIAL LIABILITIES				
Amortised Cost				
Borrowings	9,950.59	9,573.35	9,950.59	9,573.35
Trade payables	2,363.32	2,038.62	2,363.32	2,038.62
Lease liabilities	608.24	933.17	608.24	933.17
Other financial liabilities	1,370.82	1,227.09	1,370.82	1,227.09
Total liabilities	14,292.97	13,772.23	14,292.97	13,772.23

The management assessed that fair value of cash and Balances with Bank, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- Long-term fixed-rate receivables/borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected losses of these receivables.
- Fair values of the Company's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non-performance risk as at March 31, 2025 was assessed to be insignificant.
- The fair values of the unquoted equity shares have been estimated using a discounted cash flow model. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, discount rate, credit risk and volatility, the probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted equity investments.

51. Fair value hierarchy

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

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents the fair value measurement hierarchy of financial assets and liabilities measured at fair value on recurring basis as at March 31, 2025, March 31, 2024.

Particulars	As at	Date of valuation	Total	Fair value measurement using		
				Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets measured at fair value:						
1. FVTOCI financial assets designated at fair value:						
Investment in equity instruments (quoted)	March 31, 2025	March 31, 2025	–	–	–	–
	March 31, 2024	March 31, 2024	–	–	–	–
2. FVTPL financial assets designated at fair value:						
Investment in equity instruments (unquoted)	March 31, 2025	March 31, 2025	181.58	–	–	181.58
	March 31, 2024	March 31, 2024	181.58	–	–	181.58

There are no transfers between levels during the period.

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

52. Leases

The following is the summary of practical expedients elected by the Company on the initial application:

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. The right-of-use assets are also subject to impairment. Right-of-use assets mainly consists of land and building.

Movement in right-of-use assets and lease liabilities during the year:

52.1 Right of Use-Assets

Particulars	FY 2024-25	FY 2023-24
Opening Balance	874.35	934.29
Additions during the year	52.93	219.44
Amortisation for the year	235.24	240.32
Deletions during the year	152.76	39.06
Closing Balance	539.28	874.35

52.2 Lease Liabilities

Particulars	FY 2024-25	FY 2023-24
Opening Balance	933.17	982.00
Accruals	42.70	181.49
Deletions	155.68	34.16
Interest	63.50	82.88
Lease Payments	275.45	279.04
Closing Balance	608.24	933.17
Current	231.16	242.32
Non-Current	377.08	690.85

52.3 Maturity analysis of Lease liabilities

Particulars	FY 2024-25	FY 2023-24
1 Year	231.16	242.32
1 to 5 Years	377.08	690.85

52.4 Lease rent expense on short-term and low value lease debited to Statement of Profit and Loss

Particulars	FY 2024-25	FY 2023-24
Lease rent	43.07	4.34

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

53. Financial Risk Management

The Company's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and short-term deposits that derive directly from its operations.

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk, foreign currency risk and interest rate risk. The Company's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the company is foreign exchange risk. The Company uses foreign currency borrowings to mitigate foreign exchange related risk exposures.

The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to clients, including outstanding accounts receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

Trade and Other Receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment.

The following table gives details in respect of percentage of revenues generated from top customer and top 5 customers:

Particulars	For the year ended	
	March 31, 2025	March 31, 2024
Revenue from top customer	5,386.73	1,860.49
Revenue from top 5 customers	10,848.93	7,159.52

Market Risk

The Company limits its exposure to credit risk by generally investing in liquid securities and only with counterparties that have a good credit rating. The company does not expect any losses from non- performance by these counter-parties, and does not have any significant concentration of exposures to specific industry sectors.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk through credit limits with banks.

The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management.

The working capital position of the Company is given below:

Particulars	As at March 31, 2025	As at March 31, 2024
Cash and cash equivalents	94.61	147.89
Total	94.61	147.89

The table below provides details regarding the contractual maturities of significant financial liabilities as at March 31, 2025, March 31, 2024

Particulars	As at	On demand	Less than 1 year	1-2 years	2 years and above
Borrowings	March 31, 2025	5,897.34	1,375.82	850.77	1,826.66
	March 31, 2024	5,010.90	1,562.97	2,032.89	966.58
Trade payables	March 31, 2025	–	2,363.32	–	–
	March 31, 2024	–	2,038.62	–	–
Other financial liabilities	March 31, 2025	–	1,370.82	–	–
	March 31, 2024	–	1,227.09	–	–

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Foreign Currency risk

The Company's exchange risk arises from its foreign operations, foreign currency revenues and expenses, (primarily in U.S. dollars, British pound sterling and Euros and foreign currency borrowings (primarily in U.S. dollars, British pound sterling and Euros). A significant portion of the Company's revenues are in these foreign currencies, while a significant portion of its costs are in Indian rupees. As a result, if the value of the Indian rupee appreciates relative to these foreign currencies, the Company's revenues measured in rupees may decrease. The exchange rate between the Indian rupee and these foreign currencies has changed substantially in recent periods and may continue to fluctuate substantially in the future. The Company's management meets on a periodic basis to formulate the strategy for foreign currency risk management.

Consequently, the Company management believes that the borrowings in foreign currency and its assets in foreign currency shall mitigate the foreign currency risk mutually to some extent

The following table presents foreign currency risk from non-derivative financial instruments as of March 31, 2025 and March 31, 2024

Particulars	As at	USD	Euro	CHF
Assets				
Trade receivables	March 31, 2025	24.35	–	–
	March 31, 2024	189.68	–	–
Other Current Assets	March 31, 2025	48.77	–	1.26
	March 31, 2024	104.19	10.02	–
Cash and cash equivalents	March 31, 2025	–	–	–
	March 31, 2024	–	–	–
Liabilities				
Trade payable	March 31, 2025	–	–	–
	March 31, 2024	–	–	–
Borrowings	March 31, 2025	–	–	–
	March 31, 2024	–	–	–
Net assets/(liabilities)	March 31, 2025	73.12	–	1.26
	March 31, 2024	293.87	10.02	–

Foreign Currency Sensitivity Analysis

The company has very minimal presence in the export market. The Company is mainly exposed to the currency USD/EURO on account of outstanding trade receivables and trade payables in USD.

The following table details the Company's sensitivity to a 5% increase and decrease in INR against the relevant foreign currency. 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 5% change in foreign currency rates. A positive number below indicates an increase in profit or equity where the INR strengthens 5% against the relevant currency. For a 5% weakening of the INR against the relevant currency, there would be a comparable impact on the profit or equity as shown in the below table

Particulars	For the year ended 31 March, 2025	For the year ended 31 March, 2024
Impact on profit for the year	3.72	15.21

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates and investments.

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

Interest Rate Sensitivity Analysis

If interest rates had been 1% higher and all other variables were held constant, the company's profit for the year ended would have impacted in the following manner:

Particulars	For the year ended 31 March, 2025	For the year ended 31 March, 2024
Increase / (decrease) in the Profit for the year	100.89	101.97

If interest rates were 1% lower, the company's profit would have increased by the equivalent amount as shown in the above table.

Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company monitors the return on capital. The Company's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value.

The Capital Structure is as follows:

Particulars	As at March 31, 2025	As at March 31, 2024
Total equity attributable to the equity share holders of the company	13,507.14	12,286.07
As percentage of total capital	58%	56%
Current borrowings	7,273.16	6,573.88
Non-current borrowings	2,677.43	2,999.47
Total borrowings	9,950.59	9,573.35
As a percentage of total capital	42%	44%
Total capital (borrowings and equity)	23,457.73	21,859.42

The company is financed by both Debt and Equity, which is evident from the capital structure table

54. Power and fuel consumed is net off wind power income ₹672.16 lakhs (Previous Year ₹473.99 lakhs)

54A. The Board of directors recommended a final dividend ₹ 0.60 per Equity share (6% of face value of ₹ 10/- each) for the financial year 2024-2025. The dividend proposed is subject to approval of the members in the ensuing Annual General Meeting.

54B Financial ratios for the year ended 31st March 2025

S. No.	Particulars	For the year ended			Comments
		March 31, 2025	March 31, 2024	% Change	
1	Current Ratio (Current Assets / Current Liabilities)	1.07	0.96	12%	–
2	Debt-Equity Ratio (Borrowings / Shareholders' Fund)	0.74	0.78	-5%	–
3	Debt Service Coverage Ratio (Net Operating Income/ [Finance cost + Principal repayments + lease payments])	1.25	0.55	129%	Due to increase in profit as compared to previous year
4	Return on Equity Ratio (Net Profit after Taxes Less Preference Dividend / Average Shareholder's Equity)	9.14%	-8.63%	206%	Due to increase in profit as compared to previous year

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

S. No.	Particulars	For the year ended			Comments
		March 31, 2025	March 31, 2024	% Change	
5	Inventory Turnover Ratio (Net Sales / Average Inventory)	4.87	5.78	-16%	
6	Trade Receivables Turnover Ratio (Net Sales / Average trade receivables)	8.85	12.15	-27%	Due to increase in trade receivables
7	Trade Payables Turnover Ratio (Net Credit Purchases / Average Trade Payables)	7.34	8.58	-14%	Due to decrease in purchase as compared to previous year
8	Working Capital Turnover Ratio (Sales / Working Capital)	38.56	(80.93)	148%	Due to increase in working capital
9	Net Profit Ratio (PAT / Total Sales)	3.65%	-3.31%	210%	Due to increase in profit as compared to previous year
10	Return on Capital Employed (PBIT / Capital Employed)	9.41%	-1.22%	871%	Due to increase in profit as compared to previous year
11	Return on Net Worth (PAT / Shareholders' Fund)	8.72%	-9.02%	197%	Due to increase in profit as compared to previous year
12	Return on Investment (Capital Appreciation / Investments at the beginning of the year)	0.00%	-43.11%	100%	There is no sale of equity instruments during the year

55. Additional Disclosure relating to Schedule III Amendment of Companies Act ,2013

(i) Details of Benami property :

No proceedings have been initiated or are pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

(ii) Utilisation of borrowed funds and share premium:

A) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

B) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- Provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(iii) Compliance with number of layers of companies:

The Company has complied with the number of layers prescribed under the Companies Act,2013.

(iv) Undisclosed income:

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) Details of crypto currency or virtual currency:

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

(vi) Valuation of Property, Plant and Equipment, intangible asset and investment property:

The Company has not revalued its property, plant and equipment (including Right of Use Assets) or intangible assets or both during the current or previous year.

(vii) Struck off Companies:

The company does not have any transaction with companies struck off .

(viii) Wilful Defaulter:

The Company had not been declared a wilful defaulter by any bank or financial institution or other lender (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

(ix) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

56. The amounts and disclosures included in the financial statements of the previous year have been reclassified wherever necessary to conform to the current year classification.

57. All figures are in lakhs unless otherwise stated and rounded off to the nearest two decimals.

Subject to our report of even date attached

For and on behalf of the Board of Directors

For VKS Aiyer & Co,

Chartered Accountants

C S Sathyanarayanan

Partner

Membership No. 028328

Coimbatore

22-05-2025

S V Alagappan

Chairman

DIN:00002450

C Krishnakumar

Chief Financial Officer

S K Sundararaman

Managing Director

DIN:00002691

R Srinivasan

Company Secretary

ACS No.21254



CONSOLIDATED FINANCIAL STATEMENTS



INDEPENDENT AUDITOR'S REPORT

To the Members of Shiva Texyarn Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the Consolidated Financial Statements of Shiva Texyarn Limited ("the Holding Company") and its associate (the Holding Company and its associate together referred to as "the Group"), comprising of the Consolidated Balance Sheet as at March 31, 2025, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended and notes to the Consolidated Financial Statements including a summary of Material accounting policies and other explanatory information (hereinafter referred to as "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, including the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), of the consolidated state of affairs of the Group as at March 31, 2025, their consolidated profit including other comprehensive income, consolidated changes in equity and their consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Consolidated 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 Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and Rules thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion on the Consolidated Financial Statements.

Key Audit Matters

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

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

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Annual report, for example, Directors' Report and Management Analysis including Annexures thereon but does not include the Consolidated Financial Statements and our auditor's report thereon. Our opinion on the Consolidated 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 Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated 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 information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Director's responsibility for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles

generally accepted in India, including the Indian Accounting standards (Ind AS) specified under section 133 of the Act, read with relevant rules issued thereunder.

The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective board of directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Management & Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the group has adequate internal financial controls with reference to Consolidated 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 management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group'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 consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.



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

We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

We communicate with those charged with governance of the Holding Company and such other entity included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated 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 section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements;
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept by the group so far as it appears from our examination of those books;
 - c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements;
 - d. In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under section 133 of the Act read with relevant rules issued thereunder;
 - e. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2025 taken on record by the Board of Directors of the Holding Company, none of the directors of the Group incorporated in India is disqualified as on March 31, 2025 from being appointed as a director in terms of section 164(2) of the Act;
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the group and the operating effectiveness of such controls, we give our separate report in the "Annexure".
- (2) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2021, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Consolidated Financial Statements disclose the impact of pending litigations as at March 31, 2025, on the consolidated financial position of the Group- Refer Note no 41 on Contingent Liabilities to the Consolidated Financial Statements;
 - (ii) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - (iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its associate company incorporated in India;
 - (iv) a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the Note. No 55 to the Consolidated Financial Statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium

or any other sources or kind of funds) by the company and its associate to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the parent or any of its subsidiaries ("Ultimate Beneficiaries") or
- Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in Note. no 55 of Consolidated Financial Statements, no funds (which are material either individually or in the aggregate) have been received by the Company and its Indian subsidiary from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- Directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or
- Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

c) Based on the audit procedures as 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 iv (a) and (b) contain any material misstatement.

(v) a) The Group has not proposed / paid any dividend during the year.

b) As stated in Note 54A to the Consolidated Financial Statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

(vi) (i) The group have used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility and the same operates throughout the year for all relevant transactions recorded in the software.

(ii) Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

(iii) Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

(3) 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;

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the Limit laid down under Section 197 of the Companies Act.

(4) With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) order, 2020 ("CARO"/ "the order") issued by the Central Government in terms of Section 143(11) of the Act, based on the CARO reports issued by us for the Company and its associate included in the Consolidated Financial Statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For VKS Aiyer & Co

Chartered Accountants

ICAI Firm Registration No.0000665

C S Sathyanarayanan

Partner

Membership No. 028328

UDIN: 25028328BMIZUP3529

Place : Coimbatore

Date : 22 -05-2025



ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Shiva Texyarn Limited on the consolidated financial statements for the year ended March 31, 2025]

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of the Holding Company as of and for the year ended March 31, 2025, We have audited the internal financial controls over financial reporting of the Group, its associate companies which are companies incorporated in India, as of that date.

Opinion

In our opinion, the Group, its associate companies which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control

based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

For VKS Aiyer & Co

Chartered Accountants

ICAI Firm Registration No.000066S

C S Sathyanarayanan

Partner

Membership No. 028328

UDIN: 25028328BMIZUP3529

Place : Coimbatore

Date : 22 -05-2025

**Balance Sheet as at 31st March 2025**

(Amount in Rupees Lakhs except shares data or as otherwise stated)

Particulars	Note No.	As at 31 st March 2025	As at 31 st March 2024
I. ASSETS			
A) Non-current assets			
(a) Property, plant and equipment	3	16,281.23	17,199.24
(b) Capital work-in-progress	4	59.63	–
(c) Right of use assets	5	539.28	874.35
(d) Intangible assets	6	15.10	9.53
(e) Investment property	7	2.81	2.88
(f) Financial assets			
(i) Investments	8	241.24	213.32
(ii) Other financial assets	9	729.37	578.84
(g) Other non-current assets	10	260.90	128.76
Total Non-Current Assets		18,129.56	19,006.93
B) Current Assets			
(a) Inventories	11	7,382.22	5,595.10
(b) Financial assets			
(i) Trade receivables	12	4,044.79	3,241.44
(ii) Cash and cash equivalents	13	94.61	147.89
(iii) Other bank balances	14	179.35	150.38
(iv) Loans and advances	15	21.33	24.65
(v) Other financial assets	16	47.01	27.83
(c) Other current assets	17	508.84	724.66
Total Current Assets		12,278.15	9,911.95
TOTAL ASSETS		30,407.71	28,918.88
II. EQUITY AND LIABILITIES			
A) EQUITY			
(a) Equity share capital	18	1,296.27	1,296.27
(b) Other equity	19	12,270.53	11,021.54
Total Equity		13,566.80	12,317.81
B) LIABILITIES			
1) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	20	2,677.43	2,999.47
(ii) Lease liabilities	21	377.08	690.85
(iii) Other financial liabilities	22	27.11	25.13
(b) Provisions	23	30.26	53.47
(c) Deferred tax liabilities (net)	24	2,287.83	2,505.92
Total Non-Current Liabilities		5,399.71	6,274.84
2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	25	7,273.16	6,573.88
(ii) Trade payables	26		
a) Dues to micro and small enterprises		446.60	78.32
b) Dues to other than micro and small enterprises		1,916.72	1,960.30
(iii) Lease liabilities	27	231.16	242.32
(iv) Other financial liabilities	28	1,343.71	1,201.95
(b) Provisions	29	123.45	106.62
(c) Current Tax Liabilities	30	–	–
(d) Other current liabilities	31	106.40	162.83
Total Current Liabilities		11,441.20	10,326.23
TOTAL EQUITY AND LIABILITIES		30,407.71	28,918.88

The accompanying Material Accounting Policies and Notes to Consolidated Financial Statements form an integral part of Consolidated Financial Statements.

Subject to our report of even date attached

For and on behalf of the Board of Directors

For VKS Aiyer & Co,

Chartered Accountants

C S Sathyanarayanan

Partner

Membership No. 028328

Coimbatore

22-05-2025

S V Alagappan

Chairman

DIN:00002450

C Krishnakumar

Chief Financial Officer

S K Sundararaman

Managing Director

DIN:00002691

R Srinivasan

Company Secretary

ACS No.21254

Statement of Profit and loss for the year ended 31st March 2025

(Amount in Rupees Lakhs except shares data or as otherwise stated)

Particulars	Note No.	Year ended 31 st March 2025	Year ended 31 st March 2024
I. Revenue from operations	32	32,270.74	33,527.66
II. Other income	33	209.10	490.75
III. Total revenue (I + II)		32,479.84	34,018.41
IV. EXPENSES			
(a) Cost of materials consumed	34	14,852.11	19,161.76
(b) Purchase of stock-in-trade	35	1,503.50	1,546.27
(c) Changes in inventories of finished goods/WIP/stock-in-trade	36	125.90	(84.72)
(d) Employee benefits expense	37	5,542.11	4,817.04
(e) Finance costs	38	1,185.22	1,140.47
(f) Depreciation and amortisation expenses	39	1,435.44	1,483.05
(g) Other expenses	40	6,861.77	7,336.02
Total Expenses (IV)		31,506.05	35,399.89
V. Profit before tax (III - IV)		973.80	(1,381.48)
VI. Tax Expense			
(1) Current Tax			
(i) Pertaining to Current year		–	–
(ii) Pertaining to earlier year/MAT Credit written off		176.28	631.89
(2) Deferred tax		(408.75)	(936.71)
Total Tax Expense		(232.47)	(304.82)
VII. Profit/(Loss) for the year (V + VI)		1,206.27	(1,076.66)
VIII. Other comprehensive income/(loss)		42.74	(36.26)
(i) Items that will not be recycled to profit or loss			
(a) Remeasurements of the defined benefit plans		57.12	(55.73)
(b) Equity instruments through other comprehensive income		–	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		(14.38)	19.47
IX. Total comprehensive income/(Loss) for the year (VII + VIII)		1,249.01	(1,112.92)
X. Earnings/(loss) per equity share (Face value ₹ 10/- each)	46		
(1) Basic		9.31	(8.31)
(2) Diluted		9.31	(8.31)

The accompanying Material Accounting Policies and Notes to Consolidated Financial Statements form an integral part of Consolidated Financial Statements.

Subject to our report of even date attached

For and on behalf of the Board of Directors

For VKS Aiyer & Co,

Chartered Accountants

C S Sathyanarayanan

Partner

Membership No. 028328

Coimbatore

22-05-2025

S V Alagappan

Chairman

DIN:00002450

C Krishnakumar

Chief Financial Officer

S K Sundararaman

Managing Director

DIN:00002691

R Srinivasan

Company Secretary

ACS No.21254

**Cash Flow Statement for the year ended 31st March 2025**

(Amount in Rupees Lakhs except shares data or as otherwise stated)

Particulars	Year ended 31 st March 2025	Year ended 31 st March 2024
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit / (Loss) Before Tax	973.80	(1,381.48)
a) Adjustments for non-cash/Non-operating items		
Depreciation & Amortization Expenses	1,435.44	1,483.05
Interest income on Security Deposit	(8.85)	(7.98)
Loss on dimunition of Investments	—	—
Dividend Income	—	(1.52)
Interest Income	(57.01)	(81.62)
Profit on sale of Fixed Assets	(15.78)	(0.39)
Loss on sale of Fixed Assets	65.75	168.47
Rental Income	(18.02)	(19.52)
Interest on Lease	63.50	82.88
Provision for expected credit loss	4.39	—
Remeasurements of the defined benefit liabilities / (asset)	57.12	(55.73)
Share of profit from Associate enterprise	(27.92)	(31.74)
Interest & Finance charges	1,121.73	1,057.59
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	3,594.15	1,212.00
b) Adjustments for changes in working capital		
(Increase)/decrease in Trade and other receivables	(807.75)	(978.06)
(Increase)/decrease in Inventories	(1,787.12)	185.40
(Increase)/decrease in Other Non- Current Assets	(119.39)	167.52
(Increase)/decrease in Other Current Assets	215.82	252.54
(Increase)/decrease in Financial Assets	(154.94)	(151.53)
Increase/(decrease) in Provisions	(6.37)	93.36
Increase/(decrease) in Other Financial Liabilities	143.73	(78.39)
Increase/(decrease) in Other Liabilities	(56.43)	(208.50)
Increase/(decrease) in Other Non current Liabilities	—	—
Increase/(decrease) in Trade and other payables	324.70	(377.27)
CASH GENERATED FROM OPERATIONS	1,346.39	117.08
Income taxes refund/(paid)	(12.75)	124.89
NET CASH FLOW FROM OPERATING ACTIVITIES - (A)	1,333.64	241.97
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(444.61)	(693.26)
Sale of Fixed Assets	31.57	937.38
Purchase of investments	—	—
Sale of Investments	—	158.48
Rental Income Received	18.02	19.52
Dividend Income	—	1.52
Interest received	57.01	81.62
NET CASH FLOW FROM INVESTING ACTIVITIES - (B)	(338.01)	505.28
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds / (Repayment) of long term borrowings	(322.04)	(1,265.10)
Proceeds / (Repayment) of Short term borrowings	699.28	1,393.50
Repayment of Lease Liability (IND AS)	(275.44)	(279.05)
Dividend Paid	—	—
Interest & Finance charges paid	(1,121.73)	(1,057.59)
NET CASH FLOW FROM FINANCING ACTIVITIES - (C)	(1,019.93)	(1,208.25)
D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(24.31)	(461.00)
Cash and Bank balances as at the beginning of the reporting period (Opening Balance)	298.26	759.28
Less: Bank Balances not considered as cash and cash equivalents	179.35	150.38
Cash and cash equivalents as at the end of the reporting period (Closing Balance)	94.61	147.89

The accompanying Material Accounting Policies and Notes to Consolidated Financial Statements form an integral part of Consolidated Financial Statements.

Subject to our report of even date attached

For and on behalf of the Board of Directors

For VKS Aiyer & Co,

Chartered Accountants

C S Sathyanarayanan

Partner

Membership No. 028328

Coimbatore

22-05-2025

S V Alagappan

Chairman

DIN:00002450

C Krishnakumar

Chief Financial Officer

S K Sundararaman

Managing Director

DIN:00002691

R Srinivasan

Company Secretary

ACS No.21254



CONSOLIDATED FINANCIAL STATEMENTS

Statement of Changes in Equity for the year ended 31st March 2025

(Amount in Rupees Lakhs except shares data or as otherwise stated)

Equity Share Capital

Particulars	Amount
Balance as at April 1,2023	1,296.27
Changes in Equity during the year	-
Balance as at March 31, 2024	1,296.27
Balance as at April 1,2024	1,296.27
Changes in Equity during the year	-
Balance as at March 31,2025	1,296.27

Other Equity

Particulars	Capital reserve	Securities premium	General reserve	Retained earnings / (deficit)	Items of other Comprehensive Income			Total other equity
					Remeasurements of the defined benefit liabilities / (asset) net of tax	Equity instruments through other comprehensive income	Other items of other comprehensive income	
Balance as at April 1, 2023	11.77	2,243.01	4,851.13	5,006.55	(55.77)	56.48	1.76	12,114.93
Add : Profit/(loss) for the year				(1,076.66)				(1,076.66)
Add : Other comprehensive income for the year (net of taxes)								-
Remeasurements of the defined benefit liabilities / (asset) (net of taxes)					(55.73)			(55.73)
Balance in FVOCI of equity instruments transferred to retained earnings				19.53				19.53
Income tax relating to these items						19.47		19.47
Less: Dividend								-
Balance as at March 31,2024	11.77	2,243.01	4,851.13	3,949.42	(111.50)	75.95	1.76	11,021.54
Balance as at April 1,2024	11.77	2,243.01	4,851.13	3,949.42	(111.50)	75.95	1.76	11,021.54
Add : Profit/(loss) for the year				1,206.27				1,206.27
Add : Other comprehensive income for the year (net of taxes)								-
Remeasurements of the defined benefit liabilities / (asset) (net of taxes)					57.12			57.12
Balance in FVOCI of equity instruments transferred to retained earnings								-
Income tax relating to these items						(14.38)		(14.38)
Less : Dividend								-
Balance as at March 31, 2025	11.77	2,243.01	4,851.13	5,155.69	(54.38)	61.57	1.76	12,270.53

The accompanying Material Accounting Policies and Notes to Standalone Financial Statements form an integral part of Standalone Financial Statements.

Subject to our report of even date attached

For and on behalf of the Board of Directors

For VKS Aiyer & Co,

Chartered Accountants

C S Sathyanarayanan

Partner

Membership No. 028328

Coimbatore

22-05-2025

S V Alagappan

Chairman

DIN:00002450

C Krishnakumar

Chief Financial Officer

S K Sundararaman

Managing Director

DIN:00002691

R Srinivasan

Company Secretary

ACS No.21254

**Notes forming part of Financials Statements for the year ended 31st March 2025**

Note No.	Particulars
1. Corporate Information	<p>Shiva Texyarn Limited ("the Company") engaged in the manufacturing of yarn and technical textile products like coated and laminated fabrics, garments and other value added products. The Company was incorporated in the year 1980 and has its registered office and factory in Coimbatore.</p>
2. Material Accounting Policies	<p>This note provides a list of the Material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.</p> <p>The Company's equity shares are listed in both National Stock Exchange (NSE) and Bombay Stock Exchange (BSE).</p> <p>The Company's Financial Statements were authorized for issue as per the resolution of the Board of Directors dated 22nd May, 2025.</p>
2.1 General Information and Statement of compliance	<p>These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act.</p>
2.2 Basis of Preparation and Presentation	<p>The Financial Statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. The presentation of financial statement is based on Ind AS Schedule III of the Companies Act, 2013.</p> <p>The financial statements have been prepared on historical cost basis, except for the following:</p> <ol style="list-style-type: none"> Financial assets are measured either at fair value or at amortised cost depending on their classification; Employee defined benefit assets/ liabilities are recognised as the net total of fair value of plan assets, adjusted for actuarial gains/losses and the present value of defined benefit obligations; Right -of - use of assets are recognised at the present value of lease payments that are not paid on that date. This amount is adjusted for any lease payment made at or before the commencement of the lease and initial direct cost incurred, if any. Long term borrowings are measured at amortised cost using the effective interest rate method; <p>Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.</p> <p>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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.</p>
2.3 Current versus Non-Current classification	<p>The entity presents assets and liabilities in the Balance Sheet based on current/ non-current classification.</p> <p>An asset is classified as current, when:</p> <ol style="list-style-type: none"> It is expected to be realised or intended to be sold or consumed in normal operating cycle. It is held primarily for the purpose of trading. It is expected to be realised within twelve months after the reporting period, or It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. <p>All other assets are classified as non-current.</p> <p>A liability is classified as current, when:</p> <ol style="list-style-type: none"> It is expected to be settled in normal operating cycle. It is held primarily for the purpose of trading. It is due to be settled within twelve months after the reporting period, or There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. <p>The entity classifies all other liabilities as non-current. Deferred tax assets and liabilities are always classified as non-current assets and liabilities.</p>

Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
2.4 Revenue recognition	
	Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the company as part of the contract.
	Revenue from contracts with customers is recognized when control of the goods and services are transferred to the customer at an amount that reflects the consideration which the company expects to be entitled in exchange for those goods or services.
	Revenue is recognised when the performance obligation is satisfied either over time or at a point of time. The Indian accounting standards read with international terms and conditions is being appropriately factored in recognising revenue.
	However, Goods and Services tax (GST) are not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.
a. Sale of goods	
	Revenue from sale of goods is recognised when control of the goods is transferred to the customers, which coincides with the delivery of goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.
b. Sale of services	
	The Company recognises revenue when the significant terms of the arrangement are enforceable, services have been delivered and the collectability is reasonably assured.
c. Other operating revenue	
	Other Operating Revenues comprise of income from ancillary activities incidental to the operations of the Company and is recognised when the right to receive the income is established as per the terms of the contract.
	Income incidental to exports such as income from import entitlement and premium on sale of such entitlement are recognised when the right to receive the income is established as per the terms of the contract.
d. Dividend	
	Dividend Income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that economic benefits will flow to the Company and the amount of income can be measured reliably).
e. Interest	
	Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis taking into account the amount outstanding at the effective interest rate applicable, which is the rate that exactly discount estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.
f. Rental Income	
	The Company's policy for recognition of revenue from operating leases is described in Note 2.5 (A) below.
2.5 Leases	
A. The Company as a lessor	
	Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.
	Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.
	Rental income from operating leases is recognised on straight-line basis over the term of the relevant lease. Initial direct cost incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on straight-line basis over the lease term.
B. The Company as a lessee	
Right-of-use assets:	
	The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any

**Notes forming part of Financials Statements for the year ended 31st March 2025**

Note No.	Particulars
	<p>remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Company is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment test.</p> <p>Lease liabilities</p> <p>The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset if the Company changes its assessment of whether it will exercise an extension or a termination option.</p> <p>Short-term leases and leases of low-value assets</p> <p>The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.</p> <p>Significant judgement in determining the lease term of contracts with renewal options:</p> <p>The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.</p> <p>2.6 Foreign currency transactions and translations</p> <p>a) Functional and presentation currency</p> <p>Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.</p> <p>b) Transactions and balances</p> <p>Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.</p> <p>Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).</p> <p>2.7 Property plant and equipment</p> <p>Initial Cost</p> <p>Property, Plant and Equipment (PPE), being fixed assets are tangible items that are held for use in the production or supply of goods or services, for rental to others, or for administrative purposes and are expected to be used for more than a period of twelve months.</p> <p>Items of PPE are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. Financing costs (if any) relating to acquisition of assets which take substantial period of time to get ready for intended use are also included to the extent they relate to the period up to such assets are ready for their intended use</p> <p>Initial Cost of an item of PPE comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable costs of bringing the item to its location and working condition necessary for it to be capable of operating in the manner intended by the Management and estimated costs of dismantling and removing the item and restoring the site on which it is located.</p> <p>Items such as spare parts, stand-by equipment and servicing equipment are capitalized when they meet the definition of property, plant and equipment.</p> <p>If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE.</p> <p>Subsequent costs and disposal</p> <p>Subsequent expenditure related to an item of PPE is added to its book value only if it increases the future economic benefits from the existing asset beyond its previously assessed standard of performance/life.</p>

Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
	All other expenses on existing PPE, including day-to-day repair and maintenance expenditure and cost of replacing parts re-charged to the statement of profit and loss for the period during which such expenses are incurred
	De-recognition
	The carrying amount of an item of PPE is derecognised on disposal or when no future economic benefits are expected from its use or disposal.
	Gains or losses arising from De-recognition of PPE are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss when the asset is derecognized
	Capital work-in-progress:
	Assets in the course of construction are capitalized in capital work in progress account. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of property, plant and equipment. Costs (net of income) associated with the commissioning of an asset are capitalised until the period of commissioning has been completed and the asset is ready for its intended use
	Depreciation
	Depreciation commences when the assets are ready for their intended use. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013
	The Company reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.
	Depreciation on PPE is provided under straight line method as per the useful lives and manner prescribed under Schedule II to the Companies Act, 2013, except for Plant & machinery where the useful life is estimated to be 25 years (7.5 years based on triple shift basis), based on technical evaluation
	The Management believes that the estimated useful lives as per the provisions of Schedule II to the Companies Act, 2013, wherever adopted, are realistic and reflect fair approximation of the period over which the assets are likely to be used.
	The estimated useful lives, residual values and depreciation method are reviewed annually, if there has been a significant change in the expected pattern of consumption of future economic benefits embodied in the asset, depreciation is charged prospectively to reflect the changed pattern.

Class of Assets	Useful Lives
Factory Buildings	30 Years
Non-Factory Buildings,	60 Years
Plant & Machinery continuous process	25 Years
Plant and machinery	15 Years
Furniture and Fittings	10 years
Lab Equipments	10 years
Vehicles- Four Wheelers	8 Years
Vehicles- Two wheelers	10 Years
Electrical Installations	10 Years
Office Equipment	5 Years
Computer	3 Years
Fences, wells, tube wells	5 Years
Lease hold Buildings	Term of Lease or useful estimate life which ever is earlier

2.8 Intangible Assets and Amortisation

An intangible asset is an identifiable non-monetary asset without physical substance

Intangible assets are recognised only if it is probable that future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably.



Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
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Intangible assets are measured on initial recognition at cost and subsequently are carried at cost less accumulated amortization and impairment, if any.

Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed annually, with the effect of any changes in estimate being accounted for on a prospective basis.

The Company has used the following useful lives to amortise its intangible assets:

Class of Assets	Useful Lives
Computer software	3 Years

2.9 Impairment of Property, Plant and Equipment and Intangible Assets

The carrying amounts of the tangible and intangible assets are reviewed, as at each Balance Sheet date, to determine if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. The recoverable amount is greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows as a cash generating unit are discounted to the present value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an extent occurring after the impairment loss was recognised.

The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognised for the asset in prior years.

2.10 Borrowings cost

Borrowings are recognised initially at cost (net of transaction costs incurred). Borrowings are subsequently stated at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest rate method. Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

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

Interest 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 recognised in statement of profit and loss in the period in which they are incurred.

2.11 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

2.12 Inventories

Inventories are valued at lower of cost and net realisable value. Cost of raw materials, Packing materials, Stores and Spares and consumables are valued at Cost on weighted average cost basis. Value of finished goods and work-in-progress are determined on weighted average cost basis and include appropriate share of overheads. on item-by-item basis. Stores & Spares which do not meet the definition of PPE are accounted as inventories.

Raw Material, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value. The comparison of cost and net realisable value is made on item-by-item basis.

2.13 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, cash at bank and demand deposits with banks other than deposits pledged with government authorities and margin money deposits.

Bank borrowings are generally considered to be financing activities. However, where bank overdrafts which are repayable on demand form an integral part of an entity's cash management, bank overdrafts are included as a component of cash and cash equivalents. A characteristic of such banking arrangements is that the bank balance often fluctuates from being positive to overdrawn.

Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
2.14 Cash flow statement	
	Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.
2.15 Income Tax	
a) Current tax	The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted and are applicable as at the end of the reporting period. In the absence of adequate taxable profits, the Company is required to pay Minimum Alternate Tax (MAT) on the book profits, as adjusted for certain provisions.
b) Deferred tax	<p>Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.</p> <p>MAT paid in accordance with the tax laws, if any, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal tax. Accordingly, MAT is recognised as a deferred tax asset in the Balance sheet when it is highly probable that future economic benefit associated with it will flow to the Company.</p> <p>The carrying amount of deferred tax assets is reviewed at the end of each reporting period 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 asset to be recovered.</p> <p>Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.</p> <p>The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.</p>
c) Current and deferred tax for the year	Current and deferred tax are recognised in the Statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.
2.16 Employee benefits	
	Employee benefits include provident fund, employee state insurance, gratuity fund and compensated absences.
a) Retirement benefit costs and termination benefits	<p>Payments to defined contribution Retirement Benefit Plans are recognised as an expense when employees have rendered service entitling them to the contributions.</p> <p>For defined benefit Retirement Benefit Plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.</p>
b) Defined benefit costs are categorised as follows:	<ul style="list-style-type: none"> – service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements); – net interest expense or income; and – remeasurement



Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
	<p>For defined benefit plan, in the form of gratuity fund, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period in which they occur. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the scheme. The gratuity fund is maintained with Life Insurance Corporation of India.</p> <p>The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expenses'. Curtailment gains and losses are accounted for as past service costs.</p> <p>The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plan. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.</p> <p>A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.</p>
c) Short-term and other long term employee benefits	<p>A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.</p> <p>Liabilities recognised in respect of short term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.</p> <p>Liabilities recognised in respect of other long term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.</p>

2.17 Provisions and contingencies liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

2.18 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in Statement of Profit and Loss.

All financial instruments are recognised initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset and financial liabilities (other than financial assets and financial liabilities recorded at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognised on trade date.

For the purpose of subsequent measurement, financial instruments of the Company are classified in the following categories: non-derivative financial assets comprising amortised cost, debt instruments at fair value through other comprehensive income (FVTOCI), equity instruments at FVTOCI or fair value through profit and loss account (FVTPL) and financial liabilities at amortised cost or FVTPL.

Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
	<p>The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.</p> <p>A) Non-derivative financial assets</p> <p>(i) Financial assets at amortised cost</p> <p>A financial asset shall be measured at amortised cost if both of the following conditions are met:</p> <ul style="list-style-type: none"> (a) the financial asset is held within a business model whose objective is to hold financial 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 (SPPI) on the principal amount outstanding. <p>They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method, less any impairment loss.</p> <p>The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or where appropriate, a shorter period, to the gross carrying amount on initial recognition.</p> <p>Financial assets at amortised cost are represented by trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets.</p> <p>Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other Income" line item.</p> <p>(ii) De-recognition of financial assets</p> <p>The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.</p> <p>On De-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.</p> <p>On De-recognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.</p> <p>B) Non-derivative financial liabilities</p> <p>(i) Financial liabilities at amortised cost</p> <p>Financial liabilities at amortised cost represented by borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method.</p> <p>(ii) Financial liabilities at FVTPL</p> <p>Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Finance costs' line item. The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in Statement of Profit and Loss.</p>



Notes forming part of Financials Statements for the year ended 31st March 2025

Note No.	Particulars
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For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in the statement of profit and loss. The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

(iii) De-recognition of non-derivative financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.19 Impairment

(i) Financial Assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12- month expected credit losses or at an amount equal to the life time expected credit losses, if the credit risk on the financial asset has increased significantly since initial recognition.

(ii) Non-financial assets

The Company periodically assesses whether there is any indication that an asset or a group of assets comprising a cash generating unit may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. For an asset or group of assets that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost. An impairment loss is reversed only to the extent that the amount of asset does not exceed the net book value that would have been determined if no impairment loss had been recognised

2.20 Fair Value Measurements

The Company measures financial instruments at fair value at each balance sheet date. 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

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non financial assets takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level Input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Note - 3. Property Plant and Equipment

Description of Assets	Freehold Land	Leasehold land #	Building	Plant and Machinery	Office Equipment	Furniture & Fittings	Vehicles	Computers	Lab Equipments	Electrical Installations	Total
I. Gross Carrying Value											
Balance as at April 1, 2023	477.88	31.30	6,421.55	14,275.69	243.22	229.33	516.74	86.33	146.38	252.57	22,680.98
Additions during the year	-	-	480.73	132.61	18.38	70.56	24.22	15.43	7.04	24.82	773.80
Disposals during the year	-	-	-	(850.97)	(2.94)	-	(3.53)	-	(0.19)	-	(857.63)
Balance as at March 31, 2024	477.88	31.30	6,902.28	13,557.33	258.66	299.89	537.43	101.76	153.23	277.39	22,597.15
Additions during the year	-	-	4.69	147.06	30.36	19.37	159.09	8.44	0.09	7.68	376.78
Disposals during the year	-	-	(10.56)	(202.31)	(74.82)	(13.65)	(0.34)	(6.71)	(1.17)	(0.60)	(310.16)
Transfer to investment property	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2025	477.88	31.30	6,896.41	13,502.08	214.20	305.61	696.18	103.49	152.15	284.47	22,663.77
II. Accumulated depreciation											
Balance as at April 1, 2023	-	2.01	1,169.92	2,478.87	169.45	101.42	263.56	66.49	41.46	82.83	4,376.01
Depreciation for the year	-	0.33	207.31	882.33	19.27	22.76	55.54	8.29	14.97	27.81	1,238.61
Depreciation on disposals during the year	-	-	-	(212.28)	(0.84)	-	(3.52)	-	(0.06)	-	(216.70)
Balance as at March 31, 2024	-	2.34	1,377.23	3,148.92	187.88	124.18	315.58	74.78	56.37	110.64	5,397.92
Depreciation for the year	-	0.33	214.60	834.31	20.63	26.85	50.33	11.96	15.70	23.04	1,197.75
Depreciation on disposals during the year	-	-	(1.57)	(119.70)	(71.08)	(12.94)	(0.19)	(6.37)	(1.11)	(0.17)	(213.13)
Balance as at March 31, 2025	-	2.67	1,590.26	3,863.53	137.43	138.09	365.72	80.37	70.96	133.51	6,382.54
III. Net Carrying Value (I-II)											
Balance as at March 31, 2024	477.88	28.95	5,525.05	10,408.42	70.78	175.71	221.85	26.98	96.86	166.75	17,199.24
Balance as at March 31, 2025	477.88	28.63	5,306.15	9,638.55	76.77	167.52	330.46	23.12	81.19	150.96	16,281.23

Depreciation on Lease hold land denotes the amount of cost amortised and written off over the tenure of 99 years for which the company has entered into a registered lease for industrial plot.

Title deeds of all immovable properties are held in the name of the company

Certain Property, Plant and Equipments have been given as security against borrowings availed by the company (Refer Note - 20 & 25)

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

4. Capital Work-in-Progress

Particulars	As at 31 st March 2025	As at 31 st March 2024
Opening Balance at the beginning of the year	–	112.00
Additions during the year	72.68	45.18
Capitalised during the year	13.05	157.18
Closing balance at the end of the year	59.63	–

Capital Work-in-Progress (CWIP) Ageing Schedule

As at 31st March 2025

Particulars	Less than 1 year	1 to 2 years	More than 3 years	Total
Projects in progress	59.63	–	–	59.63
Projects temporarily suspended	–	–	–	–
Total	59.63	–	–	59.63

As at 31st March 2024

Particulars	Less than 1 year	1 to 2 years	More than 3 years	Total
Projects in progress	–	–	–	–
Projects temporarily suspended	–	–	–	–
Total	–	–	–	–

5. Right of Use Assets

Particulars	Total
I. Gross Carrying Value	
Balance as at April 1, 2023	1,130.77
Additions during the year	219.44
Disposals during the year	(39.06)
Balance as at March 31, 2024	1,311.15
Additions during the year	52.93
Disposals during the year	(250.76)
Balance as at March 31, 2025	1,113.32
II. Accumulated Depreciation	
Balance as at April 1, 2023	196.48
Depreciation for the year	245.12
Depreciation on disposals during the year	(4.80)
Balance as at March 31, 2024	436.80
Depreciation for the year	235.24
Depreciation on disposals during the year	(98.00)
Balance as at March 31, 2025	574.04
III. Net Carrying Value (I-II)	
Balance as at March 31, 2024	874.35
Balance as at March 31, 2025	539.28

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

6. Intangible Assets

Particulars	Computer Software	Knowhow	Total
I. Gross Carrying Value			
Balance as at April 1, 2023	96.30	861.60	957.90
Additions during the year	1.50	–	1.50
Disposals during the year	–	(459.63)	(459.63)
Balance as at March 31, 2024	97.80	401.97	499.77
Additions during the year	8.26	–	8.26
Disposals during the year	(6.40)	–	(6.40)
Balance as at March 31, 2025	99.66	401.97	501.63
II. Accumulated depreciation			
Balance as at April 1, 2023	84.20	401.97	486.17
Amortisation for the year	4.07	–	4.07
Amortisation on disposals during the year	–	–	–
Balance as at March 31, 2024	88.27	401.97	490.24
Amortisation for the year	2.37	–	2.37
Amortisation on disposals during the year	(6.08)	–	(6.08)
Balance as at March 31, 2025	84.56	401.97	486.53
III. Net Carrying Value (I-II)			
Balance as at March 31, 2024	9.53	–	9.53
Balance as at March 31, 2025	15.10	–	15.10

The technical know how under intangible assets is to be written off over a period of 60 months

7. Investment Property

Particulars	Land	Building	Total
I. Gross Carrying Value			
Balance as at April 1, 2023	0.76	4.50	5.26
Additions during the year	–	–	–
Disposals during the year	–	–	–
Balance as at March 31, 2024	0.76	4.50	5.26
Additions during the year	–	–	–
Disposals during the year	–	–	–
Balance as at March 31, 2025	0.76	4.50	5.26
II. Accumulated depreciation			
Balance as at April 1, 2023	–	2.31	2.31
Depreciation for the year	–	0.07	0.07
Depreciation on disposals during the year	–	–	–
Balance as at March 31, 2024	–	2.38	2.38
Depreciation for the year	–	0.07	0.07
Depreciation on disposals during the year	–	–	–
Balance as at March 31, 2025	–	2.45	2.45
III. Net Carrying Value (I-II)			
Balance as at March 31, 2024	0.76	2.12	2.88
Balance as at March 31, 2025	0.76	2.05	2.81

Note: Considering the materiality of amount involved, management has not taken fair valuation for investement properties

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

NON – CURRENT ASSETS

8. Investments

Particulars	As at 31 st March 2025	As at 31 st March 2024
A. Investment in Equity Instruments (at fair value through OCI)		
I. Quoted Investments – Traded (fully paid)		
Total Quoted Investments [A]	–	–
B. Investment in Equity Instruments (at fair value through P&L)		
I. Unquoted Investments – traded (fully paid)	–	–
Total unquoted Investments – traded [I]	–	–
II. Unquoted Investments – non – traded (fully paid)		
i) 1200000 Equity shares of ₹ 10/- each in Nellai Renewable Private Limited	120.00	120.00
ii) 2600 Equity Shares of ₹ 2362/- each in L K Distributors Private Limited	61.58	61.58
Total unquoted Investments – Non-traded [I]	181.58	181.58
Add: Share of Profit from Associate	59.66	31.74
Total Unquoted Investments [I]+[II] [B]	241.24	213.32
Less: Provision for diminution in Value of Investments	–	–
TOTAL INVESTMENTS [A]+[B]	241.24	213.32
Aggregate amount of quoted investments	–	–
Aggregate market value of quoted investments	–	–
Aggregate amount of unquoted investments	241.24	213.32
Aggregate amount of diminution in value of investments	–	–

Note: The Investments in Nellai Renewable private limited has been valued as per cost approach as there is a wide range of possible fair value measurements and cost represents the estimate of fair value within that range considering the purpose and restriction on the transferability of the instruments.

9. Other Financial Assets

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Rental and lease deposits	99.90	92.76
b) Security Deposits	349.77	349.76
c) Term Deposits with maturity more than 12 months*	279.70	136.32
Less: Provision for impairment of assets	–	–
Total	729.37	578.84

* Term Deposits includes Margin Money with banks towards issue of Bank Guarantee and Letter of Credit

10. Other Non-Current Assets

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Capital Advances	218.55	99.16
b) Advance payment of taxes	42.35	29.60
Total	260.90	128.76

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

CURRENT ASSETS

11. Inventories

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Raw Materials	3,950.81	2,641.98
b) Work-in-progress	902.58	326.66
c) Finished Goods	1,385.59	1,998.46
d) By-Product	15.60	21.71
e) Stores and Spares	1,080.46	476.27
f) Stock in Trade	47.18	130.02
Total	7,382.22	5,595.10

Note: Inventories have been pledged as securities against borrowings availed by the company (Refer Note No 25)

The cost of inventories recognised as an expense during the year was Rs.14,852.11 Lakhs. (Previous year Rs.19,161.76 Lakhs)

Mode of Valuation of Inventories is stated in Note No.2.12 of Material Accounting Policies

FINANCIAL ASSETS

12. Trade Receivables

Particulars	As at 31 st March 2025	As at 31 st March 2024
Unsecured		
a) Trade Receivables considered good	4,044.79	3,191.16
b) Trade Receivables which have significant increase in credit risk	–	50.28
c) Trade Receivables - Credit impaired	40.64	110.35
	4,085.43	3,351.79
Less: Allowances for Expected Credit Loss	(40.64)	(110.35)
Total	4,044.79	3,241.44

Note: Trade Receivables - Credit impaired

Particulars	As at 31 st March 2025	As at 31 st March 2024
Opening Balance	110.35	102.57
Current year Provisions	4.39	24.78
Provision reversed	(44.17)	(10.00)
Provision utilised	(29.93)	(7.00)
Total	40.64	110.35



Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Trade receivable - Ageing Sceduhule as on 31st March 2025

Outstanding for the following period from transaction date

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - Considered Good	3,871.21	48.39	14.10	-	-	111.09	4,044.79
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivables - Credit Impaired	-	-	-	3.55	0.38	36.71	40.64
Less: Allowances for Expected Credit Loss	3,871.21	48.39	14.10	3.55	0.38	147.80	4,085.43
	-	-	-	(3.55)	(0.38)	(36.71)	(40.64)
Total	3,871.21	48.39	14.10	-	-	111.09	4,044.79

Trade receivable - Ageing Sceduhule as on 31st March 2024

Outstanding for the following period from transaction date

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - Considered Good	3,052.18	38.41	12.98	5.06	-	82.52	3,191.16
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-
Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	8.08	42.20	50.28
Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	110.35	110.35
Less: Allowances for Expected Credit Loss	3,052.18	38.41	12.98	5.06	8.08	235.07	3,351.79
	-	-	-	-	-	(110.35)	(110.35)
Total	3,052.18	38.41	12.98	5.06	8.08	124.72	3,241.44

Trade Receivables have been pledged as security against working capital loan .(Refer Note No.25)

Trade Receivables are non-interest bearing and generally have a credit period of 60 to 90 days.

The company has used a practical expedient by computing the expected credit loss allowances for trade receivables based on a provision matrix.

The company has Business Credit Shield Policy for significant portion of receivables which has been factored in ECL computation.

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

13. Cash and Cash Equivalents

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) In Current Accounts	84.93	82.53
b) In Overdraft Accounts	–	–
c) In Term Deposits account with Maturity less than 3 months* at Inception	4.50	53.60
d) Cheques on hand	–	5.00
e) Cash on hand	5.18	6.76
Total	94.61	147.89

* Term Deposits includes Margin Money with banks towards issue of Bank Guarantee and Letter of Credit.

14. Other bank balances

Particulars	As at 31 st March 2025	As at 31 st March 2024
a. Deposit accounts		
– with maturity more than 3 months but less than 12 months at inception	–	–
b. Earmarked balances		
– in margin money*	170.48	136.75
– in unpaid dividend account	8.87	13.63
Total	179.35	150.38

* Margin Money with banks is towards issue of Bank Guarantee and Letter of Credit

15. Loans And Advances

Particulars	As at 31 st March 2025	As at 31 st March 2024
Employees and other advances	21.33	24.65
Total	21.33	24.65

16. Other Financial Assets

Particulars	As at 31 st March 2025	As at 31 st March 2024
Unsecured, considered good		
a) Interest accrued but not yet received	47.01	27.83
Total	47.01	27.83

17. Other Current Assets

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Advance to suppliers	134.55	226.65
b) Advance for expenses	21.35	30.59
c) Export incentive receivable	0.54	47.38
d) Balance with government authorities*	133.25	222.47
e) Prepaid expenses	219.15	197.57
Total	508.84	724.66

*balance includes gst credit receivable

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

18. Equity Share Capital

Particulars	As at 31 st March 2025		As at 31 st March 2024	
	Number of shares	₹ in Lakhs	Number of shares	₹ in Lakhs
a) Authorised Share Capital				
Equity share capital				
Equity Shares of ₹10/- each	2,20,00,000	2,200.00	2,20,00,000	2,200.00
Total	2,20,00,000	2,200.00	2,20,00,000	2,200.00
b) Issued, Subscribed and Paid up share capital				
Equity share capital				
Equity Shares of ₹10/- each	1,29,62,713	1,296.27	1,29,62,713	1,296.27
Total	1,29,62,713	1,296.27	1,29,62,713	1,296.27

a. Reconciliation of shares outstanding at the beginning and at the end of the reporting period:

Particulars	No. of. Shares	Amount	No. of. Shares	Amount
a. Shares outstanding at the beginning of the year	1,29,62,713	1,296.27	1,29,62,713	1,296.27
b. Shares issued during the year				
c. Shares bought back during the year				
d. Shares outstanding at the end of the year	1,29,62,713	1,296.27	1,29,62,713	1,296.27

b. Terms/ Rights attached to the Equity Shares:

The Company has issued only one class of equity share having a face value of Rs. 10/- per share. The holder of each equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution to all preferential creditors and other creditors, in the order of priority. The distribution will be in proportion to the number of equity shares held by shareholders. The company declares and pays dividend in Indian Rupees. The dividend proposed by Board of Directors is subject to the approval of Shareholders in the ensuing Annual General Meeting.

c. Details of Shareholders' holding more than 5% shares in the Company:

Particulars	As at 31 st March 2025		As at 31 st March 2024	
	No. of. Shares	% of Holding	No. of. Shares	% of Holding
Vedanayagam Hospital Private Limited	85,60,466	66.04%	93,55,466	72.17%
Sundar Ram Enterprise private Limited	8,09,473	6.24%	14,473	0.11%

d. Details of shares held by holding company

Name of the Shareholders	Number of shares held	
	As at 31 st March 2025	As at 31 st March 2024
Vedanayagam Hospital Private Limited	85,60,466	93,55,466

e. Promotor's Shareholding:

Particulars	As at 31 st March 2025		As at 31 st March 2024		% change during the year
	No. of. Shares	% of Holding	No. of. Shares	% of Holding	
Vedanayagam Hospital Private Limited	85,60,466	66.04%	93,55,466	72.17%	-6.13%
Sundar Ram Enterprise private Limited	8,09,473	6.24%	14,473	0.11%	6.13%
S V Kandasami	1,74,117	1.34%	1,74,117	1.34%	-
S K Sundararaman	50,760	0.39%	50,760	0.39%	-
K Leelavathi	2,700	0.02%	2,700	0.02%	-
Total	95,97,516	74.04%	95,97,516	74.04%	-

No shares have been issued as fully paid up pursuant to contract without payment being received in cash, bonus shares and shares bought back in the immediately preceeding five years.

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

19. Other Equity

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Securities Premium	2,243.01	2,243.01
b) General Reserve	4,851.13	4,851.13
c) Capital Reserve	11.77	11.77
d) Retained Earnings	5,155.67	3,949.42
e) Other Comprehensive Income	8.95	(33.79)
Total	12,270.53	11,021.54

Refer "Statement of Changes in Equity" for additions/deletions in each reserve

- a) **Securities Premium:** Amounts received on issue of shares in excess of the par value has been classified as securities premium.
- b) **General Reserve:** This represents appropriation of profit by the Company.
- c) **Retained earnings/(defecit):** It comprises of the Company's current and prior years' undistributed earnings after taxes
- d) **Other Comprehensive Income:** Other items of other comprehensive income consists of fair value changes on FVTOCI financial assets and re-measurement of net defined benefit liabilities/assets.

NON-CURRENT LIABILITIES

Financial Liabilities

20. Borrowings

Particulars	As at 31 st March 2025	As at 31 st March 2024
Secured Loans		
Term loans		
From banks	1,816.16	2,134.47
Less: Unamortized upfront fees on borrowings	(3.73)	–
From others	–	–
[A]	1,812.43	2,134.47
Unsecured Loans		
Loans from others		
Loan from related party	865.00	865.00
[B]	865.00	865.00
Total	2,677.43	2,999.47

(i) Details of terms of repayment in respect of secured term loans:

S.No	Terms of Loans	Name of the Bank	Current Maturities		Non current Maturities	
			As at 31 st March 2025	As at 31 st March 2024	As at 31 st March 2025	As at 31 st March 2024
1	Repayable in 24 quarterly instalments, commencing from March 2019. Rate of Interest 11.75% p.a	Axis Bank	–	500.00	–	–
2	Repayable in tenure of 48 monthly instalments after a moratorium of 12 months from the date of first disbursement. Rate of Interest 9.25% p.a	Axis Bank	187.50	225.00	–	187.50
3	Repayable in tenure of 48 monthly instalments after a moratorium of first 24 months. Rate of Interest 9.25% p.a	Axis Bank	122.50	91.87	275.63	398.13
4	Repayable in tenure of 48 monthly instalments after a moratorium of first 12 months. Rate of Interest 9.25% p.a	Bank of Baroda	73.25	73.25	36.63	109.87
5	Repayable in tenure of 48 monthly instalments after a moratorium of first 24 months. Rate of Interest 9.25% p.a	Bank Of Baroda	36.50	15.21	94.29	130.79

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

S.No	Terms of Loans	Name of the Bank	Current Maturities		Non current Maturities	
			As at 31 st March 2025	As at 31 st March 2024	As at 31 st March 2025	As at 31 st March 2024
6	Repayable in tenure of 48 monthly instalments after a moratorium of first 24 months. Rate of Interest 9.25% p.a	Canara Bank	37.50	18.75	96.88	131.25
7	Repayable in tenure of 48 monthly instalments after a moratorium of first 12 months. Rate of Interest 9.25% p.a	Indian Overseas Bank	150.00	150.00	62.50	212.50
8	Repayable in tenure of 48 monthly instalments after a moratorium of first 24 months. Rate of Interest 9.25% p.a	Indian Overseas Bank	127.50	116.88	265.63	393.12
9	Repayable in tenure of 48 monthly instalments after a moratorium of first 12 months. Rate of Interest - 9.25% p.a	Karur Vysya Bank	166.67	200.00	–	166.48
10	Repayable in tenure of 60 monthly instalments of varying amounts commencing from September 2020. Rate of Interest 10.00%	Karur Vysya Bank	0.72	2.87	–	0.75
11	Repayable in 20 quarterly instalments after 6 months holiday period - Rs.24.53 lakhs each. Rate of Interest 10.25% p.a	Karur Vysya Bank	49.08	98.15	–	49.08
12	Repayable in tenure of 48 monthly instalments after a moratorium of first 24 months. Rate of Interest 9.25% p.a	Karur Vysya Bank	106.50	71.00	248.50	355.00
13	Repayable in tenure of 42 monthly instalments after a moratorium of first 6 months. Rate of Interest 10.25% p.a	RBL bank	285.72	–	642.84	–
14	Repayable in tenure of 39 monthly instalments, Rate of Interest 8.90% p.a	ICICI Bank	35.74	–	93.26	–
	Total		1,379.18	1,562.98	1,816.16	2,134.47

II. Details of security provided in respect of secured tem loans

S.No	Particulars
1	First Pari-passu charge on the fixed assets of the spinning mill located at Kodangipalayam Village, Tirupur. Second Pari-passu charge on current assets of the company.
2,3	Second charge on the existing assets available to Axis Bank Ltd. <i>Guarantors:</i> 100% Credit Guarantee by NCGTC (National Credit Guarantee Trustee Company Limited)
4 to 8	Loans under the BGECL scheme shall rank 1 st charge on the assets financed under the Scheme and second charge with the existing credit facilities in terms of cash flows (including repayments). 100% Credit Guarantee by NCGTC (National Credit Guarantee Trustee Company Limited)
9, 11 & 12	The facilities are also collaterally secured by Exclusive Charge on Land at Avinashi standing in the name of M/s Sundar Ram Enterprises Private Limited; Second pari passu charge on land and factory building at Kodangipalayam Village at Tiruppur; Leasehold land and factory building at Ingur Village at Erode; and on plant and machinery at written down value (other than those under exclusive charge with other lenders). 100% Credit Guarantee by NCGTC (National Credit Guarantee Trustee Company Limited)
13	Exclusive charge on the land to the extent of 4.545 acres situated at SF No.4/1B, Arakulam Road, Paruvai Village, Palladam Taluk, Tirupur-641658
10 & 14	Hypothecation of motor car.

21. Lease Liability

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Obligation in respect of Lease Liability (refer Note no.52)	377.08	690.85
Total	377.08	690.85

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

22. Other Financial liabilities

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Security Deposit	27.11	25.13
Total	27.11	25.13

23. Provisions

Particulars	As at 31 st March 2025	As at 31 st March 2024
Provision for Employee benefits		
- Provision for gratuity (Refer Note no 44)	30.26	53.47
Total	30.26	53.47

24. Deferred Tax Liabilities

Particulars	As at 31 st March 2025	As at 31 st March 2024
Deferred Tax Liabilities:		
- On PPE and intangible assets	2,454.33	3,511.93
- On fair value adjustment of financial instruments	–	–
- On Employee benefit Expense/fair valuation on equity instrument	–	–
[A]	2,454.33	3,511.93
Deferred Tax Assets:		
- On disallowances under the Income tax act	(166.50)	(829.73)
- On lease liabilities	–	–
- On Employee benefit Expense/fair valuation on equity instrument	–	–
[B]	(166.50)	(829.73)
Net deferred tax liability/(asset)	2,287.83	2,682.20
Less: MAT credit	–	(176.28)
Total	2,287.83	2,505.92

The Company has chosen to exercise the option of lower tax rate of 25.168% (inclusive of Surcharge and Cess) u/s. 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance 2019. Accordingly, the Company has remeasured the deferred tax liabilities and assets based on the rate of tax prescribed by the said section. The impact of this change has been recognised in Statement of Profit and Loss for the year ended March 31,2025.(Refer Note No.48 for movement in deferred tax balances).

CURRENT LIABILITIES

FINANCIAL LIABILITIES

25. Borrowings

Particulars	As at 31 st March 2025	As at 31 st March 2024
Secured		
a) Current maturities of long-term borrowings (Refer Note No.20(ii))	1,379.18	1,562.98
Less: Unamortized upfront fees on borrowings	(3.36)	–
b) Working capital loans from bank	5,897.34	5,010.90
Total	7,273.16	6,573.88

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

(i) Details to Working capital loan from banks

Name of the Bank	Description	Rate of Interest	As at March 31, 2025	As at March 31, 2024
1. Axis Bank	Cash Credit	10.05%	783.46	469.23
2. Bank of Baroda	Cash Credit	10.25%	805.52	621.59
3. Canara Bank	Cash Credit	12.50%	215.08	258.96
4. Indian Overseas Bank	Cash Credit	10.75%	2,018.15	1,196.11
5. Indian Overseas Bank	Cash Credit	10.75%	–	311.03
6. Karur Vysya Bank	Cash Credit	10.50%	1,892.93	2,017.03
7. RBL Bank	Cash Credit	11.00%	182.20	136.95
Total			5,897.34	5,010.90

Note:

- All working capital loans are primarily secured by First Pari Passu Charge on the current assets of the company.
- In addition to the primary security, the following banks hold collateral security as detailed below :
 - KVB and Canara Bank:* Second pari passu charge on land and factory building located at Kodangipalayam Village, Tiruppur; Leasehold land and factory building located at Ingur Village, Erode; and on plant and machinery at written down value (other than those under exclusive charge with other lenders).
 - Bank of Baroda and Indian Overseas Bank:* Second Pari-passu charge on the entire fixed assets (Land & Building & Plant & Machinery) of the spinning mill located at Kodangipalayam Village, Tiruppur.
 - Axis Bank:* Second Pari-passu charge on the entire fixed assets (Land, Building, Plant & Machinery) of the spinning mill located at Kodangipalayam Village, Tiruppur and Personal guarantee of Managing Director Sri.S.K.Sundaraman.

26. Trade Payables

Particulars	As at 31 st March 2025	As at 31 st March 2024
Trade Payables		
a) Total outstanding dues of micro and small enterprises (Refer note no.42)	446.60	78.32
b) Total outstanding dues of creditors other than micro and small enterprises	1,916.72	1,960.30
Total	2,363.32	2,038.62

27. Lease Liabilities

Particulars	As at 31 st March 2025	As at 31 st March 2024
Obligation in respect of lease liability (Refer note no.52)	231.16	242.32
Total	231.16	242.32

28. Other Financial Liabilities

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Employees Benefits Payable	196.17	139.09
b) Unpaid dividend	8.87	13.63
c) Provision for CSR	–	–
d) Interest Accrued but not due on Borrowings	4.35	6.74
e) Other Payables	1,130.46	1,038.63
f) Unclaimed matured deposits and interest accrued thereon	3.86	3.86
Total	1,343.71	1,201.95

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Trade payable - Ageing Schedule as on 31 March 2025

Outstanding for the following period from transaction date

Particulars	Not Due	Less than 1 year	1 year to 2 years	2-3 years	More than 3 years	Total
1. Total Outstanding dues to Micro & small Enterprises	446.60	—	—	—	—	446.60
2. Total Outstanding dues to creditors other than Micro & small Enterprises	1,761.44	118.00	37.28	—	—	1,916.72
3. Disputed dues - dues to Micro & small Enterprises	—	—	—	—	—	—
4. Disputed dues - dues to creditors other than Micro & small Enterprises	—	—	—	—	—	—
Total	2,208.04	118.00	37.28	—	—	2,363.32

Trade payable - Ageing Schedule as on 31 March 2024

Outstanding for the following period from transaction date

Particulars	Not Due	Less than 1 year	1 year to 2 years	2-3 years	More than 3 years	Total
1. Total Outstanding dues to Micro & small Enterprises	78.32	—	—	—	—	78.32
2. Total Outstanding dues to creditors other than Micro & small Enterprises	1,653.13	300.92	—	—	6.25	1,960.30
3. Disputed dues - dues to Micro & small Enterprises	—	—	—	—	—	—
4. Disputed dues - dues to creditors other than Micro & small Enterprises	—	—	—	—	—	—
Total	1,731.45	300.92	—	—	6.25	2,038.62

The company's exposure to currency risk in relation to trade payables are disclosed in note no.53



Notes forming part of Financial Statements for the year ended 31st March 2025

(₹ in Lakhs)

29. Short Term Provisions

Particulars		As at 31 st March 2025	As at 31 st March 2024
a)	Gratuity	110.75	102.12
b)	Leave Encashment	12.70	4.50
Total		123.45	106.62

30. Current Tax Liability

Particulars	As at 31 st March 2025	As at 31 st March 2024
a) Current tax liability	—	—
Total	—	

31. Other Current Liabilities

Particulars		As at 31 st March 2025	As at 31 st March 2024
a)	Statutory Dues payable	67.25	64.21
b)	Creditors for capital goods	18.49	39.68
c)	Advance received from customers	20.66	58.94
Total		106.40	162.83

32. Revenue from Operations

Particulars		FY 2024-25	FY 2023-24
I.	Sale of Products		
a.	Manufactured goods		
	Yarn	12,916.39	19,626.61
	Fabrics	5,545.90	6,014.35
	Waste Cotton	1,199.90	2,251.90
	Garments	10,221.37	3,583.60
	[A]	29,883.56	31,476.46
b.	Traded Goods		
	Yarn	1,608.30	1,394.45
	Fabric	–	–
	Garments	291.07	238.73
	[B]	1,899.37	1,633.18
	Gross total [A]+[B]	31,782.93	33,109.64
	Less: Discount on sales	171.83	231.29
	[C]		
	Total Sales [A+B-C]	31,611.10	32,878.35
II.	Sale of Services		
	Coating, Dyeing and Lamination charges [D]	627.06	562.28
		627.06	562.28
III.	Other operating revenue		
	Duty drawback and other export incentives	18.06	58.30
	Others	14.52	28.73
	[E]	32.58	87.03
	Total	32,270.74	33,527.66

Details of product sold:

Particulars		FY 2024-25	FY 2023-24
A.	Export Sales	408.82	1,525.96
B.	Domestic Sales	31,202.28	31,352.39
Total		31,611.10	32,878.35

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

33. Other Income

Particulars	FY 2024-25	FY 2023-24
a) Interest Income (Refer Note 33.1 below)	65.86	81.62
b) Dividend income from investments	–	1.52
c) Profit on sale of assets	15.78	0.39
d) Gain on foreign currency transactions (Net)	5.44	15.30
e) Other Non-operating income (Refer Note 33.2 below)	94.10	360.18
f) Share of Associate's profit*	27.92	31.74
Total	209.10	490.75

*Share of profit from LK Distributors Private Limited (Associate) due to significant influence obtained in FY 23-24

DETAILS OF OTHER INCOME:

33.1 Interest Income

Particulars	FY 2024-25	FY 2023-24
Interest from financial assets at amortised cost	–	–
Interest on others	65.86	81.62
Total [A]	65.86	81.62

33.2 Other Non-operating Income

Particulars	FY 2024-25	FY 2023-24
Rental income	18.02	19.52
Recovery of bad debts	4.00	2.00
Sundry balances written back	49.60	327.19
Other Miscellaneous income	22.48	11.47
Total [B]	94.10	360.18

34. Cost of Materials Consumed

Particulars	FY 2024-25	FY 2023-24
Opening stock	2,641.99	2,690.91
Add: Purchases	16,160.93	19,112.84
	18,802.92	21,803.75
Less: Closing Stock	3,950.81	2,641.99
Cost of materials Consumed	14,852.11	19,161.76
Material consumed comprises:		
– Cotton	9,083.94	15,671.97
– Others	5,768.17	3,489.79
Total	14,852.11	19,161.76

35. Purchase of Stock-in-trade

Particulars	FY 2024-25	FY 2023-24
Purchase of Traded Goods	1,503.50	1,546.27
Total	1,503.50	1,546.27

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

36. Changes in inventories of finished goods and work in progress

Particulars	FY 2024-25	FY 2023-24
Inventories at the end of the year:		
Finished goods	1,385.59	1,998.46
Work-in-progress	902.58	326.66
Stock in trade	47.18	130.02
Waste-cotton	15.60	21.71
Total	2,350.95	2,476.85
Inventories at the beginning of the year:		
Finished goods	1,998.46	2,144.70
Work-in-progress	326.66	126.91
Stock in trade	130.02	43.52
Waste-cotton	21.71	77.00
Total	2,476.85	2,392.13
Net Increase / (Decrease) in inventories of finished goods and WIP	125.90	(84.72)

37. Employee Benefits Expense

Particulars	FY 2024-25	FY 2023-24
a) Salaries, Wages and Bonus	4,778.16	4,110.17
b) Contribution to Provident fund and other funds (Refer Note No.44.1.a & 44.1.b)	368.65	347.94
c) Staff welfare expenses	395.30	358.93
Total	5,542.11	4,817.04

38. Finance Cost

Particulars	FY 2024-25	FY 2023-24
a) Interest Expense	1,018.92	962.86
b) Interest on Lease	63.50	82.88
c) Other Borrowing Cost	102.80	94.73
Total	1,185.22	1,140.47

39. Depreciation & Amortisation

Particulars	FY 2024-25	FY 2023-24
a) Depreciation on Property, Plant & Equipment (Refer Note: 3)	1,197.75	1,238.60
b) Depreciation on Right of Use Assets (Refer Note:5)	235.24	240.31
c) Depreciation on Investment Property (Refer Note: 7)	0.07	0.07
d) Amortisation of Intangibles (Refer Note: 6)	2.37	4.07
Total	1,435.44	1,483.05

40. Other Expenses

Particulars	FY 2024-25	FY 2023-24
(a) Consumption of stores and spares	1,729.99	1,834.30
(b) Power and fuel consumed	2,129.89	2,398.18
(c) Processing Charges	479.06	360.87
(d) Freight and Forwarding Charges	221.95	248.50

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Particulars	FY 2024-25	FY 2023-24
(e) Repairs and Maintenance		
– Machinery	567.41	566.98
– Building	75.57	60.50
– Vehicles	53.37	55.14
– Others	100.59	71.02
(f) Rent	43.07	4.34
(g) Advertisement	7.78	2.81
(h) Sales Promotion	241.58	181.83
(i) Commission on sales	147.88	205.59
(j) Auditor Remuneration (Refer note no.1 below)	24.94	18.98
(k) Legal and Professional Charges	190.59	199.48
(l) License, Rates & Taxes	57.65	91.12
(m) Insurance	102.99	111.46
(n) Travelling and Conveyance	418.96	459.47
(o) Communication Expenses	31.33	44.21
(p) Printing & Stationery	16.64	17.46
(q) Directors' sitting fee	9.00	9.20
(r) Donation	10.27	2.77
(s) Loss on assets discarded	65.75	168.47
(t) Loss on exchange fluctuations	1.01	0.51
(u) Corporate Social Responsibility	–	–
(v) Provision for Expected Credit Loss	31.16	24.78
(w) Provision for Dimunition on investments	–	–
(x) Miscellaneous Expenses	103.34	198.05
Total	6,861.77	7,336.02

Note-1: Payment to Auditors

Particulars	FY 2024-25	FY 2023-24
Payments to auditors comprises (net of GST):		
Statutory audit fees	15.40	14.00
For taxation matters	6.45	3.35
For other services	3.09	1.63
Total	24.94	18.98

41. Contingent liabilities and commitments (to the extent not provided for)

Particulars	FY 2024-25	FY 2023-24
(i) Contingent liabilities:		
(a) Disputed claims of TANGEDCO as part of energy supply bill	426.90	397.17
(ii) Commitments:		
Estimated amount of contracts remaining to be executed on capital account and not provided for: Tangible assets	40.51	10.34
(iii) The Company has an on going dispute with one of its vendors regarding the pricing of cotton. The amount disclosed as a contingent liability excludes the accrued interest component.	48.00	36.03
(iv) During the year, the Company received a demand from IT Authorities in respect of AY 2023-24 amounting to Rs.42.89 Crores/- vide order dated 13/03/2025. As advised by experts, the demand was unsustainable in view of certain blatant errors and the order was against Principles of Natural Justice. The company had filed a writ in the H'ble Madras High Court. Thereafter, the Hon'ble High Court had vide its order dt 29/04/2025 set aside the assessment order, directing the assessing officer to make a fresh assessment.	–	–
Total	515.40	443.54

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

42. Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	FY 2024-25	FY 2023-24
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year.	447.96	78.32
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year.	–	–
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day.	–	–
(iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act.	–	–
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	6.58	3.87
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23	–	–

Dues to micro and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Segment Reporting**(a) Primary Business Segment Information**

The company's business relates to a single segment only i.e., Textiles. Accordingly, there is no more than one reportable business segment.

(b) Secondary Geographic Segment Information

Geographic Segment	Revenues	Segment assets	Capital expenditure incurred
Outside India			
March 31, 2025	408.82	157.24	49.25
March 31, 2024	1,525.96	189.67	97.61
India and Others			
March 31, 2025	31,861.92	30,190.81	335.79
March 31, 2024	32,001.70	28,697.46	677.69
Unallocated			
March 31, 2025	–	–	–
March 31, 2024	–	–	–
Total			
March 31, 2025	32,270.74	30,348.05	385.04
March 31, 2024	33,527.66	28,887.13	775.30

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

43. Disclosure for raw materials, purchased goods and finished goods under broad heads

1) Revenue from operations

Particulars	FY 2024-25	FY 2023-24
(a) Sale of goods		
a. Manufactured goods		
Yarn	12,916.39	19,626.61
Fabrics	1,468.27	880.02
Garments	10,221.38	3,583.61
Coated fabrics (Canvas)	506.57	1,012.94
Laminated fabrics	3,571.05	4,121.38
Waste	1,199.90	2,251.90
[A]	29,883.56	31,476.46
b. Traded goods		
Yarn	1,608.30	1,394.45
Fabric	–	–
Garments	291.07	238.73
[B]	1,899.37	1,633.18
Gross total [A]+[B]	31,782.93	33,109.64
Less: Discount on sales [C]	(171.83)	(231.29)
Total Sales [B]-[C]	31,611.10	32,878.35
(b) Sale of services		
Coating, Dyeing and Lamination charges	627.06	562.28
(c) Other operating income		
Duty drawback and other export incentives	18.06	58.30
Others	14.52	28.73
	32.58	87.03
Total	32,270.74	33,527.66

2) Raw materials consumption

Particulars	FY 2024-25	FY 2023-24
(a) Cotton	9,083.94	15,671.97
(b) Others	5,768.17	3,489.79
Total	14,852.11	19,161.76

3) Purchase of traded goods

Particulars	FY 2024-25	FY 2023-24
(a) Cotton	–	–
(b) Waste	–	–
(c) Yarn	1,298.92	1,340.20
(d) Fabrics	–	–
(e) Garments	204.58	206.07
Total	1,503.50	1,546.27

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

4) Total value of all imported raw materials, spare parts and components consumed during the financial year and the total value of all indigenous raw materials, spare parts and components similarly consumed and the percentage of each to the total consumption;

Particulars			FY 2024-25	FY 2023-24
Raw materials				
a)	Indigenous	(Rs. in Lakhs)	13,762.94	18,842.54
		(%)	92.67%	98.33%
b)	Imported	(Rs. in Lakhs)	1,089.17	319.22
		(%)	7.33%	1.67%
Total			14,852.11	19,161.76
Stores and spares				
a)	Indigenous	(Rs. in Lakhs)	1,946.63	2,255.54
		(%)	83.15%	92.91%
b)	Imported	(Rs. in Lakhs)	394.49	172.04
		(%)	16.85%	7.09%
Total			2,341.12	2,427.58

5) Value of imports calculated on CIF basis by the company during the financial year in respect of:

Particulars		FY 2024-25	FY 2023-24
(i)	Raw materials	980.88	292.82
(ii)	Components and spare parts	343.00	164.19
(iii)	Capital goods	45.48	56.62
(iv)	Traded goods	—	—
Total		1,369.36	513.63

6) Expenditure in foreign currency during the financial year on account of:

Particulars		FY 2024-25	FY 2023-24
Royalty, know-how, professional, consultation fees and others		48.60	90.40
Travelling, training and others		19.64	24.98
Total		68.24	115.38

7) The amount remitted during the year in foreign currencies on account of dividends with a specific mention of the total number of non-resident shareholders, the total number of shares held by them on which the dividends were due and the year to which the dividends related:

(i)	Total number of Non-resident shareholders	There are no shares held by non -resident. Hence , it is not applicable
(ii)	Total number of shares held	
(iii)	Total amount of dividend due/paid	
(iv)	Year to which the dividend related	

8) Earnings in foreign exchange classified under the following heads, namely:-

Particulars		FY 2024-25	FY 2023-24
(i)	Export of goods calculated on FOB basis	402.89	1,369.06
Total		402.89	1,369.06

9) Expenditure in foreign currency paid to trade related research institutions by way of recurring / non recurring contribution:-

Particulars		FY 2024-25	FY 2023-24
Testing Charges Paid		17.55	12.80

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

44. Employee benefit plans

44.1 a) Defined contribution plans - provident fund and employee state insurance

The Company makes Provident Fund and Employee state insurance scheme contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised the following contributions in the Statement of profit and loss.

Particulars	FY 2024-25	FY 2023-24
Provident fund	236.90	230.36
Employee state insurance	47.79	50.39
Total	284.69	280.75

44.1 b) Defined benefit plan - gratuity

In accordance with applicable Indian laws, the Company provides for gratuity, a defined benefit retirement plan (Gratuity plan). The Gratuity plan provides a lump sum payment to vested employees, at retirement or termination of employment, an amount based on the respective employee's last drawn eligible salary and the years of employment with the Company. The Company provides the gratuity benefit through annual contributions to a fund managed by the Insurer included as part of 'Contribution to provident and other funds' in Note 34 Employee benefit expense. Under this plan, the settlement obligation remains with the Company.

Description of Risk Exposures

- Interest Rate Risk:** The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).
- Investment Risk:** The probability or likelihood of occurrence of losses relative to the expected return on any particular investment.
- Salary Escalation Risk:** The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.
- Demographic Risk:** The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.
- Liquidity Risk:** This is the risk that the Company is not able to meet the short-term gratuity pay-outs. This may arise due to non-availability of enough cash/cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.
- In respect of the plan in India, the most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out as at March 31, 2025 by Mr. N Srinivasan, Fellow of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

The following table sets out the funded status of the gratuity scheme:

Particulars	FY 2024-25	FY 2023-24
Components of employer expense		
Current service cost	67.46	61.71
Past service cost	–	–
Interest cost	29.78	26.76
Expected return on plan assets	(19.81)	(23.10)
Recognised in statement of profit and loss	77.43	65.37
Re-measurement - actuarial (gain)/loss recognised in OCI	(57.13)	55.73
Total expense recognised in the Statement of total comprehensive income	20.30	121.10
Other Comprehensive Income (OCI)		
Actuarial (gain)/loss due to DBO assumption experience		
Actuarial (gain)/loss due to DBO experience	(68.36)	36.72
Actuarial (gain)/loss due to DBO Financial assumption changes	12.71	15.38
Actuarial (gain)/loss arising during period	(55.65)	52.10
Actual return on plan assets (greater)/less interest on plan assets	(1.48)	3.63
Actuarial (gains)/ losses recognized in OCI	(57.13)	55.73

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Particulars	FY 2024-25	FY 2023-24
Defined Benefit Cost		
Service cost	67.46	61.71
Net interest on net defined benefit liability / (asset)	9.97	3.66
Actuarial (gains)/ losses recognized in OCI	(57.13)	55.73
Defined Benefit Cost	20.30	121.10
Change in defined benefit obligation (DBO) during the year		
Present value of DBO at beginning of the year	439.90	412.45
Current service cost	67.46	61.71
Past service cost	—	—
Interest cost	29.78	26.76
Actuarial (gains) / losses	(55.65)	52.10
Benefits paid	(54.71)	(113.12)
Present value of DBO at the end of the year	426.78	439.90
Actual contribution and benefit payments for year		
Actual benefit payments	54.71	113.12
Actual contributions	34.88	28.50

Change in fair value of assets during the year

Plan assets at beginning of the year	284.31	349.46
Expected return on plan assets	19.81	23.10
Actual company contributions	34.88	28.50
Actuarial gain / (loss)	1.48	(3.63)
Benefits paid	(54.71)	(113.12)
Plan assets at the end of the year	285.76	284.31
Actual return on plan assets	21.29	19.47

Current and Non Current Liability portion

Particulars	FY 2024-25	FY 2023-24
Current Liability	(110.75)	(102.12)
Non current liability	(30.26)	(53.47)
Net liability	(141.01)	(155.59)
Net asset / (liability) recognised in the Balance Sheet		
Present value of defined benefit obligation	426.78	439.90
Fair value of plan assets	285.76	284.31
Funded status [Surplus / (Deficit)]	(141.02)	(155.59)
Net liability recognised in the Balance Sheet	(141.02)	(155.59)
Composition of the plan assets is as follows:		
Government securities		
Debentures and bonds		
Fixed deposits		
Insurer managed funds	100%	100%
Total	285.76	284.31

*Funds are managed by Life Insurance Corporation of India and composition of the fund as at the balance sheet date was not provided by the insurer.

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Particulars	FY 2024-25	FY 2023-24
Actuarial assumptions		
Discount rate	6.98%	7.22%
Expected return on plan assets	7.22%	7.52%
Salary escalation	6.50%	6.50%
Attrition Rate	5.00%	5.00%

The discount rate is based on the prevailing market yields of Government of India securities as at the Balance Sheet date for the estimated term of the obligations.

Sensitivity Analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

Gratuity Plan	FY 2024-25	FY 2023-24
Estimate value of obligation if discount rate is taken 1% higher	382.58	396.84
Estimated value of obligation if discount rate is taken 1% lower	479.79	491.19
Estimate value of obligation if salary growth rate is taken 1% higher	474.31	485.00
Estimate value of obligation if salary growth rate is taken 1% lower	385.83	400.93
Estimate value of obligation if attrition rate is taken 1% higher	426.33	440.90
Estimate value of obligation if attrition rate is taken 1% lower	427.12	438.56

These sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis.

Maturity profile of defined benefit obligation:

Maturity profile, if it ensues	March 31, 2025	March 31, 2024
1	21.44	22.64
2	18.93	24.73
3	19.99	19.95
4	18.62	22.57
5	21.62	18.56
Next 5 year pay-outs (6-10 years)	85.97	103.20
Pay-outs above Ten years	240.21	228.22

Asset Liability Matching Strategies

The Company has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance Company, as part of the policy rules, makes payment of all gratuity liability occurring during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset).

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

45. Related Party Transactions

A. Details of Related Parties

Description of Relationship	Name of Related Parties
i) Enterprises that have significant influence on the company	Vedanayagam Hospital Private Limited
ii) Enterprises in which the Key managerial Personnel or relatives have significant influence	Anamallais Agencies Private Limited Anamallais Automobiles Private Limited Sundar Ram Enterprise Private Limited Firebird Institute of Research in Management Dr SVK Educational Charities Alagammal Charitable Trust Anamallais Motors Private Limited Anamallais Agencies (stadium) Private Limited Annamalai Retreading Company Private Limited Shiva Automobiles Private Limited Abirami Ecoplast private Limited Shiva Mills Limited Firebird Enterprenuerial Ventures Private Limited Abirami Distributors private Limited S KS Agencies Limited L K Distributors Private Limited Young Brand Apparel Private Limited Srirangalakshmi Agro Private Limited
iii) Key Managerial Personnel (KMP)	Sri S K Sundararaman, Managing Director Sri C Krishnakumar, Chief Financial Officer Sri R Srinivasan, Company Secretary
iv) Relatives of Key Managerial Personnel	Sri S V Kandasami - Father of Managing Director Smt K Leelavathi - Mother of Managing Director Smt S Sujana Abirami - Spouse of Managing Director

B. Details of transactions during the year and balance outstanding as at the balance sheet date:

Particulars	Related Party	FY 2024-25	FY 2023-24
a) Transactions during the year:			
Sale of goods	Abirami Ecoplast Private Limited	474.80	587.17
	Vedanayagam Hospital Private Limited	0.07	0.70
	Young Brand Apparel Private Limited	0.39	0.65
Purchase of goods and services	Abirami Distributors Private Limited	1.88	3.11
	Abirami Ecoplast Private Limited	1.20	2.56
	Anamallais Agencies Stadium Private Limited	–	1.62
	Anamallais Motors Private Limited	1.77	0.69
	L K Distributors Private Limited	210.60	237.23
Interest paid	Dr S V Kandasami	–	–
	Sundar Ram Enterprise Private Limited	61.13	29.05

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Particulars	Related Party	FY 2024-25	FY 2023-24
Rent Paid	Sundar Ram Enterprise Private Limited Vedanayagam Hospital Private Limited	3.00 0.71	1.60 0.71
Director Sitting fee	Dr S V Kandasami Smt S Sujana Abirami Sri A Dhananjayan Sri D Sathish Krishnan Smt.V.Bhuvaneshwari Sri S Marusamy Sri S V Alagappan Sri Jayaram Govindarajan	0.80 0.60 1.80 1.80 1.80 0.40 0.80 1.00	1.00 0.80 1.80 2.00 1.40 1.20 1.00 –
Director Remuneration	Sri S K Sundararaman	40.32	40.32
Managerial Commission (yet to be paid)	Sri S K Sundararaman	51.64	–
Remuneration to KMP	Sri C Krishnakumar - Chief Financial Officer Sri R Srinivasan - Company Secretary	32.46 26.93	26.57 24.91
Loan from Related Parties	Sundar Ram Enterprise Private Limited	–	800.00
b) Transactions at the end of the year			
(i) Receivables	Abirami Ecoplast private Limited Vedanayagam Hospital Private Limited	56.98 –	45.19 0.26
(ii) Payables	Abirami Ecoplast private Limited	–	0.11
(iii) Payables for Expenses	Abirami Distributors Pvt Ltd L K Distributors Private Limited	– 27.48	0.17 28.13
(iv) Rent Payable	Sundar Ram Enterprise Private Limited Vedanayagam Hospital Private Limited	0.23 0.06	0.25 0.06
(v) Commission Payable	Sri S K Sundararaman	51.64	–
(vi) Loans Payable	Sri S V Alagappan Sri S K Sundararaman Sundar Ram Enterprise Private Limited	25.00 40.00 800.00	25.00 40.00 800.00
(vii) Land pledged as collateral security (6.96 acres)	Sundar Ram Enterprise Private Limited	570.74	939.71

46. Earnings Per Equity Share

Particulars	FY 2024-25	FY 2023-24
Profit attributable to equity shareholders (Rs. in Lakhs)	1,206.27	(1,076.66)
Weighted average number of equity shares (Nos.)	129.63	129.63
Par value per equity share (Rs.)	10.00	10.00
Earning per share - Basic & Diluted (Rs.)	9.31	(8.31)

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

47. Income Tax recognised

Particulars	FY 2024-25		FY 2023-24	
	Statement of profit and loss	Other comprehensive income	Statement of profit and loss	Other comprehensive income
Current Tax:				
- pertaining to current year	-	-	-	-
- pertaining to earlier year	176.28	-	631.89	-
Deferred Tax:				
In respect of current year	(408.75)	(14.38)	(936.71)	19.47
Income tax expense	(232.47)	(14.38)	(304.82)	19.47

48. Movement in deferred tax balances

Particulars	Opening Balance	Recognised in profit and Loss	Recognised in Other Comprehensive Income	Recognised directly in equity	Closing Balance
For the year ended March 31, 2025					
Tax effect of items constituting deferred tax asset					
Provision for doubtful debts & Advances	38.56	4.92	-	-	43.48
Disallowances under section 43B of Income Tax Act, 1961	84.71	(25.42)	-	-	59.29
Carry forwarded Loss for set off	695.59	(653.87)	-	-	41.72
IND AS 116 Adjustment	10.87	11.14	-	-	22.01
Tax effect of items constituting deferred tax asset	829.73	(663.23)	-	-	166.50
Tax effect of items constituting deferred tax (liability)					
On difference between book balance and tax balance of fixed assets	(3,531.40)	1,093.23	-	-	(2,438.17)
Gain on Actuarial valuation	19.47	(19.47)	(14.38)	-	(14.38)
Gain on Fair value of investments	-	-	-	-	-
IND AS 109 Adjustment	-	(1.78)	-	-	(1.78)
Tax effect of items constituting deferred tax (liability)	(3,511.93)	1,071.98	(14.38)	-	(2,454.33)
Less: MAT credit availed	176.28	(176.28)	-	-	-
Net Deferred tax asset/(liability)	(2,505.92)	232.47	(14.38)	-	(2,287.83)
For the year ended March 31, 2024					
Tax effect of items constituting deferred tax asset					
Provision for doubtful debts	35.84	2.72	-	-	38.56
Disallowances under section 43B of Income Tax Act, 1961	51.53	33.18	-	-	84.71
Carry forwarded Loss for set off	-	695.59	-	-	695.59
IND AS 116 Adjustment	-	10.87	-	-	10.87
Tax effect of items constituting deferred tax asset	87.37	742.36	-	-	829.73
Tax effect of items constituting deferred tax (liability)					
On difference between book balance and tax balance of fixed assets	(3,720.83)	189.43	-	-	(3,531.40)
Gain on Actuarial valuation	(3.70)	3.70	19.47	-	19.47
Gain on Fair value of investments	(1.22)	1.22	-	-	-
Tax effect of items constituting deferred tax (liability)	(3,725.75)	194.35	19.47	-	(3,511.93)
Less: MAT credit availed	808.17	(631.89)	-	-	176.28
Net Deferred tax asset/(liability)	(2,830.21)	304.82	19.47	-	(2,505.92)

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Particulars	FY 2024-25	FY 2023-24
Tax effect of items constituting deferred tax Assets		
Fair value/Provision for investments	–	–
Provision for doubtful debts & Advances	43.48	38.56
Disallowances under section 43B of Income Tax Act, 1961	59.29	84.71
Carry forward Loss for set off	41.72	695.59
IND AS 116 Adjustment	22.01	10.87
Tax effect of items constituting deferred tax Asset	166.50	829.73
Tax effect of items constituting deferred tax (liability)		
On difference between book balance and tax balance of fixed assets	(2,438.17)	(3,531.40)
Gain on Actuarial valuation	(14.38)	19.47
Gain on Fair value of investments	–	–
IND AS 109 Adjustment	(1.78)	–
Tax effect of items constituting deferred tax (liability)	(2,454.33)	(3,511.93)
Less: MAT credit availed	–	176.28
Net deferred tax (liability) / asset	(2,287.83)	(2,505.92)

49. Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Particulars	FY 2024-25	FY 2023-24
Profit before tax	973.80	(1,381.48)
Enacted income tax rate in India	25.17%	29.12%
Computed expected tax expense	245.09	(402.27)
Effect on account of exempted income	–	–
Effect on account of permanent difference	12.98	6.63
Effect on account of earlier year tax	176.28	631.89
Others	(659.79)	(531.82)
Income tax expense recognised in the statement of profit and loss	(225.44)	(295.58)

50. Financial instruments

The carrying value and fair value of financial instruments by categories as at March 31, 2025 and March 31, 2024 is as follows:

Particulars	Carrying value		Fair value	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
FINANCIAL ASSETS				
Amortised cost				
Loans	21.33	24.65	21.33	24.65
Trade receivable	4,044.79	3,241.44	4,044.79	3,241.44
Cash and cash equivalents	94.61	147.89	94.61	147.89
Other Bank Balances	179.35	150.38	179.35	150.38
Other financial assets	776.38	606.67	776.38	606.67
FVTOCI	–	–	–	–
Investment in equity instruments	–	–	–	–
FVTPL	–	–	–	–
Investment in equity instruments (unquoted)	181.58	181.58	181.58	181.58
Total Assets	5,298.04	4,352.61	5,298.04	4,352.61

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Particulars	Carrying value		Fair value	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
FINANCIAL LIABILITIES				
Amortised Cost				
Borrowings	9,950.59	9,573.35	9,950.59	9,573.35
Trade payables	2,363.32	2,038.62	2,363.32	2,038.62
Lease liabilities	608.24	933.17	608.24	933.17
Other financial liabilities	1,370.82	1,227.09	1,370.82	1,227.09
Total liabilities	14,292.97	13,772.23	14,292.97	13,772.23

The management assessed that fair value of cash and Balances with Bank, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- Long-term fixed-rate receivables/borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected losses of these receivables.
- Fair values of the Company's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non-performance risk as at March 31, 2025 was assessed to be insignificant.
- The fair values of the unquoted equity shares have been estimated using a discounted cash flow model. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, discount rate, credit risk and volatility, the probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted equity investments.

51. Fair value hierarchy

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

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents the fair value measurement hierarchy of financial assets and liabilities measured at fair value on recurring basis as at March 31, 2025, March 31, 2024.

Particulars	As at	Date of valuation	Total	Fair value measurement using		
				Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets measured at fair value:						
1. FVTOCI financial assets designated at fair value:						
Investment in equity instruments (quoted)	March 31, 2025	March 31, 2025	–	–	–	–
	March 31, 2024	March 31, 2024	–	–	–	–
2. FVTPL financial assets designated at fair value:						
Investment in equity instruments (unquoted)	March 31, 2025	March 31, 2025	181.58	–	–	181.58
	March 31, 2024	March 31, 2024	181.58	–	–	181.58

There are no transfers between levels during the period.

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

52. Leases

The following is the summary of practical expedients elected by the Company on the initial application:

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. The right-of-use assets are also subject to impairment. Right-of-use assets mainly consists of land and building.

Movement in right-of-use assets and lease liabilities during the year:

52.1 Right of Use-Assets

Particulars	FY 2024-25	FY 2023-24
Opening Balance	874.35	934.29
Additions during the year	52.93	219.44
Amortisation for the year	235.24	240.32
Deletions during the year	152.76	39.06
Closing Balance	539.28	874.35

52.2 Lease Liabilities

Particulars	FY 2024-25	FY 2023-24
Opening Balance	933.17	982.00
Accruals	42.70	181.49
Deletions	155.68	34.16
Interest	63.50	82.88
Lease Payments	275.45	279.04
Closing Balance	608.24	933.17
Current	231.16	242.32
Non-Current	377.08	690.85

52.3 Maturity analysis of Lease liabilities

Particulars	FY 2024-25	FY 2023-24
1 Year	231.16	242.32
1 to 5 Years	377.08	690.85

52.4 Lease rent expense on short-term and low value lease debited to Statement of Profit and Loss

Particulars	FY 2024-25	FY 2023-24
Lease rent	43.07	4.34

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

53. Financial Risk Management

The Company's principal financial liabilities, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and short-term deposits that derive directly from its operations.

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk, foreign currency risk and interest rate risk. The Company's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the company is foreign exchange risk. The Company uses foreign currency borrowings to mitigate foreign exchange related risk exposures.

The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to clients, including outstanding accounts receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

Trade and Other Receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment.

The following table gives details in respect of percentage of revenues generated from top customer and top 5 customers:

Particulars	For the year ended	
	March 31, 2025	March 31, 2024
Revenue from top customer	5,386.73	1,860.49
Revenue from top 5 customers	10,848.93	7,159.52

Market Risk

The Company limits its exposure to credit risk by generally investing in liquid securities and only with counterparties that have a good credit rating. The company does not expect any losses from non- performance by these counter-parties, and does not have any significant concentration of exposures to specific industry sectors.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk through credit limits with banks.

The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management.

The working capital position of the Company is given below:

Particulars	As at March 31, 2025	As at March 31, 2024
Cash and cash equivalents	94.61	147.89
Total	94.61	147.89

The table below provides details regarding the contractual maturities of significant financial liabilities as at March 31, 2025, March 31, 2024

Particulars	As at	On demand	Less than 1 year	1-2 years	2 years and above
Borrowings	March 31, 2025	5,897.34	1,375.82	850.77	1,826.66
	March 31, 2024	5,010.90	1,562.97	2,032.89	966.58
Trade payables	March 31, 2025	–	2,363.32	–	–
	March 31, 2024	–	2,038.62	–	–
Other financial liabilities	March 31, 2025	–	1,370.82	–	–
	March 31, 2024	–	1,227.09	–	–

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

Foreign Currency risk

The Company's exchange risk arises from its foreign operations, foreign currency revenues and expenses, (primarily in U.S. dollars, British pound sterling and Euros and foreign currency borrowings (primarily in U.S. dollars, British pound sterling and Euros). A significant portion of the Company's revenues are in these foreign currencies, while a significant portion of its costs are in Indian rupees. As a result, if the value of the Indian rupee appreciates relative to these foreign currencies, the Company's revenues measured in rupees may decrease. The exchange rate between the Indian rupee and these foreign currencies has changed substantially in recent periods and may continue to fluctuation substantially in the future. The Company's management meets on a periodic basis to formulate the strategy for foreign currency risk management.

Consequently, the Company management believes that the borrowings in foreign currency and its assets in foreign currency shall mitigate the foreign currency risk mutually to some extent

The following table presents foreign currency risk from non-derivative financial instruments as of March 31, 2025 and March 31, 2024

Particulars	As at	USD	Euro	CHF
Assets				
Trade receivables	March 31, 2025	24.35	–	–
	March 31, 2024	189.68	–	–
Other Current Assets	March 31, 2025	48.77	–	1.26
	March 31, 2024	104.19	10.02	–
Cash and cash equivalents	March 31, 2025	–	–	–
	March 31, 2024	–	–	–
Liabilities				
Trade payable	March 31, 2025	–	–	–
	March 31, 2024	–	–	–
Borrowings	March 31, 2025	–	–	–
	March 31, 2024	–	–	–
Net assets/(liabilities)	March 31, 2025	73.12	–	1.26
	March 31, 2024	293.87	10.02	–

Foreign Currency Sensitivity Analysis

The company has very minimal presence in the export market. The Company is mainly exposed to the currency USD/EURO on account of outstanding trade receivables and trade payables in USD.

The following table details the Company's sensitivity to a 5% increase and decrease in INR against the relevant foreign currency. 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 5% change in foreign currency rates. A positive number below indicates an increase in profit or equity where the INR strengthens 5% against the relevant currency. For a 5% weakening of the INR against the relevant currency, there would be a comparable impact on the profit or equity as shown in the below table

Particulars	For the year ended 31 March, 2025	For the year ended 31 March, 2024
Impact on profit for the year	3.72	15.21

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates and investments.

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

Interest Rate Sensitivity Analysis

If interest rates had been 1% higher and all other variables were held constant, the company's profit for the year ended would have impacted in the following manner:

Particulars	For the year ended 31 March, 2025	For the year ended 31 March, 2024
Increase / (decrease) in the Profit for the year	100.89	101.97

If interest rates were 1% lower, the company's profit would have increased by the equivalent amount as shown in the above table.

Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company monitors the return on capital. The Company's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value.

The Capital Structure is as follows:

Particulars	As at March 31, 2025	As at March 31, 2024
Total equity attributable to the equity share holders of the company	13,566.80	12,317.81
As percentage of total capital	58%	56%
Current borrowings	7,273.16	6,573.88
Non-current borrowings	2,677.43	2,999.47
Total borrowings	9,950.59	9,573.35
As a percentage of total capital	42%	44%
Total capital (borrowings and equity)	23,517.39	21,891.15

The company is financed by both Debt and Equity, which is evident from the capital structure table

54. Power and fuel consumed is net off wind power income ₹672.16 lakhs (Previous Year ₹473.99 lakhs)

54A. The Board of directors recommended a final dividend ₹ 0.60 per Equity share (6% of face value of ₹ 10/- each) for the financial year 2024-2025. The dividend proposed is subject to approval of the members in the ensuing Annual General Meeting.

54B Financial ratios for the year ended 31st March 2025

S. No.	Particulars	For the year ended			Comments
		March 31, 2025	March 31, 2024	% Change	
1	Current Ratio (Current Assets / Current Liabilities)	1.07	0.96	12%	–
2	Debt-Equity Ratio (Borrowings / Shareholders' Fund)	0.73	0.78	-6%	–
3	Debt Service Coverage Ratio (Net Operating Income/ [Finance cost + Principal repayments + lease payments])	1.25	0.55	129%	Due to increase in profit as compared to previous year
4	Return on Equity Ratio (Net Profit after Taxes Less Preference Dividend / Average Shareholder's Equity)	9.32%	-8.37%	211%	Due to increase in profit as compared to previous year

Notes forming part of Financials Statements for the year ended 31st March 2025

(₹ in Lakhs)

S. No.	Particulars	For the year ended			Comments
		March 31, 2025	March 31, 2024	% Change	
5	Inventory Turnover Ratio (Net Sales / Average Inventory)	4.87	5.78	-16%	
6	Trade Receivables Turnover Ratio (Net Sales / Average trade receivables)	8.85	12.15	-27%	Due to increase in trade receivables
7	Trade Payables Turnover Ratio (Net Credit Purchases / Average Trade Payables)	7.34	8.58	-14%	Due to decrease in purchase as compared to previous year
8	Working Capital Turnover Ratio (Sales / Working Capital)	38.56	(80.93)	148%	Due to increase in working capital
9	Net Profit Ratio (PAT / Total Sales)	3.74%	-3.21%	216%	Due to increase in profit as compared to previous year
10	Return on Capital Employed (PBIT / Capital Employed)	9.51%	-1.08%	983%	Due to increase in profit as compared to previous year
11	Return on Net Worth (PAT / Shareholders' Fund)	8.89%	-8.74%	202%	Due to increase in profit as compared to previous year
12	Return on Investment (Capital Appreciation / Investments at the beginning of the year)	0.00%	-43.11%	100%	There is no sale of equity instruments during the year

55. Additional Disclosure relating to Schedule III Amendment of Companies Act ,2013

(i) Details of Benami property :

No proceedings have been initiated or are pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

(ii) Utilisation of borrowed funds and share premium:

A) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

B) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- Provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(iii) Compliance with number of layers of companies:

The Company has complied with the number of layers prescribed under the Companies Act,2013.

(iv) Undisclosed income:

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) Details of crypto currency or virtual currency:

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

**Notes forming part of Financials Statements for the year ended 31st March 2025**

(₹ in Lakhs)

(vi) Valuation of Property, Plant and Equipment, intangible asset and investment property:

The Company has not revalued its property, plant and equipment (including Right of Use Assets) or intangible assets or both during the current or previous year.

(vii) Struck off Companies:

The company does not have any transaction with companies struck off .

(viii) Wilful Defaulter:

The Company had not been declared a wilful defaulter by any bank or financial institution or other lender (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

(ix) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

56. The amounts and disclosures included in the financial statements of the previous year have been reclassified wherever necessary to conform to the current year classification.

57. All figures are in lakhs unless otherwise stated and rounded off to the nearest two decimals.

Subject to our report of even date attached

For and on behalf of the Board of Directors

For VKS Aiyer & Co,

Chartered Accountants

C S Sathyanarayanan

Partner

Membership No. 028328

Coimbatore

22-05-2025

S V Alagappan

Chairman

DIN:00002450

C Krishnakumar

Chief Financial Officer

S K Sundararaman

Managing Director

DIN:00002691

R Srinivasan

Company Secretary

ACS No.21254

Financial Performance - Year Wise

Financial Year	Equity Share Capital	Reserves & Surplus	Turnover	Profit before Depreciation	Depreciation	Profit before Tax	Dividend on Equity Shares (%)
2000-2001 (18 months)	2,160.45	6,869.35	10,932.18	1,917.95	1,526.88	391.07	9
2001-2003 (15 months)	2,160.45	6,044.31	10,594.30	1,313.28	1,040.98	272.30	6
2003-2004	2,160.45	6,097.48	9,441.91	1,089.09	749.24	339.85	7.5
2004-2005	2,160.45	5,827.91	9,469.61	1,380.96	771.84	609.12	10
2005-2006	2,160.45	6,987.36	8,972.52	2,007.82	697.04	1,521.74	15
2006-2007	2,160.45	8,151.39	10,136.23	2,318.59	720.79	1,553.23	15
2007-2008	2,160.45	7,753.55	9,582.46	1,788.07	743.42	1,119.20	15
2008-2009	2,160.45	7,976.09	10,136.02	1,431.79	832.46	601.57	9
2009-2010	2,160.45	8,254.40	19,796.65	2,178.64	1,350.33	828.31	10
2010-2011	2,160.45	10,538.23	42,336.50	5,567.24	1,765.98	3,801.25	15
2011-2012	2,160.45	8,595.89	33,194.77	(992.86)	1,870.32	(2,863.18)	-
2012-2013	2,160.45	10,521.78	41,139.32	5,072.42	1,916.97	3,155.45	12
2013-2014	2,160.45	12,304.74	49,244.10	5,004.16	2,008.74	2,995.42	12
2014-2015	2,160.45	12,932.84	45,769.57	2,959.23	1,687.01	1,272.22	10
2015-2016	2,160.45	12,932.84	44,235.60	3,163.94	1,709.40	1,454.54	11
2016-2017	2,160.45	14,151.64	37,793.34	2,929.47	1,282.57	1,646.90	16
2017-2018	1,296.27	9,514.15	35,551.51	2,808.41	1,343.64	1,464.77	16
2018-2019	1,296.27	9,903.46	35,110.33	2,136.70	1,336.21	800.49	11
2019-2020	1,296.27	9,817.62	36,655.37	1,591.67	1,468.93	122.74	-
2020-2021	1,296.27	11,066.05	34,027.77	3,228.99	1,568.38	1,660.61	12
2021-2022	1,296.27	12,951.25	47,456.71	4,266.16	1,265.55	3,000.60	14
2022-2023	1,296.27	12,114.93	41,087.26	1,057.04	1,411.23	(354.18)	-
2023-2024	1,296.27	10,989.80	33,527.66	69.83	1,483.05	(1,413.22)	-
2024-2025	1,296.27	12,210.87	32,270.74	2,381.31	1,435.44	945.87	6

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Spinning Unit		Processing Unit		Lamination Unit	
S.F No. 371/5 Karadivavi Road, Paruvai Post Karanampet, Palladam – 641 658		Factory E-16, P-11 SIPCOT Industrial Growth Estate Perundurai, Erode - 638 052, Tamilnadu		S.F. No. 371/5, Karadivavi Road Paruvai Post, Karanampet Palladam - 641 658	
Garments Division-I		Coating Unit		Garment Division II	
S.F. No. 371/5 Karadivavi Road Paruvai Post, Karanampet Palladam - 641 658		S.F No. 4/1B Arakulam Road Palladam Tk, Paruvai Tirupur – 641 658		D.No. 1/667, K.P. Mahal Chinna Iyyan Kovil Pirivu, Somanur Road, Ichipatti Village, Palladam Tk Tirupur-641 668	
Windmills					
Munduvlampatti Village Erode District, Tamil Nadu		Gudimangalam, Athukinathupatti & Uthukuli Villages, Coimbatore District, Tamil Nadu			



SHIVA TEXYARN LIMITED

A TECHNICAL TEXTILE COMPANY

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