

# **Sumeet** INDUSTRIES LIMITED

CIN: L45200GJ1988PLC011049

REGD.OFF.: 504, TRIVIDH CHAMBER, 5TH FLOOR, OPP. FIRE BRIGADE STATION, RING ROAD, SURAT-395002, INDIA  
Phone (91-261) 2328902 · E-Mail: corporate@sumeetindustries.com · Visit us at: www.sumeetindustries.com

Date : 12/08/2025

To,  
**BSE Limited**  
Department of Corporate Services  
Phiroze Jeejeebhoy Towers,  
Dalal Street, FORT,  
Mumbai - 400 001

**Scrip Code - 514211**

To,  
**National Stock Exchange of India Ltd**  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E),  
Mumbai : 400 051

**Symbol - SUMEETINDS**

**Sub. : Submission of Annual Report of the Company for the year ended as on March 31, 2025**

Dear Sir,

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015, we are enclosing herewith Annual Report of the company for the financial year 2024-25 and is also available on the website of the company at [https://www.sumeetindustries.com/wp-content/uploads/ANNUAL-REPORT-2025\\_Final.pdf](https://www.sumeetindustries.com/wp-content/uploads/ANNUAL-REPORT-2025_Final.pdf)

Kindly take the same on record.

Thanking you.

**For Sumeet Industries Limited**

ANIL KUMAR  
SUMERMAL  
JAIN

Digitally signed by ANIL KUMAR SUMERMAL  
JAIN  
DN: cn=ANIL KUMAR SUMERMAL, postalCode=395017,  
o=Sumeet,  
serialNumber=4E4E8E3B94683A2A2A2D2  
SUMERMAJAIN, c=IN, email=ANIL.KUMAR@SUMEETINDS.COM  
Date: 2025.08.12 11:55:55 +05'30'

**Anil Kumar Jain**  
**Company Secretary**

**37<sup>TH</sup>**  
**ANNUAL**  
**REPORT**  
**2024-25**

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# THIRTY SEVENTH

## ANNUAL REPORT

### **BOARD OF DIRECTORS**

Mr. Radheyshyam B. Jaju	Executive Director
Mr. Pratik R. Jaju	Executive Director
Mr. Rohan D. Modh	Executive Director
Ms. Ankita Siddharth Shah	Non-Executive Director
Mr. Prachi A. Gandhi	Non-Executive Director
Mr. Saurav Santosh Dugar	Non-Executive Director

### **COMPANY SECRETARY**

Mr. Anil Kumar Jain

### **CHIEF FINANCIAL OFFICER (CFO)**

Mr. Abhishek Prasad

### **STATUTORY AUDITORS**

**HTKS & CO.**

( Firm Reg No.:111032W )

Chartered Accountants, Surat

### **INTERNAL AUDITOR**

**A.P. Bhanderi & Associates**

( Firm Reg No.: 136375W )

Chartered Accountants, Surat

### **SECRETARIAL AUDITOR**

**Dhirren R. Dave & Co.**

Company Secretaries, Surat

### **BANKERS**

Axis Bank Limited

HDFC Bank Limited

Kotak Bank Limited

### **REGISTERD OFFICE**

504, Trividh Chamber, Opp. Fire Station,

Ring Road, Surat - 395 002. (Gujarat)

Ph. : (0261) 2328902

E-mail : corporate@sumeetindustries.com

Web : www.sumeetindustries.com

### **FACTORY**

Block No. 289, 291, 292, Village : Karanj (Kim),

Tal. : Mandvi, Dist. : Surat-394 110. (Gujarat)

Ph.: 099789 25038

### **REGISTRAR & SHARE TRANSFER AGENT**

BIGSHARE SERVICES PVT. LTD.

Office No. S6-2 6th Floor, Pinnacle Business Park,

Next to Ahura Centre, Mahakali Caves Road,

Andheri (E) Mumbai-400093

Ph. : (022) 62638200 Fax : (022) 62638299

E-mail : info@bigshareonline.com

### **37<sup>TH</sup> ANNUAL GENERAL MEETING**

DATE : SATURDAY, 30<sup>TH</sup> AUGUST, 2025

TIME : 4.00 P.M..

THROUGH VIDEO CONFERENCE (VC) OR  
OTHER AUDIO VISUAL MEANS (OAVM)

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**NOTICE**

**NOTICE** is hereby given that the 37th Annual General Meeting (AGM) of the members of SUMEET INDUSTRIES LIMITED will be held on Saturday, 30th August 2025 at 04.00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

**ORDINARY BUSINESS:****1. To receive, consider and adopt ;**

- i) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2025 together with the reports of Board of Directors and the Auditors thereon.
- ii) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2025 together with the report of the Auditors thereon.

**2. To appoint a Director , in place of Mr. Radheshyam B Jaju (DIN : 00789902) , who retires by rotation and being eligible, offer himself for re-appointment.**

Members are requested to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, and Rules made thereunder (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), Mr. Radheshyam B Jaju (DIN : 00789902), who retires by rotation at this meeting, be and is hereby appointed as an Executive ( Whole Time ) Director of the Company, liable to retire by rotation."

**SPECIAL BUSINESS :****3. TRANSACTIONS WITH RELATED PARTIES UNDER SECTION 188 OF THE COMPANIES ACT, 2013**

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

**"RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 and pursuant to the provisions of Regulation 23(4) and all other applicable provisions, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ( as amended from time to time (hereinafter called "SEBI Listing Regulations"), and the Company's policy on materiality of Related Party Transaction(s), and all applicable provisions of the Companies Act, 2013 (hereinafter called "the Act") and Rules made there under, (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the consent of the Audit Committee and Board of Directors of the Company vide resolutions passed in their respective meetings held on 5<sup>th</sup> August, 2025 and subject to such other approvals, consents, permissions and sanctions of any authorities, as may be necessary, the consent and approval of the Members be and is hereby accorded to the Board of Directors ("the Board" which term shall be deemed to include a Committee of the Board) to enter into arrangements/transactions/contracts with M/s. Vibhuti Synthetics Pvt. Limited ( VSPL ), a related party of the Company on such terms and conditions as may be agreed between the

Company and VSPL from time to time, for an aggregate amount of up to Rs.50.00 crores entered and or to be entered during financial year 2025-26 & 2026-2027 provided that such contract(s)/arrangement(s)/transaction(s) shall always be carried out at arm's length and in the ordinary course of business of the Company."

**"RESOLVED FURTHER THAT**, the Board of Directors of the company be and is hereby authorized to determine the actual sums to be involved in the transaction, to increase the value of the transactions up to the limit allowed and to final the terms and conditions including the period of transactions and all other matters arising out of or incidental to the proposed transactions and generally to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions with the aforesaid parties, and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution."

#### **4. APPROVAL FOR ALTERATION OF CAPITAL CLAUSE (CLAUSE V) OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY SUBSEQUENT TO SUB-DIVISION OR SPLIT OF EQUITY SHARES .**

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 Sections 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Including any statutory modifications or re-enactments thereof, for the time being in force) and in accordance with the Articles of Association of the Company, and subject to such other approval(s)/ consent(s) as may be required from the concerned Statutory/Regulatory Authority(ies), the approval of the Members of the Company be and is hereby accorded for substituting the existing Clause 5th of the Memorandum of Association of the Company with the following Clause :

**5<sup>th</sup> . The authorized Share Capital of the Company is Rs. 175,00,00,000 (Rupees One Hundred Seventy-Five Crores only) divided in to:**

- 1. 57,50,00,000 ( Fifty Seven Crores Fifty Lacs ) Equity Shares of Rs.2/- (Rupees two only) each.**
- 2. 3,00,00,000 (Three Crores) Optionally Convertible / Redeemable Preference Shares of Rs.10/- (Rupees Ten only) each.**
- 3. 3,00,00,000 (Three Crores) 6% Non-Convertible Redeemable Preference Shares of Rs.10/- (Rupees Ten only) each.**

"RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company (which expression shall also include a Committee thereof) and/or the Chairman and Managing Director and/or any Whole-time Director and/or the Company

Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient to give effect to the above resolution, including but not limited to filing necessary e-forms with the Registrar of Companies and incorporation of amendments/ suggestions/ observations, if any, made by the Registrar of Companies to the extent applicable, and to execute all deeds, applications, documents and writings that may be required on behalf of the Company and generally to do all acts, deeds, matters and things as they may, in their absolute discretion deem necessary, expedient, usual or proper in relation to or in connection with or for matters in relation/ consequential to this resolution without seeking any further consent or approval of the Members or otherwise, to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution.”

**5. SUB-DIVISION (STOCK SPLIT) OF EVERY 1 (ONE) EQUITY SHARE OF FACE VALUE OF RS. 10.00/- EACH INTO 5 ( FIVE ) EQUITY SHARES OF FACE VALUE OF RS. 2.00/- EACH.**

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 Sections 61(1)(d), 64, and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant Rules framed thereunder and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any amendment(s), modification(s), variation(s) or re-enactment(s) thereof from time to time and the provisions of Memorandum and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary from the authorities concerned, consent of the members of the Company be and is hereby accorded that equity share of the Company having face value of Rs. 10/- (Rupees Ten only) each fully paid up be and is hereby sub-divided (stock split) into 5 ( Five ) Equity shares of face value of Rs. 2/- (Rupee Two ) each fully paid up and consequently, the Authorized Share Capital (Equity) of the Company shall comprise of **Rs. 115,00,00,000 (One Hundred Fifteen Crores ) divided into 57,50,00,000 ( Fifty Seven Crores Fifty Lacs ) Equity Shares of Rs. 2/- (Rupees Two) each.**

**“RESOLVED FURTHER THAT** upon sub-division of Equity Shares the members holding the equity shares in dematerialized form, the sub-divided equity shares of Face Value of Re. 2/- (Rupee Two only) each shall be credited to the respective beneficiary account of the members with their respective depository participants.”

**“RESOLVED FURTHER THAT** the Board of Director of the Company be and is hereby severally authorized to fix the record date and to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and / or incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things, from time to time, as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution and to delegate all or any of the powers herein vested in the Board, to any Director(s) or Company Secretary or Officer(s) of the Company as may be required to give effect to the above resolution.”

**6. RATIFICATION OF RE-APPOINTMENT OF COST AUDITOR**

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

**“RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs.40,000/- (Rupees Forty Thousand only) be paid to M/s. V.M. PATEL & ASSOCIATES, (Firm Registration No. 101519), the Cost Auditors, re-appointed by the Board in the meeting held on 24<sup>th</sup> April, 2025 to conduct the audit of the cost records of the Company for the financial year ending March 31, 2026, be and is hereby ratified.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**7. APPROVAL OF RE-CONSTITUTION IN AUTHORISED CAPITAL AND CONSEQUENT ALTERNATION IN THE CAPITAL CLUSE OF THE MEMORANDUM OF ASSOCIATION .**

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

“RESOLVED THAT pursuant to section 61, 64 and other applicable provisions of the Companies Act, 2013, Authorized Share Capital ( Equity ) of the company be and is hereby altered and reconstituted in to 72,50,00,000 ( Seventy Two Crores Fifty Lacs ) Equity Shares of Rs. 2/- ( Two ) each by cancellation of 3,00,00,000 ( Three Crores) 6% Non-Convertible Redeemable Preference Shares of Rs.10/- each, simultaneously creating 15,00,00,000 ( Fifteen Crores) Equity Shares of Rs.2/- each.

**Accordingly, new amended Clause 5<sup>TH</sup> of the Memorandum of Association will be read as below.”**

**5<sup>th</sup> . The authorized Share Capital of the Company is Rs. 175,00,00,000 (Rupees One Hundred Seventy-Five Crores only) divided in to:**

- 1. 72,50,00,000 (Seventy Two Crores Fifty Lacs ) Equity Shares of Rs.2/- ( Rupees Two ) each.**
- 2. 3,00,00,000 (Three Crores) Optionally Convertible / Redeemable Preference Shares of Rs.10/- (Rupees Ten only) each.**

“RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company (which expression shall also include a Committee thereof) and/or the Chairman and Managing Director and/or any Whole-time Director and/or the Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / Executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.

**8. TO RE-APPOINT MR. SAURAV SANTOSH DUGAR (DIN:08937448) AS AN INDEPENDENT DIRECTOR**

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 Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 (‘the Act’), the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, MR. Saurav Santosh Dugar ( DIN:08937448 ), who was appointed as an Independent Director of the Company for a term of five (5) consecutive years commencing from October 28, 2020 to October 27, 2025 (both days inclusive) and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent , Non-Executive Director of the Company, not liable to retire by rotation, to hold office for a second term of five (5) consecutive years commencing from October 28, 2025 upto October 27, 2030 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof ) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.

**9. APPOINTMENT OF M/s. DHIRREN R. DAVE & CO., PRACTISING COMPANY SECRETARIES ( UIN:P1996GJ002900) AS SECRETARIAL AUDITOR AND TO FIX THEIR REMUNERATION.**

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

“RESOLVED THAT pursuant to the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time read with provisions of Section 204 of the Companies Act, 2013 &. Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any amendment, modification or variation thereof, M/s. Dhirren R. Dave & Co., Practicing Company Secretaries ( UIN:P1996GJ002900) , be and are hereby appointed as Secretarial Auditors of the Company, for a period of five (5) years and to hold office from the conclusion of this 38th Annual General Meeting, to conduct Secretarial Audit, at such remuneration as mentioned in the Explanatory Statement.

“RESOLVED FURTHER THAT the Board of Directors (which term includes a duly constituted Committee of the Board of Directors) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient to give effect to this Resolution and / or otherwise considered by them to be in the best interest of the Company.”

The above appointment of M/s. Dhirren R. Dave & Co., Practicing Company Secretaries as Secretarial auditor of the Company is recommended by the Board of Directors.

**Registered Office:**

504, Trividh Chambers

**Opp. Fire Station,****Ring Road, Surat-395 002****By order of the Board of Directors****Sd/-****Place : Surat****Date : 05<sup>th</sup> August, 2025****Radheshyam B Jaju****Chairman****NOTES:**

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), in respect of businesses to be transacted at the Annual General Meeting ("AGM"), as set out under special business above, as required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and as required under Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, is annexed hereto.
2. Pursuant to the circular number nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 10/2021 dated June 23, 2021, 20/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA Circulars"), and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. Since the AGM will be held through VC / OAVM (viz. e-AGM), the Route Map for venue of AGM is not annexed to the Notice. The Deemed Venue of the 37<sup>th</sup> AGM of the Company shall be its Registered Office.
5. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Corporate members intending to authorise their representatives to participate and vote at the AGM are requested to send a duly certified copy of the board resolution authorizing their representatives to attend and vote on their behalf at the AGM.
7. The Members can join AGM in the VC/OAVM mode 15 (Fifteen) minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility

of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis.

8. Members desirous of seeking information in respect of Accounts of the Company are requested to send their queries to [corporate@sumeetindustries.com](mailto:corporate@sumeetindustries.com) on or before Tuesday, 26th August, 2025 before 2.00 P.M.
9. The Register of Directors and Key Managerial Personnel of the Company and their shareholding maintained under Section 170 of the Act, the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in the electronic mode upto the date of AGM of the Company. Members seeking to inspect such documents can send the e-mail to [corporate@sumeetindustries.com](mailto:corporate@sumeetindustries.com).
10. The Register of Members of the Company will remain closed from Sunday, 24<sup>th</sup> August 2025 to Saturday, 30<sup>th</sup> August , 2025 (both days inclusive).
11. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, and the MCA Circulars, the Company is providing facility of remote e-voting to its Members through Bigshare i-Vote E-Voting System in respect of the business to be transacted at 37<sup>th</sup> AGM of the company. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by E-Voting portal (i-vote) by Bigshare Services (P) Ltd. Members of the Company holding shares either in physical form or in dematerialized form, as on the Cut-Off date i.e. Saturday, 23<sup>rd</sup> August, 2025, may cast their vote either by remote e-voting as well as e-voting system as on date of AGM. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
12. The information with respect to voting process and other instructions regarding e-voting are detailed in Note no. 23.
13. In compliance with the aforesaid MCA Circular dated December 28, 2022 and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, Notice of the AGM along with Annual Report (comprising Financial Statements) for the Financial Year 2024-25, is being sent only through electronic mode to those Members whose email address(es) are registered with the Company / Depositories. Members may note that the Notice and Annual Report for Financial Year 2024-25 will also be available on the Company's website [www.sumeetindustries.com](http://www.sumeetindustries.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.
14. The Company has appointed Dhirren R. Dave & Co., Company Secretaries (UIN No. P1996GJ002900) as the Scrutinizer to scrutinize the voting during the meeting and remote e-voting process, in a fair and transparent manner.
15. The resolution shall be deemed to be passed on the date of AGM, subject to the receipt of sufficient votes.
16. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to

the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. The Members, whose unclaimed dividends/ shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in Form No. IEPF-5 available on [www.iepf.gov.in](http://www.iepf.gov.in). The Company has uploaded the information in respect of the unclaimed dividends/Shares on its website [www.sumeetindustries.com](http://www.sumeetindustries.com).

17. In the year 2018-19, the Company has transferred 1296302 equity shares to the demat account of IEPF Authority.
18. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.
19. In respect of shares held in demat form; the nomination form may be filed with the respective Depository Participant.
20. With a view to conserve natural resources, we request Members to update and register their email addresses and Mobile Number with their Depository Participants (DPs) or with the Company, as the case may be, to enable the Company to send communications including Annual Report, Notices, Circulars, etc. electronically.
21. Brief resumes of Directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships/chairmanships of board committees, shareholding and relationship among directors inter-se as stipulated under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India is given hereunder forming part of the Annual Report.
22. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act shall be made available at the commencement of the meeting and shall remain open and accessible to the members during the continuance of the 37<sup>th</sup> AGM of the company.
23. Voting process and instruction regarding remote e-voting as follows :
  - i. The voting period begins on Wednesday, 27<sup>th</sup> August, 2025 at 9:00 A.M. IST and ends on Friday, 29<sup>th</sup> August, 2025 at 5:00 P.M. IST. During this period shareholders' of the Company, holding shares in dematerialized form, as on the Cut-Off date (Record date) of Saturday, 23/08/2025 may cast their vote electronically. The e-voting module shall be disabled by Bigshare Services for voting thereafter.
  - ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
1. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given under:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of <b>BIGSHARE</b> the e-Voting service provider and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. <b>BIGSHARE</b>, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered</p>

	<p>Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-voting period.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS” “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name <b>BIGSHARE</b> and you will be redirected to <b>i-Vote</b> website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
  - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
  - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
  - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

**Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

**NOTE:** If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

**Voting method for shareholders on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

**3. Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

**NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
  - Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.
- (In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).*

**Voting method for Custodian on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.

**Investor Mapping:**

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
  - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
  - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

**Note:** The power of attorney (POA) or board resolution has to be named as the “InvestorID.pdf” (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

#### **Investor vote File Upload:**

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

#### **Helpdesk for queries regarding e-voting:**

<b>Login type</b>	<b>Helpdesk details</b>
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 1800 22 54 22.

#### **4. Procedure for joining the AGM through VC/ OAVM:**

**For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to attend the AGM under the dropdown option.
- For joining virtual meeting, you need to click on “VC/OAVM” link placed beside of “**VIDEO CONFERENCE LINK**” option.
- Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

**The instructions for Members for e-voting on the day of the AGM are as under:-**

- The Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM through VC/OAVM 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 system in the AGM.

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

**Helpdesk for queries regarding virtual meeting:**

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at <https://ivote.bigshareonline.com>, under download section or you can email us to [ivote@bigshareonline.com](mailto:ivote@bigshareonline.com) or call us at: 1800 22 54 22.

**EXPLANATORY STATEMENTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013****ITEM NO. : 03**

Your Company is engaged in the business of manufacturing of Polyester Chips and Polyester Yarns since around three decades. The company has been taken over by “Eagle Group” ( Successful Resolution Applicant ) of the company and accordingly management of the company has been taken over by Promoters of “.Eagle group “.

In line with the above objective and in the best interest of the Company, the present management of the Company has been entering into in the ordinary course of business at arms’ length basis as selling/buying/trading products from below mentioned is a “ Related Pary” within the meaning of Section 2(76) of the Act .

The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Regulations) provides for obtaining approval of the Shareholders for entering into material related party transactions as provided therein. Further, in terms of the provisions of Section 188 (1) of the Companies Act, 2013 read with Rules framed thereunder, for entering into related party transactions where the transaction value exceeds the thresholds prescribed, prior approval of the Members by way of Ordinary Resolution is required.

Material Related Party Transaction means transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover / Net-worth of the listed entity as per the last audited financial statements of the listed entity. The Company has provided the Audit Committee with the relevant details, of the proposed RPTs, as required under Listing Regulations, including material terms and basis of pricing. The Audit Committee, after reviewing all necessary information, has unanimously granted approval for entering into the below mentioned MRPTs. The Audit Committee has further noted that the transactions will be at an arms’ length basis and in the ordinary course of business of the Company. Accordingly, basis the approval of the Audit Committee, the Board of Directors recommends the resolutions contained in Item No. 3 of the accompanying Notice to the Members for approval.

The Company proposes to enter into transaction with related parties as provided below, from time to time, at the agreed terms of the transactions between the parties. The brief details of which are provided herein below :

<b>Name(s) of the Related Party</b>	<b>Vibhuti Synthetics Pvt. Limited</b>
Name of Director(s) or KMP who is/are related	Sudha Rajesh Jaju Pratik Rajesh Jaju
Nature of relationship	Buyers, Sellers & Traders
Material terms of the contracts/arrangements/ transactions	Buying , Selling, Transfer or receipt of Products , materials , services or any financial obligations
Period for which shareholders’ approval is sought for the transactions	Up to 31 <sup>st</sup> March, 2027
Salient terms of the contracts or arrangements or transactions including the value, if any	Rs. 50.00 Crores
The percentage of the listed entity’s annual consolidated turnover, for the immediately preceding financial year	Company’s Annual Turnover ( 2024-25 ) : Rs. 1003.37 Cr. Company’s Net Worth (2025-26) Rs. 185.21 Crores % based on the annual consolidated turnover for the year ended 31st March,2025: 4.98%

	% based on the Net-worth for the year ended 31st March,2025 : 27%
Are the transactions in the ordinary course of business	Yes
Are the transactions on an arm's length basis	Yes
Date(s) of approval by the Audit Committee: Board Meeting:	05.08.2025 05.08.2025
Justification as to why the RPT is in the interest of the company of the company	The Board is of the opinion that the aforesaid proposal is in the best interest of the Company as it will contribute to continuous growth in sales and profit of the Company. Transactions would always be based on the business expediency, on arm's length basis, in ordinary course of business and in the interest of all stakeholders
A copy of the valuation or other external party report, if any such report has been relied upon;	Not Applicable as the transaction will be entered on the arm-length basis and on the basis of prevailing market price on a competitive basis.
Any other information relevant or important for the members to make a decision on the proposed transactions	None

**ITEM NO. : 04 & 05**

The Equity shares of your Company are listed and traded on the Bombay Stock Exchange of India Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). With a view to enhance the liquidity in the capital market, to widen shareholder base and to make the shares affordable/ accessible to small/ retail in the Stock Market, the Board of Directors has considered and approved the sub-division (stock split) of one equity share of the Company having a face value of Rs. 10.00 (Ten) each into 5 (Five) Equity shares of face value of Rs. 2.00 ( Two ) each subject to approval of the members and any other statutory & regulatory approvals, as may be applicable. The proposed sub-division (stock split) of shares will not have any effect/result on the voting percentage/rights of any shareholders of the Company.

For giving effect to the proposed sub-division of equity shares of the Company, it is imperative to first amend the Capital Clause (Clause 5<sup>th</sup>) of the Memorandum of Association ("MOA") to reflect the revised structure of the Authorized Share Capital post-split. Without this amendment, the revised face value and increased number of shares resulting from the split would not be in conformity with the MOA. Accordingly, the shareholders are first being requested to consider and approve the alteration of the MOA. Once approved, the shareholders are then requested to approve the sub-division (split) of equity shares. The sub-division shall take effect only after the requisite alteration to the MOA is approved and made effective. Thus, while both resolutions are distinct, they are intrinsically linked, and the amendment to the MOA is a necessary precursor for effecting the sub-division.

The Record Date for the aforesaid sub-division of the Equity Shares will be fixed in the due course after approval of the shareholders is obtained for the proposed sub-division (stock split).

In the opinion of the Board, proposed sub-division (stock split) of the equity shares is in the best interest of the investors of the Company and therefore the Board at its meeting held on 5<sup>th</sup> August, 2025, recommended the aforesaid sub-division (stock split) to the shareholders. Proposed sub-division (stock split) will not have any impact on the amount of Authorized, Subscribed and Paid-up Share capital of the Company on account of sub-division (stock split) of equity shares.

Pursuance to the sub-division/Split will not affect the paid-up capital of the Company, but only increase the number of outstanding shares proportionately while reducing the nominal value per share. Pre and Post Sub-division Capital Structure is given below :-

Type of Capital	Pre Sub-Division/Split			Post Sub-Division Split			
	No. of equity Shares	Face Value	Total Share Capital	No. of Equity Shares	Face Value	Total Share Capital	
Authorized Capital ( Equity )	11,50,00,000	10/-	115,00,00,000/-	57,50,00,000	2/-	115,00,00,000/-	
Issued , Subscribed and Paid Up Share Capital ( Equity )	10,52,65,136	10/-	105,26,51,360/-	52,63,25,680	2/-	105,26,51,360/-	

The sub-division (stock split) as aforesaid would require consequential amendments to the existing 5th Clause of the Memorandum of Association of the Company as set out in Item No. 4 & 5 of the Notice respectively. Accordingly, Your Board recommend the Resolution at item nos. 4 & 5 of this Notice, for your approval as Special Resolution.

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution(s) as mentioned at item no. 4 & 5 above.

#### ITEM NO. : 06

As the members are aware, in terms of Section 148 of the Companies Act, 2013 and Rule 3A and Rule 4 of Companies (Cost Records and Audit) Rules, 2014, the Company is required to appoint a Cost Auditor to conduct Audit of the cost records of the Company.

M/s. V.M. PATEL & ASSOCIATES, Cost Auditor (Firm Registration No. 101519) have been appointed as the Cost Auditors of the Company for the Financial Year 2025-26 by the Board in their meeting held on 24.04.2025 and has fixed remuneration of Rs. 40,000/- (Rupees Forty Thousand only) exclusive of applicable Tax/GST and out-of-pocket expenses. In terms of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the proposed remuneration of the Cost Auditors as fixed by the Board is required to be ratified by the members.

None of the Directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested, financially or otherwise, in this Resolution.

#### ITEM NO. : 07

The company has un-issued Authorised Share Capital in the form of 3,00,00,000 (Three Crores) 6% Non-Convertible Redeemable Preference Shares ( NCRPS) of Rs.10/- each consisting of Rs. 30.00 Crores Share Capital.

As the Promoter and Promoter Group ( Successful Resolution Applicant) has presently 89.83 % of Equity Shares after allotment of equity shares in pursuance of approved Resolution Plan., So, they have to either divest / or issue new equity shares to investors to the extent of equity shares exceeding the prescribed limit set by the SEBI to bring the Promoter's holding up to 75% in future with in the prescribed time. Hence, it is necessary to re-constitute the Authorised Capital by increasing Authorised Capital Amount in Equity Shares.

**Pre and Post Re-Constitution of Authorised Capital Structure is given below :-**

Type of Capital	Pre Re-Constitution			Post Re-Constitution		
	No. of Shares	Face Value	Total Share Capital	No. of Shares	Face Value	Total Share Capital
Equity Shares	57,50,00,000	2/-*	115,00,00,000/-	72,50,00,000	2/-	145,00,00,000/-
6% Non-Convertible redeemable preference Shares	3,00,00,000	10/-	30,00,00,000/-	-	-	-
OCRPS**	3,00,00,000	10/-	30,00,00,000/-	3,00,00,000	10/-	30,00,00,000/-

\* Face Value of the Equity Shares is being changed by way of creating sub-division/splitting equity shares to Rs. 2/- each per shares as per Resolution No.4 of this notice kept for shareholders approval.

\*\*Optionally Convertible Redeemable Preference Shares

Such reconstitution in the Authorised Share Capital needs approval of the shareholders. Hence necessary resolution no. 7 is placed in the notice for your kind approval. The members are requested to consider and approve the resolutions.

None of the Directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested, financially or otherwise, in this Resolution.

#### **ITEM NO. : 08**

MR. Saurav Santosh Dugar ( DIN:08937448) is currently an Independent , Non-Executive Director of the Company, Chairman of the Audit Committee , Stakeholders Relationship Committee and Nomination and Remuneration Committee and Member of CSR Committee.

MR. Saurav Santosh Dugar was appointed as an Independent Director of the Company by the Members at the 33<sup>rd</sup> Annual General Meeting of the Company held on 14th September, 2021 for a period of five (5) consecutive years commencing from October 28, 2020 upto October 27, 2025 (both days inclusive) and is eligible for re-appointment for a second term on the Board of the Company.

The Nomination & Remuneration Committee ('NRC'), taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation has recommended to the Board that MR. Saurav Santosh Dugar's qualifications and the rich experience of more than 10 Years in the areas of Finance , Banking , Audit , Strategy & Risk management and Corporate Governance meets the skills and capabilities required for the role of Independent Director of the Company.

Based on the recommendation of the NRC, the Board of Directors at its Meeting held on August 05, 2025, proposed the re-appointment of MR. Saurav Santosh Dugar as an Independent Director of the Company for a second term of five (5) consecutive years commencing from October 28, 2025 upto October 27, 2030 (both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

The Board is of the opinion that MR. Saurav Santosh Dugar continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

Mr. Saurav Santosh Dugar is a Practicing Chartered Accountant with an overall experience of around 12 Years. He is a Key Partner of the Firm A J S S D & Company, Chartered Accountants based at Surat. He has also Completed Certificate Course on Forensic Accounting and Fraud Detection from ICAI. He has

been conducting Statutory & Tax-audit, Internal- audit of large & medium scale Companies, He has also specialization in Bank Audits, Direct Taxation, Indirect Taxation & Company Law matters.

The Company has in terms of Section 160(1) of the Act received a notice from a Member proposing his candidature for the office of Director. The Company has received a declaration from Mr. Saurav Santosh Dugar confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Saurav Santosh Dugar has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to Circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies

In the opinion of the Board, Mr. Saurav Santosh Dugar fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and is independent of the Management. The terms and conditions of his re-appointment are uploaded on the website of the Company at [www.sumeetindustries.com](http://www.sumeetindustries.com) and will also be available for inspection by the Members. Members who wish to inspect the same can send a request to the e-mail address mentioned in the notes to the Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mr. Saurav Santosh Dugar as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board commends the Special Resolution set out in Item No. 8 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except Mr. Saurav Santosh Dugar, are concerned or interested, financially or otherwise, in the resolution set out accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and revised Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice

#### **ITEM NO. : 09**

Appointment of M/s. Dhirren R. Dave & Co., Practising Company Secretaries ( Firm Registration No.: P1996GJ002900 ) as Secretarial Auditors of the Company subject to the approval of Equity Shareholders at the ensuing 37<sup>th</sup> AGM of the Company. for a period of 5 years in compliance with the amended provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide SEBI Notification dated December 12, 2024 read with provisions of Section 204 of the Companies Act, 2013 & Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**Term of Appointment:** Appointment for a term of 5 (Five) consecutive years from the conclusion of ensuing 37<sup>th</sup> AGM, subject to the approval of Equity Shareholders at the ensuing 37<sup>th</sup> AGM of the Company. The proposed fees payable to the Secretarial Auditors in Rs. 60,000/- (Rupees Fifty thousand only) per year plus out of pocket expenses for the first year and for subsequent years, which may be subject to revision if any and as mutually agreed between the Board and the Auditors.

**Brief Profile :** M/s. Dhirren R. Dave & Co., Company Secretaries in Practice having wide expertise in the legal, secretarial and financial arena. The firm has been created by highly experienced practicing professionals having wide range of domain expertise with an aim of providing its clientele multi-disciplinary, multi-geographic, high quality, legal, financial & secretarial services in a cost effective and simplified manner.

Considering the profile of the firm and practising professionals associated with the firm, it has been recommended to appoint M/s. Dhirren R. Dave & Co as the Secretarial Auditors of the Company. The Board of Directors in its meeting held on April 24,2025 have proposed to approve the appointment.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the said resolution.

**Additional information as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 notified under Section 118 (10) of the Companies Act, 2013 are as under:**

Name of the Director	Mr. Radheshyam B. Jaju	Mr. Saurav Santosh Dugar
Category	Executive Director	Independent, Non-Executive Director
DIN	00789902	08937448
Date of Birth & Age	30-04-1955, Age: 69	20-06-1992 , Age : 33
Nationality	Indian	Indian
Date of Appointment on the Board	05-08-20024	28/10/2020
Appointment / Re-Appointment	Appointment	Re- Appointment
Qualifications /Expertise and Experience	B.Com / 35 Years of experience	Practicing Chartered Accountant, Completed Certificate Course on Forensic Accounting and Fraud Detection from ICAI/ Having 12 Years of experience
Experience & Nature of expertise in specific functional areas	Mr. Radheshyam B. Jaju has an experience of more than 40 years spearheaded Eagle Group right from nascent stages. He has been instrumental the driving force behind expansion of business career for the growth of this group. He possesses extensive industry knowledge which has helped in the growth of the group and staggering 35 years of experience in the nylon, spinning, ginning, texturing, weaving etc. segments of textile industry. His key role to look overall marketing, raw material procurement and business networking of group	Mr. Saurav Santosh Dugar is a Practicing Chartered Accountant with an overall experience of around 12 years. He is a Key Partner of the Firm A J S S D & Company, Chartered Accountants based at Surat. He has also Completed Certificate Course on Forensic Accounting and Fraud Detection from ICAI. He has been conducting Statutory & Tax-audit, Internal- audit of large & medium scale Companies. He has specialization in Bank Audits, Direct Taxation, Indirect Taxation & Company Law matters.
Remuneration last drawn	Nil	Nil
Relationship with other Directors & KMP	Mr. Pratik R. Jaju, Director of the Company is Borthor' son	Nil

Directorship in other Public Limited companies	Nil	Nil
Chairman/member of the committee of the Board	Nil	3 ( Chairman ) 1 ( Member )
Names of listed entities in which the person also holds the directorship and the membership of Committees of the Board along with listed entities from which the person has resigned in the past three years	Nil	Nil
Listed entities in which he has resigned in the past three years	Nil	Nil
Number of Equity Shares held in the company as on March 31, 2025	25,00,000	Nil
Terms and conditions of appointment	As per resolution passed in the last Annual General Meeting held on 30 <sup>th</sup> September ,2024	As per resolution at item no. 8 of this Notice, read with the Explanatory statement thereto
Number of meetings of the Board attended during the financial year 2024-25	11	11
Details of remuneration to be proposed	As approved by the Nomination & Remuneration Committee / Board from time to time within the overall remuneration as stated in the regulation and approved by the shareholders.	Nil

**Registered Office:**  
**504, Trividh Chambers**  
**Opp. Fire Station,**  
**Ring Road, Surat-395 002**

**By order of the Board of Directors**

**Sd/-**

**Radheshyam B Jaju**  
**Chairman**

**Place: Surat**  
**Date: 05<sup>th</sup> August ,2025**

**DIRECTORS' REPORT**

**Dear Shareholders,**

The Hon'ble NCLT Bench, Ahmedabad has approved the Resolution Plan submitted by "Eagle Group" (Successful Resolution Applicant ) on dated 16.07.2024. Monitoring Committee has been formed on 30.07.2024 by appointing Erstwhile RP as Chairman of the Monitoring Committee to implement the plan as approved by the Hon'ble Court.

The financial performance of the Company ( Standalone and Consolidated ) for the financial year ended 31st March, 2025 is summarized below :-

**FINANCIAL RESULTS**

(Rs. in Lakh)

Particulars	Standalone		Consolidated	
	2024-25	2023-24	2024-25	2023-24
Sales & Income from operation	<b>100337.05</b>	98485.70	<b>100337.05</b>	98485.70
Other Income	<b>236.80</b>	84.81	<b>236.80</b>	85.32
<b>Profit ( Loss )before Financial cost, Depreciation and Exceptional items &amp; Tax (EBITDA)</b>	<b>1468.47</b>	(3953.99)	<b>1468.47</b>	(3953.99)
Interest	<b>358.74</b>	1.81	<b>358.74</b>	1.81
Depreciation	<b>2078.64</b>	2390.90	<b>2078.64</b>	2390.9
<b>Profit/(Loss) before Exceptional and Extraordinary items</b>	<b>(968.92)</b>	(6346.70)	<b>(968.92)</b>	(6346.70)
Exceptional & Extraordinary items	<b>17003.10</b>	-	<b>18928.23</b>	-
<b>Profit/(Loss) before Tax</b>	<b>16034.18</b>	(6346.70)	<b>17959.31</b>	(6346.70)
Provision for Taxation	-	-	-	-
Current tax	-	-	-	-
Mat Credit	-	-	-	-
Deferred Tax	<b>(396.40)</b>	(445.55)	<b>(396.40)</b>	(445.55)
Taxation for previous year	<b>1329.61</b>	-	<b>1329.61</b>	-
<b>Profit after Tax</b>	<b>15100.97</b>	(5901.15)	<b>17026.10</b>	(5901.15)
Profit available for appropriation	-	-	-	-
Dividend on Equity & Pref. Shares	-	-	-	-
Transfer to General Reserve	<b>15100.97</b>	(5901.15)	<b>17026.10</b>	(5901.15)

**OPERATIONS**

During the year under review, the Company witnessed moderate demand coupled with rising power and fuel and raw material & other costs that impacted the overall profitability. Despite the challenges, the Company ensured continuous supply of products in the markets and sales has been marginally increased by 1.88 % in comparison to the previous year.

The Company has produced 103390.423 Tons (P.Y. 103842.209 Tons) of Pet Chips/Polyester and Texturized Yarn and dispatched 102877.870 Tons ( P.Y. 103971.267 Tons) of Pet Chips / Polyester and Texturized yarns.

Income from operation (Consolidated) of the company has increased from Rs. 984.86 Crores to Rs.1003.37 Crores showing a marginal increase in sales by 1.88% in comparison to last year. The Company has incurred Consolidated Profit of Rs. 170.26 Crores ( P.Y. Loss 59.01 Crores). In the Consolidated profit an amount of Rs. 189.28 Crores was profit derived under exceptional items which includes net off of written off amount of balance remained after payment of financial obligations to Secured and Unsecured Creditors as per approved Resolution plan by Hon'ble NCLT and written off of investments made in Subsidiary company based at Singapore as the operation of the same has been discontinued there.

The company has been taken over by “ Eagle Group “ ( Successful Resolution Applicant ) , a competent management vide Hon'ble NCLT order dated 16.07.2024. We ( new management ) are reassessing our strategies in line with the larger macro picture and have been making significant changes to improve operational efficiency and to drive our growth focussed on opportunity driven strategies.

A detailed analysis of the operations of your Company during the year under report is included in the Management Discussion and Analysis Report, forming part of this Annual Report.

## **DIVIDEND**

The Board of directors do not recommended dividend for the year under review .

## **RESOLUTION PLAN**

The Hon'ble NCLT Bench, Ahmedabad has approved the Resolution Plan submitted by "Eagle Group" (Successful Resolution Applicant ) on dated 16.07.2024. Monitoring Committee has been formed on 30.07.2024 by appointing Erstwhile RP as Chairman of the Monitoring Committee to implement the plan as approved by the Hon'ble Court. The management of the company has been taken over by “ Eagle Group.

The new management has paid all payments to Secured and Unsecured Creditors finalized as per Resolution plan in scheduled time and closed the efficacy of the same.

## **SHARE CAPITAL**

The Company has reduced the Equity Share capital of existing public Shareholders to 52,65,136 nos. of Equity share of Rs. 10/- each. The Board has allotted the requisite number of shares in the proportionate ratio of 4 (Four ) Equity Shares of face value of Rs. 10/-each for every 77 (Seventy Seven) Equity Shares of face value of Rs. 10/- each to the equity shareholders holding shares on record date .i.e. 18.10.2024. The fractional shares has been transferred in to pool account. Existing shareholders holding shares in physical share certificates has been cancelled and extinguished as per approved plan.

The Company has allotted to Implementing Agencies (Successful Resolution Applicant) 10,00,00,000 Nos. of Equity Shares of Rs. 10/- aggregating of Rs. 100.00 Crores. The total paid up capital of the company is now Rs.105,26,51,360.00.

Accordingly, post allotment of equity shares to promoters, the capital structure of the company as on 31.03.2025 is to be as follows :-

Type of Capital	No. of Equity shares	Face Value	Total Capital	Share	Trading permission
<b>Authorized Capital</b>					
1. Equity Share Capital	11,50,00,000	10/-	115,50,00,000		
2. OCRPS*	3,00,00,000	10/-	30,00,00,000		
3. NCRPS**	3,00,00,000	10/-	30,00,00,000		
<b>Issued Subscribed and Paid Up Capital</b>					
2. Equity Share Capital	10,52,65,136	10/-	105,26,51,360	5265136	:17.06.2025
2. OCRPS*	2,80,00,000	10/-	28,00,00,000	100000000	: 21.07.2025
3. NCRPS**	3,00,00,000	10/-	-		

Note : \*Optionally Convertible/Redeemable Preference Shares. OCRPS has been issued to Secured Lenders as per Resolution Plan

\*\*Non-Convertible Redeemable Preference Shares . NCRPS has been cancelled and extinguished as per Resolution Plan

## TOWARDS A BETTER FUTURE

We are moving towards a new fiscal year after successful resolution of the company and I am hopeful about the Company and our resilient efforts to curb the impact of these challenging times. We are determined to recover rapidly and sustain growth, creating value for our stakeholders. We are now designing the business model of the company to drive synergy across businesses, controlling the entire value chain while enhancing product value. As a result, we have created a low cost structure, driving large volumes and profitability.

## SOLAR PLANT

The company is going to setup 17 MW ( AC) Solar based Power Plant in Gujarat with project cost of around Rs. 70.00 Crores and for the same Stage -2 approval has been received from GETCO. On successful commissioning of the project energy(power) cost of the company will reduce substantially.

## MATERIAL CHANGES AND COMMITMENTS

The company evaluates events and transactions that occur subsequent to the balance sheet date but prior to the financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements.

There have not been any material changes and commitments affecting the financial position of the Company between the end of the financial year as on 31st March, 2025 and the date of this report, i.e. 05.08.2025

## OVERSEAS SUBSIDIARY COMPANY

The company has a wholly owned subsidiary company named “**Sumeet Global Pte Limited**” incorporated at Singapore in the year 30.09.2012 registered with Registrar of Companies and Business, Singapore. Pursuant to Accounting Standard AS-21 issued by the Institute of Chartered Accountants of

India and the provisions of the Listing Agreement with Stock Exchanges, the company has prepared Consolidated Financial Statements of the Company and its subsidiaries are included in the Annual Report. There were no any business activities is going on at Singapore Branch since last 3 Years. The Board in its meeting held on 13.02.2025 decided to completely windup the operation of the subsidiary company at Singapore .

Pursuant to Section 129(3) of the Act, a statement containing salient features of the Financial Statements of the subsidiary in the prescribed Form AOC-1 as **Annexure:2** forms part of the Annual Report.

## EXPORTS

The company has been exploring all the possibilities for exporting its products.

## FIXED DEPOSITS

The Company has invited deposits from public in accordance with the Section 73 and 74 of the Companies Act, 2013 (corresponding Section 58 A of the Companies Act, 1956) to the tune of Rs. 396.14 Lakh during the financial year 2013-14. No fresh deposits have been invited and nor any deposits have been renewed in the financial year 2024-25. Total outstanding deposits after repaying on maturity as on 31.03.2024 has been remained Rs.2,90,000.00. There were no deposits, which were claimed but not paid by the Company as on date.

## DIRECTORS

### APPOINTMENT

In compliance of the Resolution Plan which is approved by the Hon'ble NCLT under Section 31(1) of the IBC Code, 2016 vide order dated 16.07.2024, the Monitoring Agency in their meeting held on 30.07.2024 has nominated and approved the name of new directors i.e. Mr. Radheshyam B. Jaju and Mr. Pratik R. Jaju, Directors of Eagle Group who have taken the management of the company as Executive Director(s) in place of erstwhile directors namely Mr. Shankar Lal Somani & Mr. Sumeet Kumar Somani.

The Board of Directors of the company has recommended the appointment of Mr. Radheshyam B. Jaju as a Chairman cum Executive Director of the company for a period of 5 ( Five years ) with effect from 05.08.2024 and Mr. Pratik R. Jaju as a Managing Director cum Executive Director of the company for a period of 5 ( Five years ) with effect from 05.08.2024 in their Board meeting held on 02.09.2024 and the same has been approved in the last Annual General Meeting held on 30.09.2024 .

Mrs. Ankita Shah has been appointed as an Additional Director in the capacity of Independent, Non-Executive Director of the company w.e.f. 02.09.2024 for a period of 5 years and the same has also been approved in the last Annual General Meeting held on 30.09.2024.

Mr. Rohan Dipakbhai Modh has been appointed as an Additional Executive Director of the company in the Board meeting held on 09.01.2025 and has been regularized their appointment for a period of 5 years through Postal Ballot held in the year 2024-25.

Mr. Prachi Ankur Gandhi has been appointed as an Additional Director in the capacity of Independent, Non- Executive Director of the company in the Board meeting held on 09.01.2025 and has been regularized their appointment for a period of 5 years through Postal ballot held in the year 2024-25.

## RESIGNATION

MR. Shankarlal Somani and Sumeet Kumar Somani, Directors ( Erstwhile Management ) have submitted their resignation from the office of directorship w.e.f. 09.08.2024 due to change of management after successful resolution of the company.

Ms. Zeel Sureshkumar Modi, Independent , Non-Executive Director of the company has submitted their resignation placed before the Board in the meeting held on 02.09.2024 intimating that she has recently shifted to abroad for higher studies and will remain no longer available in India.

Mr. Manoj Kumar Jain and Mr. Vikashkumar Chandalia. Independent and Non-executive directors of the company also submitted their resignation during the year and placed in the Board meeting held on 09.01.2025.

## AUDITORS

### A) STATUTORY AUDITORS

In compliance with the Companies (Audit and Auditors) Rules, 2014, the Members, at the 35<sup>th</sup> Annual General Meeting of the Company held on 27<sup>th</sup> day of September, 2023 has appointed M/s. HTKS & Co., Chartered Accountants ( Formerly known as H. Tosniwal & Co., Chartered Accountants) (Firm Registration no. 111032W), as a Statutory Auditors of the Company who were re-appointed as a Statutory Auditors of the company for the period of three (3) consecutive financial years commencing from the conclusion of 35<sup>th</sup> Annual General Meeting till the conclusion of 38<sup>th</sup> Annual General Meeting of the company.

The Company has received a certificate from them to the effect that their appointment as Statutory Auditors of the Company would be within the limit prescribed u/s 139 & 141 of the Companies Act, 2013 & also received a peer review certificate issued by the ICAI 'Peer Review Board', as required under the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There have been no instances of fraud reported by the Statutory Auditors under Section 143 (12) of the Act and Rules framed there under.

In the Auditors' Report dated 24<sup>th</sup> April ,2025, M/s. HTKS & Co., Chartered Accountants has given a qualified opinion in relation to the Financial Statements of the company for the financial year ended 31<sup>st</sup> March 2025. Statement on Impact of Audit Qualifications for the year under review is annexed as **Annexure - 7**. The Board's response in relation to the said opinion is as under:-

Sl. No	Audit-Qualification	Board's Response
1.	The Interest payable as per section 16 of MSMED Act 2006 has not been ascertained and not provided for by the company.	It is consistent business practices and mutual understanding with MSME vendors, no interest has been demanded or charged by the suppliers.

**B) COST AUDITORS**

The Company has been maintaining cost accounting records in respect of manufacture of Polyester yarns pursuant to directives of the Central Government. The company has appointed M/s. V.M. PATEL & ASSOCIATES, (Firm Registration No. 10519) as Cost Auditors, for conducting the audit of cost records for the financial year 2025-26 and approval of the members is being sought for ratification of their appointment and remuneration.

**C) INTERNAL AUDITORS**

The Board has appointed M/s. A.P. Bhanderi & Associates, Chartered Accountants ( ICAI Registration Number :136375W ) as an Internal Auditors of your company for the financial year 2025-26. The report prepared by the Internal Auditors is to be reviewed by the Statutory Auditors & Audit Committee of the company.

**D) SECRETARIAL AUDITORS**

M/s. Dhirren R. Dave & Co., Practicing Company Secretaries (Firm Registration No. : P1996GJ002900 ) were appointed as a Secretarial Auditor, to conduct Secretarial Audit of the company for the financial year 2024-25. The Secretarial Audit Report for the financial year ended 31st March, 2025 is annexed herewith and forms part of the Annual Report as **Annexure-1**. The Secretarial Audit Report contains qualification, reservation or adverse remark.

The Board has re-appointed M/s. Dhirren R. Dave & Co., Practicing Company Secretaries, as Secretarial Auditor of the Company for a period of 5 years beginning from financial year 2025-26 subject to approval by shareholders in the ensuing Annual General Meeting.

**ANNUAL SECRETARIAL COMPLIANCE REPORT**

Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 8, 2019 issued by the SEBI, the Company has received Annual Secretarial Compliance Report from M/s. Dhirren R. Dave & Co., Practicing Company Secretaries (Firm Registration No.: P1996GJ002900 ) on compliance of all applicable SEBI Regulations and Circulars/Guidelines issued thereunder and the same has been submitted to the Stock Exchanges. Annual Secretarial Compliance Report are also uploaded on the Website of the company and can be accessed with link : [https://www.sumeetindustries.com/wp-content/uploads/Annual-Secretarial-Report\\_2024-25\\_Signed.pdf](https://www.sumeetindustries.com/wp-content/uploads/Annual-Secretarial-Report_2024-25_Signed.pdf).

**SECRETARIAL STANDARDS**

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

**CREDIT RATING**

During the year under review, no credit rating has been obtained from any credit rating agency. In the current year the new management of the company has appointed CRISIL Limited as Credit Rating Agencies for assigning rating on company's credit facilities received from Banks.

## MANAGEMENT DISCUSSION AND ANALYSIS

In terms of Regulations 34 of the Listing regulations, a separate section on Management Discussion and Analysis and Corporate Governance Report together with a certificate from the Company's Statutory Auditors confirming compliance with regulations relating to Corporate Governance of the Listing regulation is set out and forms part of this Annual report.

## CONSOLIDATED FINANCIAL STATEMENTS

In accordance with provisions of sub-section (3) of Section 129 of the Act and the Listing Regulations, the Consolidated Financial Statements of the company, including the financial details of the subsidiary company forms part of this Annual report. The Consolidated Financial Statements have been prepared in accordance with the Accounting Standards prescribed under Section 133 of the Act.

## PERSONNEL AND RELATED DISCLOSURES

The Board of Directors wishes to express their appreciation to all the employees for their outstanding contribution to the operations of the company. Pursuant to the provisions of the Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014, no employee is drawing remuneration in excess of the prescribed limits. Your company also appreciates that revenue and profit growth cannot take place without the right equality of people. To that effect, your company has undertaken a series of measures that ensures the most appropriate people are recruited in to the organization.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in **Annexure-3** forming part of the Annual Report.

## INTERNAL CONTROL SYSTEM

Your Company has a comprehensive and effective internal control and risk mitigation system, including internal financial control for all the major processes to ensure reliability of financial reporting, timely feedback on operational and strategic goals, compliance with policies, procedures, law and regulations, safeguarding of assets and economical and efficient use of resources. The Company's internal control system is commensurate with its size, scale and complexities of its operations. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry.

The Audit Committee of the Company actively reviews the adequacy and effectiveness of the Internal Control Systems and suggests improvements. The Company has a robust Management Information System (MIS), which is an integral part of the control mechanism.

## CORPORATE SOCIAL RESPONSIBILITY

Corporate Social Responsibility (CSR) is an integral part of the Company's ethos and policy and it has been pursuing on a sustained basis.. The main focus areas taken in the policy are Education, Health Care, Animal Care, Environment safety, Contribution to any relief fund set up by Government, Semi-Governments etc.

The brief outline of the Corporate Social Responsibility (CSR) Policy of the company and the initiatives undertaken by the company on CSR activities during the year are set out in this Report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules 2014 as provided in **Annexure- 4**. The Policy is available on the website of the Company. Since the company has been making losses since last 4 years so it is not participating much in CSR activities.

## **HUMAN RESOURCES & INDUSTRIAL RELATIONS**

Human Resource Development (HRD) is the framework for helping employees to develop their personal and organizational skills, knowledge, and abilities. To enrich the skills of employees and enrich their experience, the Company arranges Practical Training Courses by Internal and External Faculties. The total employee strength of the company was 621 as on 31st March, 2025.

We continue to step up efforts to accelerate our value-based growth strategy and the overall development of human capital. We nurture our people by investing in their empowerment through learning and development, wellness, and safety besides providing contemporary workplace facilities. Industrial Relations encompasses the relationship between the management and workmen. IR plays a significant role in today's working scenario where the harmonious relationship between the employers and employees is needed to have an uninterrupted production.

## **PREVENTION OF SEXUAL HARASSMENT POLICY**

The Company has in place Prevention of Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

Your Directors state that during the year under review, there were no cases filed and reported in pursuant to The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

## **ANNUAL LISTING FEES**

The Company's shares continue to be listed at the National Stock Exchange of India Limited and BSE Limited. The Annual Listing fee for the F.Y. 2025-26 has been paid to all these Exchanges.

## **RISK MANAGEMENT**

Risk Management is the systematic process of understanding, measuring, controlling and communicating organization's risk exposures while achieving its objectives. Risk management is embedded in your Company's operating framework. The Company manages and monitors various risks and uncertainties that can have some adverse impact on the Company's business. Your Company believes that managing risks helps in maximizing returns. Your Company is giving major thrust in developing and strengthening its internal audit, so that risk threat can be mitigated. The Company's approach to address business risks is comprehensive and includes periodic review, mitigating controls and reporting mechanism.

The key risks identified by the Company include, cyber security and data protection risk, financial & economic risk, competition risk, operational risk and compliance of all applicable statutes and regulations. The Board of Directors regularly review risks and threats and takes suitable steps to safeguard its interest. The focus shifts from one area to another area depending upon the prevailing

situation. A detailed report on significant risks and mitigation is forming part of Management's Discussion and Analysis.

## **SAFETY, HEALTH & ENVIRONMENT**

Safety & Health of the employees have always assumed the highest importance in your company. The management is committed to ensure zero harm to its employees and to all persons within the Company's premises. Safety and occupational health responsibilities are integral to the Company's business processes, as spelt out in the Company's Safety, Health and Environment Policies and Procedure.

## **INSURANCE**

All the properties of the Company including buildings, plant and machineries and stocks have been adequately insured.

## **LOANS, GUARANTEES OR INVESTMENT MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

The loans given, investments made and guarantees given & securities provided during the year under review, are in compliance with the provisions of the Act and rules made there under and details thereof are given in the notes to the Standalone Financial Statements.

## **DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT**

During the year under review, the Statutory Auditors, Cost Auditors and Secretarial Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees, to the Board of Directors under Section 143(12) of the Act, details of which needs to be mentioned in Director's Report.

## **EMPLOYEE STOCK OPTION**

The company has not issued any equity shares under Employee Stock Option during the year.

## **FOREIGN EXCHANGE TRANSACTIONS**

In order to hedge the company's exposure to foreign exchange and interest rate, the company enters into forward contracts. The volatility witnessed in the global markets has reiterated the need for robust forex management systems and prudent investment practices. All forex exposures are hedged upon the occurrence of an exposure. In case of liabilities in respect of foreign currency loans obtained for acquisition of fixed assets, the variation in the liabilities arising out of exchange rates at the year end have been capitalized during the year as per Companies (Accounting Standard) Amendment Rules, 2009.

## **ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE**

Information in accordance with the provisions of Section 134 (3) (m) of the Companies Act, 2013 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo is given in the **Annexure- 5**, forming part of the report.

**RELATED PARTY TRANSACTIONS:**

The regulation 23(4) states that all related party transactions (RPTs) with an aggregate value exceeding Rs. 1,000 crores or 10% of annual consolidated turnover of the Company, whichever is lower, shall be treated as Material Related Party Transaction (MRPTs) and shall require prior approval of shareholders. The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

All contracts/arrangements/transactions entered into by the Company during the Financial Year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company has not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

In compliance with Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all related parties transactions were presented to the Audit Committee for its prior approval, including those covered under Section 188 of the Act. Omnibus approvals were obtained for transactions that are repetitive in nature and were foreseen in terms of the Audit Committee's omnibus approval framework.

Accordingly, the disclosure of related party transactions as required under section 134(3)(h) of the Companies Act, 2013 in Form AOC -2 reported as **Annexure - 6**. All related party transactions, if any made, during the year are placed before the Board for approval. The transactions entered into with related parties were reviewed by the Board from time to time.

The Policy on Related Party Transactions as approved by the Board is uploaded on the Company's website at the link [https:// www.sumeetindustries.com](https://www.sumeetindustries.com). Members can refer Related Parties transactions under Notes to Financial Statements to the Standalone Financial Statements which sets out related party disclosures.

**CORPORATE GOVERNANCE**

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by Securities and Exchange Board of India (SEBI). A separate report on Corporate Governance along with Certificate from M/s. HTKS & Co., Chartered Accountants, Statutory Auditor of the company on compliance with the conditions of Corporate Governance as stipulated under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 has provided are part of this Annual Report.

**EXTRACT OF ANNUAL RETURN**

Pursuant to Section 134(3)(a) and Section 92(3) of the Act read with Companies (Management and Administration) Rules, 2014, the Annual Return of the Company in Form MGT-7 has been placed on the Company's website link: [https://www.sumeetindustries.com/wp-content/uploads/Form\\_MGT\\_7.pdf](https://www.sumeetindustries.com/wp-content/uploads/Form_MGT_7.pdf).

**DIRECTORS' RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board hereby submits its responsibility Statement:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgements 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) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis;
- (e) the directors had 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) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **CODE OF CONDUCT**

As prescribed under the provisions of Section 149 of the Companies Act, 2013 read with Schedule IV thereto and Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for its Board of Directors and Senior management and Employees, the Company has formulated a comprehensive Code of Conduct (the Code). The Code is applicable to Directors and senior management and employees to such extent as may be applicable to them depending upon their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law. The Code reflects the values of the Company viz. Customer Value, Integrity and Excellence.

A copy of the Code has been uploaded on the Company's website [www.sumeetindustries.com](http://www.sumeetindustries.com). The Code has been circulated to all the Directors and Management Personnel and its compliance is affirmed by them annually.

A declaration signed by the Managing Director for the compliance of this requirement is published in this Report.

## **CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS**

In terms of SEBI (Prohibitions of Insider Trading) Regulations, 2015, as amended from time to time, the Company has adopted a Code of Conduct for Prevention of Insider Trading (Insider Code) as approved by the Company's Board. Any Insiders (as defined in Insider Code) including designated employees & persons and their relatives are, inter-alia, prohibited from trading in the shares and securities of the Company or counsel any person during any period when the "unpublished price sensitive information" are available with them. The Insider Code also requires pre-clearance for dealing in the Company's shares and prohibits dealing in Company's shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

A structured digital database is being maintained by the company under guidance with Registrar and Transfer Agents (RTA) of the Company, which contains the names and other particulars as prescribed of the persons covered under the Codes drawn up pursuant to the Prohibition of Insider Trading Regulations. We have also adopted an automated tracking system to monitor insider trading, generating reports and sending reminders to employees about prohibited transactions, if any occurs.

### **DECLARATION OF INDEPENDENCE BY THE INDEPENDENT DIRECTORS**

Pursuant to Section 149(3)(d) in consonance with 149(6) of the Companies Act, 2013, Independent Directors of the Company have made a declaration confirming the compliance of the conditions of the independence stipulated in the aforesaid section.

### **WHISTLE BLOWER MECHANISM**

In order to ensure that the activities of the Company and its directors, employees and Vendors are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behaviour, the Company has adopted a Vigil mechanism/Whistle Blower Policy. This policy is explained in Corporate Governance Report and also uploaded on the website of the company i.e. [www.sumeetindustries.com](http://www.sumeetindustries.com).

### **DISCLOSURE RELATED TO BOARD, COMMITTEES AND POLICIES**

#### **A) BOARD MEETINGS :**

During the year under review 12 ( Twelve ) meetings of the Board of Directors have been held through both Physical / Video Conferencing (VC) or Other Audio Visuals Means (OAVM). The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013. Details of compositions and other information are provided in the Corporate Governance Report forming part of the Annual report.

#### **B) COMMITTEE MEETINGS:**

The Committee(s) of the Company has been constituted in line with the provisions of Regulation 18 of the Listing Regulation read with Section 177 of the Companies Act, 2013.

#### **AUDIT COMMITTEE**

During the year audit Committee of the Company has been reconstituted w.e.f. 09.08.2024, consisting of three members viz; Mr. Manojkumar Ganeshmal Jain, Mr. Pratik R. Jaju and Mr. Saurav Santosh Dugar, consisting of 1 Executive Director and 2 Non-Executive and Independent Directors.

Later, Mr. Manojkumar Ganeshmal Jain has resigned from the Board w.e.f. 09.01.2025 and audit committee has been again re-constituted consisting with three members namely Mr. Saurav Santosh Dugar , Mr. Pratik R Jaju and Ankita Siddarth Shah. Mr. Saurabh Santosh Dugar is the Chairman of the Audit Committee. All members of the Audit Committee are financially literate and have relevant experience in the financial matters.

The brief details of the Audit Committee are given in Corporate Governance Report forming part of the Annual report.

## NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee and the Policy are in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Listing Regulations (as may be amended from time to time). Emphasis is given to persons from diverse fields or professionals. The Nomination and Remuneration Committee has been reconstituted on 9th August, 2024 comprising of three members viz; Mr. Manojkumar Ganeshmal Jain, Mr. Vikashkumar K Chandaliya and Mr. Saurav Santosh Dugar, consisting of 3 Non-Executive and Independent Directors. Mr. Manoj Kumar Ganeshmal Jain is the Chairman of the Nomination and Remuneration Committee.

Later, Mr. Manojkumar Ganeshmal Jain and Mr. Vikashkumar K Chandaliya has resigned from the Board w.e.f. 09.01.2025 and Nomination and remuneration committee has been again re-constituted consisting with three members namely Mr. Saurav Santosh Dugar, Ankita Siddarth Shah and Prachi Ankur Gandhi. Mr. Saurabh Santosh Dugar is the Chairman of the nomination and remuneration committee.

The Nomination and remuneration Committee has framed the "Nomination & Remuneration and Evaluation Policy" can be accessed at <https://www.sumeetindustries.com/wp-content/uploads/2016/04/Nomination-Remuneration-and-Evaluation-Policy.pdf> and "Policy on Board Diversity" can be accessed <https://www.sumeetindustries.com/wp-content/uploads/2016/04/Policy-on-Board-Diversity.pdf>.

The brief details of the Nomination and Remuneration Committee are given in Corporate Governance Report forming part of this Annual report.

## STAKEHOLDERS RELATIONSHIP COMMITTEE

The Committee has been re-constituted in line with the provisions of Regulation 20 of the SEBI Listing Regulations read with Section 178 of the Companies Act, 2013. The Stakeholders Relationship Committee has been re-constituted with effect from 09.08.2024 comprises of three members viz; Mr. Manojkumar Ganeshmal Jain, Mr. Pratik R. Jaju and Mr. Vikashkumar K Chandaliya, consisting of 1 Executive Director and 2 Non-Executive Independent Directors. Mr. Manojkumar Ganeshmal Jain is the Chairman of the Stakeholders Relationship Committee.

Later, Mr. Manojkumar Ganeshmal Jain and Mr. Vikashkumar K Chandaliya has resigned from the Board w.e.f. 09.01.2025 and Stakeholders Relationship committee has been again re-constituted on dated 09.01.2022 consisting with three members namely Mr. Saurav Santosh Dugar, Mr. Pratik R Jaju and Prachi Ankur Gandhi. Mr. Saurabh Santosh Dugar is the Chairman of the Stakeholders Relationship committee.

The brief details of the Stakeholders Relationship Committee are given in Corporate Governance Report forming part of the Annual report.

## CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Board has laid down the Company's policy on Corporate Social Responsibility (CSR) and the CSR activities of the company are carried out as per the instructions of the Committee. The CSR Committee has been reconstituted on 09th August, 2024 and comprises of three members viz; Mr. Radheshyam B. Jaju, Mr. Manojkumar Ganeshmal Jain, Mr. Vikashkumar K Chandaliya, consisting of one Executive

Director and two Non-Executive Directors. Mr. Radheshyam B. Jaju is the Chairman of the CSR Committee.

Later, Mr. Manojkumar Ganeshmal Jain and Mr. Vikashkumar K Chandaliya. has resigned from the Board w.e.f. 09.01.2025 and Corporate Social Responsibility Committee has been again re-constituted on dated 09.01.2022 consisting with three members namely Mr. Radheshyam B Jaju , Saurav Santosh Dugar and Prachi Ankur Gandhi.

The brief details of the Corporate Social Responsibility Committee are given in Corporate Governance Report forming part of the Annual report.

### **INDEPENDENT DIRECTORS MEETING**

During the year under review, the Independent Directors of the company met one time on dated 13.02.2025. For further details, please refer Report on Corporate Governance attached to this Report

### **BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit Committee, Nomination and Remuneration Committee.

The evaluation process covered the aspects which included Board structure and composition, frequency of Board meetings, participation in the long term strategic planning, contribution to and monitoring of corporate governance practices and the fulfilment of Directors' obligation and fiduciary responsibilities, including but not limited to, active participation at the Board and committee meetings.

This evaluation is led by the Chairman of the Board Governance, Nomination and Remuneration Committee with specific focus on the performance and effective functioning of the Board. The result of the evaluation is satisfactory and adequate and meets the requirement of the Company.

### **FAMILIAZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

In compliance with the requirements of Listing Regulations, the Company has put in place a Familiarization Programme for Independent Directors to familiarize them with the workings of the Company, their roles, rights and responsibilities vis-à-vis the Company, the industry in which the company operates, business model etc. along with updating on various amendments in the Listing Regulations and the Companies Act, 2013. The policy on Familiarization Programme is uploaded on the website of the Company and can be accessed through web link <http://www.sumeetindustries.com/wp-content/uploads/2016/04/Familirisation-of-Independent-Director.pdf>

### **KEY MANAGERIAL PERSONNEL**

In terms of Section 203 of the Companies Act, 2013 & section 2(51) of the Companies Amendment Act, 2017, the following are designated as Key Managerial Personnel of your Company by the Board in their meeting held on 02.09.2024. :

SL No.	Name	Designation
1.	Mr. Pratik R. Jaju	Mg. Director
2.	Mr. Anil Kumar Jain	Company Secretary cum Compliance Officer
3.	Mr. Abhishek Prasad	C.F.O.

## GENERAL DISCLOSURES

Your directors state that no disclosure or reporting is required in respect of the following matters as there were no such transactions during the year under review:

- 1) Issue of Equity Shares with differential rights as to dividend, voting or otherwise;
- 2) Issue of Equity Shares (including Sweat Equity Shares) to employees of your Company, under any scheme;
- 3) Your Company has not resorted to any buy back of its Equity Shares during the year under review;
- 4) Neither the Chairman and Managing Director nor the Whole time Directors of your Company received any remuneration or commission during the year, from any of its subsidiaries;
- 5) No fraud has been reported by auditors under subsection (12) of Section 143;
- 6) 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

## ACKNOWLEDGEMENT

Your Directors would like to express their grateful appreciation for the assistance and co-operation received from the Financial Institutions, Banks, Government Authorities and Shareholders during the year under review. Your Directors wish to place on record their deep sense of appreciation for devoted services of the Executives, Staff and workers of the Company for its success.

## SUMEET INDUSTRIES LIMITED

Sd/-

**Radheshyam B. Jaju**  
Executive Director  
( DIN : 00789902 )

Sd/-

**Pratik R. Jaju**  
Executive Director  
( DIN : 01899119 )

**Place : Surat**

**Date : 05.08.2025**

**ANNEXURE TO DIRECTORS' REPORT****ANNEXURE - 1****Secretarial Audit Report****For the financial year ended March 31, 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  
**M/s SUMEET INDUSTRIES LIMITED**  
504, TRIVIDH CHAMBERS ,  
OPP FIRE STATION,RING ROAD  
SURAT GJ 395002 IN

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SUMEET INDUSTRIES LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information and representation provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that, in our opinion, the Company has, during the audit period covering the financial year ended

on 31.03.2025, 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:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on 31.03.2025 according to the provisions of:
  - (i) The Companies Act, 2013 (**the Act**) and the Rules made there under;

- (ii) The Securities Contracts (Regulation) Act, 1956 ('**SCRA**') and the Rules made there under; -- There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;- There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
- (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;- There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
- (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;- There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
  - b. The 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;- There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
  - d. The Securities and Exchange Board of India (Employees Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
  - e. The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable.

- 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;
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
  - i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (v) Factories Act, 1948
  - (vi) Industrial Disputes Act, 1947
  - (vii) The Payment of Wages Act, 1936
  - (viii) The Minimum Wages Act, 1948
  - (ix) Employees State Insurance Act, 1948
  - (x) The Employees Provident Fund and Miscellaneous Provisions Act, 1952
  - (xi) The Payment of Bonus Act, 1965
  - (xii) The Payment of Gratuity Act, 1972
  - (xiii) The Contract Labour (Regulation and Abolition) Act, 1970
  - (xiv) The Maternity Benefit Act, 1961
  - (xv) The Child Labour (Prohibition and Regulation) Act, 1986
  - (xvi) The Industrial Employment (Standing Orders) Act, 1946
  - (xvii) The Employees Compensation Act, 1923
  - (xviii) The Apprentices Act, 1961
  - (xix) Equal Remuneration Act, 1976
  - (xx) The Employment Exchange (Compulsory Notification of Vacancies) Act, 1959

- (xxi) The Environment (Protection) Act, 1986 (read with The Environment (Protection) Rules, 1986)
- (xxii) The Hazardous Waste (Management, Handling and Transboundary Movement) Rules, 2008.
- (xxiii) The Water (Prevention and Control of Pollution) Act, 1974 (read with Water (Prevention and Control of Pollution) Rules, 1975)
- (xxiv) The Air (Prevention and Control of Pollution) Act, 1981 (read with Air (Prevention and Control of Pollution) Rules, 1982)

And based on the above examination, We hereby report that, during the Review Period:

- Company was under CIRP vide order dated 20.12.2022. Now company is out of CIRP vide Order dated 16.07.2024 and from that date approved resolution plan has become effective and order of moratorium has been ceased to have effect

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

i) Secretarial Standards issued by The Institute of Company Secretaries of India.

iii) During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc mentioned above subject to the following observation:

1. *Clarification asked by BSE vide email dated 23.10.2024 regarding discrepancies in Corporate Governance Report. Company has replied vide letter dated 23.10.2024. No further clarification asked by BSE till the current date.*
2. *Clarification asked by BSE vide email dated 21.02.2025 regarding discrepancies in Corporate Governance Report for the quarter ended December 31,2024. Company has replied vide letter dated 21.02.2025. No further clarification asked by BSE till the current date.*

3. *Email asking Clarification by BSE dated 19.03.2025 with fine of Rs.1,69,920/ regarding non-compliance of composition of committee under Regulation 18,19 and 20 of SEBI LODR 2015. Company has paid Fine of Rs. 1,69,920 /- on 23.04.2025.*
4. *Clarification asked by NSE vide email dated 09.11.2024 regarding discrepancies in Corporate Governance Report for the quarter ended September 30,2024. Company has replied vide letter dated 09.11.2024. No further clarification asked by BSE till the current date.*
5. *Clarification asked by NSE vide email dated 19.11.2024 regarding non-compliance of Regulation 23(9) of SEBI (LODR), 2015 . Company has replied vide letter dated 19.11.2024. No further clarification asked by NSE till the current date*
6. *Clarification by NSE vide email dated 12.02.2025 regarding discrepancies in Corporate Governance Report for the quarter ended December 31,2024. Company has replied vide letter dated 12.02.2025. No further clarification asked by NSE till the current date.*
7. *Clarification asked by NSE vide email dated 07.03.2025 regarding discrepancies in quarterly submission of shareholding pattern. Company has replied vide letter dated 18.03.2025. No further clarification asked by NSE till the current date.*
8. *Email asking Clarification by NSE dated 17.03.2025 with fine of Rs.1,69,920/- regarding non-compliance of composition of committee under Regulation 18,19 and 20 of SEBI LODR 2015. Company has paid Fine of Rs. 1,69,920 /- on 30.04.2025*

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition

of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

As informed by directors, 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

2. We further report that, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
3. We further report that during the audit period the company has not taken any major steps and enter into any events having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

This report is to be read with our letter dated 18.07.2025 which is annexed and forms an integral part of this report.

**Date: 18.07.2025**  
**Place: Surat**

**For DHIREN R. DAVE & CO.,**  
**Company Secretaries**  
**UIN:P1996GJ002900**  
**P/R No.:2144/2022**

**PINAL KANDARP SHUKLA**  
**Principal Partner**  
**Company Secretary**  
**ACS:28554 CP:10265**  
**UDIN: A028554G000808511**

To,  
The Members  
**M/s SUMEET INDUSTRIES LIMITED**  
504, TRIVIDH CHAMBERS ,  
OPP FIRE STATION,RING ROAD  
SURAT GJ 395002 IN

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, We followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, We have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**Date: 18.07.2025**  
**Place: Surat**

**For DHIRREN R. DAVE &  
CO.,  
Company Secretaries  
UIN:P1996GJ002900  
P/R No.:2144/2022**

**PINAL KANDARP SHUKLA  
Principal Partner  
Company Secretary  
ACS:28554 CP:10265  
UDIN: A028554G000808511**

**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  
**SUMEET INDUSTRIES LIMITED**  
504 Trividh chambers,  
Opp Fire Station,  
Ring Road, Surat-395002,  
Gujarat, India.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of SUMEET INDUSTRIES LIMITED having CIN L45200GJ1988PLC011049 and having registered office at 504 Trividh Chambers, Opp Fire Station, Ring Road, Surat-395002, Gujarat, India (hereinafter referred to as 'the Company'), produced before us 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 our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year 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, or any such other Statutory Authority .

Sr. No.	Name of Director	DIN	Initial Date of appointment
1.	Saurav Santosh Dugar	08937448	28/10/2020
2.	Prachi Ankur Gandhi	06936663	09/01/2025
3.	Rohan Dipakbhai Modh	10595328	09/01/2025

4.	Ankita Siddharth Shah	10724963	02/09/2024
5.	Radheshyam Bhawarlal Jaju	00789902	05/08/2024
6.	Pratik Rajesh Jaju	01899119	05/08/2024

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

**Date: 26.07.2025**  
**Place: Surat**

**For DHIRREN R. DAVE &  
CO.,  
Company Secretaries  
UIN:P1996GJ002900  
P/R No.:2144/2022**

**PINAL KANDARP SHUKLA  
Principal Partner  
Company Secretary  
ACS:28554 CP:10265  
UDIN: A028554G000869891**

**ANNEXURE TO DIRECTORS' REPORT**  
**ANNEXURE - 2**  
**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 as on 31.03.2025**

**PART A : SUBSIDIARIES**

(In Lakhs)

SL No.	Particulars	Details
1.	Name of the subsidiary	Sumeet Global Pte Limited
2.	Date of becoming subsidiary of the company	30/11/2012
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	April 01, 2024 to March 31, 2025
4.	Share capital	US \$ 30.00
5.	Reserves & surplus	US \$ (30.00)
6.	Total assets	Nil
7.	Total Liabilities	Nil
8.	Investments	Nil
9.	Turnover	Nil
10.	Profit before taxation	Nil
11.	Provision for taxation	Nil
12.	Profit after taxation	Nil
13.	Proposed Dividend	Nil
14.	Percentage of Shareholding	100%
15.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	US Dollar (\$) = Rs. 85.4750

**ANNEXURE TO DIRECTORS' REPORT****ANNEXURE - 3**

The information required under Section 197(12) of the Companies Act 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31st March, 2025 are given below:

1. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year ended March, 2025 :

(Rs. in Lakh)

<b>Name of the Director / KMP &amp; Designation</b>	<b>Remuneration</b>	<b>% increase in Remuneration in F.Y. 2024-25</b>	<b>Ratio to median remuneration</b>	<b>Comparison of the Remuneration of the KMP against the performance of the company</b>
Mr. Sumeet Kumar Somani Managing Director	-	-	-	The company has incurred profit / (losses) (Standalone) after Tax of Rs. 15100.97 Lakh after exceptional items) during the year and EBITDA (Standalone) is Rs. 1468.46 Lakh.
Mr. Anil Kumar Jain Company Secretary and Compliance Officer	19.32	-	5.86	
Mr. Abhishek Prasad CFO	7.80	-	2.41	

The Non-Executive Independent Directors of the Company are entitled for sitting fees, Commission and reimbursement of expenses as per the statutory provisions and are within the prescribed limits. The details of sitting fees and commission paid to independent directors are provided in the Corporate Governance Report forms a part of the Annual Report.

2. **Percentage increase in the median remuneration of employees in the FY 2024-25: NIL**
3. Number of permanent employees on the rolls of the Company as on 31/03/2025 : 621
4. The explanation on the relationship between average increase in remuneration and company performance:

On an average, employees received an increase in remuneration between 4% to 5%. During the year company has incurred Profit /( Loss ) (Standalone) after exceptional items of Rs. 15100.97 Lakh.

The increase/decrease in remuneration is not solely based on the Company's performance but also includes various other factors like individual performance, experience, skill sets, academic background, industry trends, economic situation and future growth prospects etc. besides the Company performance. There are no exceptional circumstances for increase in the managerial remuneration.

5. **Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company :**

Particulars of Remuneration	Key Managerial Personnel		
	Mg. Director	C.F.O.	Company Secretary
Remuneration (Rs. in Lakh)	-	7.80	18.05
Revenue (Standalone) (Rs. in Lakh)	100337.05	100337.05	100337.05
Remuneration (As a % of Revenue)	-	0.008	0.018
Profit (Loss) before Tax (PBT) (Standalone) (Rs. in Lakh)	16034.18	16034.18	16034.18
Remuneration (As a % of PBT)	-	.0.048	0.112

6. **Variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer:**

Date	Closing Market Price per Share (Rs.)	Earnings Per Share (Rs.)	Price Earnings Ratio	Market Capitalization (Rs. in Crore)
31.03.2024	2.50	-	-	25.91
31.03.2025*	-	-	-	-
% Change	-	-	-	-

Note : \*Trading suspended at Stock Exchange(s) for procedural reasons .w.e.f. 18.10.2024

Trading resumed of the company at both Stock Exchange w.e.f. 19.06.2025

7. **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstance for increase in managerial remuneration:**

Average Percentile increase in Remuneration of employees other than Managerial Personnel was 4% and average increase in remuneration of Managerial personnel was Nil.

8. **Key parameters for any variable component of remuneration availed by the Directors:**

Key result areas of the managerial personnel are broadly to achieve Company's growth and performance target, achieving the same against various adverse externalities globally, devising sustained strategy to combat global forces like competition, exchange rate etc, which, in turn, enhance shareholders' value. There are no variable component of remuneration to the Directors during the financial year 2024-25 and 2023-24. Remuneration of the managerial personnel is based on the Remuneration Policy as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors.

9. **Ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year:**

Nil.

10. **Affirmation that the remuneration is as per Remuneration policy:**

The Company affirms that the remuneration paid is as per the Remuneration policy of the Company.

11. **Pursuant to the provisions of the Companies (Appointment & Remuneration of managerial personnel) rules 2014, no employee is drawing remuneration in excess of the prescribed limits.**

**ANNEXURE : 4****Report on CSR Activities for FY. 2024-25**

**(Pursuant to Section 134 (3) (O) of the Companies Act, 2013 and Rule 9 of the Companies (Corporate Social Responsibility) rules, 2014)**

**1. Brief outline on CSR Policy of the Company:**

The Board of Directors has adopted a CSR policy to enable the Company to carry-out CSR activities that are mentioned in the Schedule VII to the Companies Act, 2013. The CSR initiatives of the Company are mainly focused in hunger, poverty, education, healthcare, environment, relief, disaster management, and animal welfare etc. related activities as permitted by the law.

The Resolution plan submitted by Eagle group ( Successful Resolution Applicant ) has been approved by the Hon'ble NCLT bench on dated 16.07.2024. On the recommendation of the Monitoring Committee as per approved resolution, new Executive Directors from Eagle group namely, Mr. Radheshyam B. Jajoo and Mr. Pratil R. Jaju has been appointed as an Executive Directors on the Board of the company and Mr. Shankarlal Somani and Mr. Sumeet Kumar Somani , Directors ( Suspended ) has resigned from the Board. The CSR committee has been last re-constituted on dated 09.01.2025

**2. Composition of CSR Committee ( Year 2024-25 ):**

<b>Sr. No.</b>	<b>Name of Director</b>	<b>Designation / Nature of Directorship</b>	<b>Number of Meetings of CSR Committee held during the year</b>	<b>Number of Meetings of CSR Committee attended during the year</b>
1.	Mr. Radheshyam B Jaju	Chairman (Executive Director)	Nil	Nil
2.	Mr. Saurav Santosh Dugar	Member (Non- Executive Director)	Nil	Nil
3.	Prachi Ankur Gandhi	Member (Non- Executive Director)	Nil	Nil

**3. The web-link where Composition of CSR Committee, CSR Policy and CSR Projects approved by the Board are disclosed on the website of the Company:****Composition of CSR Committee:**

<https://www.sumeetindustries.com/wp-content/uploads/Composition-of-CSR.pdf>

**CSR Policy:**

<http://www.sumeetindustries.com/wp-content/uploads/2015/09/NEW-CSR-POLICY.pdf>

**CSR Projects:**

[https://www.sumeetindustries.com/wp-content/uploads/CSR-Project-Repot-\\_2024-25.pdf](https://www.sumeetindustries.com/wp-content/uploads/CSR-Project-Repot-_2024-25.pdf)

4. The details of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report) : Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any : Nil

6. Average net profit of the Company as per Section 135(5):

Year	Net profit as per Section 198 of the Companies Act, 2013 (Rs. in Crore)
2021-22	(02.66)
2022-23	(63.75)
2023-24	(63.46)
<b>Average net profits of last three years</b>	<b>-</b>

7. (a) Two percent of average net profit of the company as per section 135(5): Rs. Nil  
 (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : Nil  
 (c) Amount required to be set off for the financial year, if any: Nil  
 (d) Total CSR obligation for the financial year 2023-24 (7a+7b-7c): Rs. Nil
8. (a) CSR amount spent or unspent for the financial year:

(Rs. In Lakhs)

Total Amount spent for the Financial Year (Rs. In Lakhs)	Amount Unspent			
	Total Amount transferred to unspent CSR account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)	
	Amount	Date of Transfer	Amount	Date of Transfer
Nil	Nil		Nil	

(b) Details of CSR amount spent against ongoing projects for the financial year:

Sr. No.	Name of the Project	Item from the list of Activities in Schedule VII to the Act	Local area (Yes / No)	Location of the Project		Amount spent for the Project (Rs. in Lakhs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation Through Implementing Agency	
				State	District			Name	CSR Reg.No.
NIL									

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

Sr. No.	Name of the Project	Item from the list of	Local area (Yes /	Location of the Project	Amount spent for the	Mode of Implem	Mode of Implementation Through	of -
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		Activities in Schedule VII to the Act	No)			Project (Rs. in Lakhs)	entatio n Direct (Yes/N o)	Implementing Agency	
				State	District			Name	CSR Reg. No.
NIL									

(d) Amount spent in Administrative Overheads : Nil

(e) Amount spent on Impact Assessment, if applicable : Nil

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) : Nil

(g) Excess Amount for set off, if any : Nil

Sr. No.	Particulars	Amount
1.	Two percentage of average net profit of the company as per section 135(5)	Nil
2.	Total amount spent for the Financial Year	Nil
3.	Excess amount spent for the financial year [(ii)-(i)]	Nil
4.	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	Rs. 6.13 Lakhs
5.	Amount available for set off in succeeding financial years [(iii)-(iv)]	Rs. 6.13 Lakhs

**9 (a). Details of Unspent CSR amount for the preceding three financial years:**

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (Rs. in Lakhs)	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 (Rs. in Lakhs)
				Name of the Fund	Amount (Rs. in Lakhs)	Date of Transfer	
1.	2021-22	-	1.72	-	-	-	5.65
2.	2022-23	-	0.48	-	-	-	6.13
3.	2023-24	-	0.00	-	-	-	6.13

**(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):**

Sr. No.	Project ID	Name of the Project	Financial year in which the project was commenced	Project Duration	Total Amount allocated for the project (Rs. in Lakhs)	Total Amount spent in the reporting Financial year (Rs. in Lakhs)	Cumulative amount spent at the end of reporting Financial year (Rs. in Lakhs)	Status of the Project - completed / Ongoing
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						<b>Lakhs)</b>		
NIL								
NIL								

**10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): Not Applicable**

- (a) Date of creation or acquisition of the capital asset(s) : Not Applicable
- (b) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. : Not Applicable
- (c) Amount of CSR spent for creation or acquisition of capital asset : Not Applicable
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset) : Not Applicable

**11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Not Applicable**

**For and on behalf of Sumeet Industries Limited**

**Sd/-**  
**Mr. Radheshyam Jaju**  
**Chairman (CSR Committee)**

**Sd/-**  
**Mr. Pratik R. Jaju**  
**Executive Director**

**Sd/-**  
**Mr. Abhishek Prasad**  
**Chief Financial Officer**

**ANNEXURE TO DIRECTORS' REPORT****ANNEXURE - 5****PARTICULARS REQUIRED UNDER THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988****A. Conservation of Energy:**

Energy conservation is a high priority area for the Company. Our continued effort to reduce and optimize the use of energy consumption has shown positive results. The Company is continuously putting its efforts to improve Energy Management by way of monitoring energy related parameters on regular basis. The Company is committed to transform energy conservation into a strategic business goal fully along with the technological sustainable development of Energy Management System. It is putting best endeavour to reduce energy consumption in all its operations and activities.

**a) Energy Conservation measures taken by the Company:**

1. Continuously monitoring the energy parameters such as maximum demand, power factor, load factor, TOD tariff utilization on regular basis.
2. Continuously replacing the inefficient equipment's with advance energy efficient equipments (i.e. motors, fans, pumps and motors etc.) continuously.
3. Cooling coils of HVAC ( AHU ) are replaced with latest technology which resulting in power reduction

**b) Impact of measures at (a) above for reduction of energy consumption and consequent impact on the cost of production of goods**

1. Reduction in consumption of electricity and fuel oils with consequent reduction in cost of production.
2. Reduction in wastage of energy.

**c) Total energy consumption and energy consumption per unit of production as per prescribed Form-A given hereunder :****FORM A****A. Power and Fuel Consumption:**

	<b>2024-25</b>	<b>2023-24</b>
1. Electricity		
(a) Purchased		
- Units	<b>104751098</b>	95919483
- Total Amount	<b>943490531</b>	911494248
- Rate/Unit(Rs.)	<b>9.00</b>	9.50

**B. Consumption per unit of production (in tons)**

Product: Pet Chips / POY / FDY / Texturised Yarn

	<b>2023-24</b>	2022-23
Electricity:		
Purchases and Own Generation	<b>1013.16</b>	923.70
(Own Generation Through F.O. based Gen Set)		

**FORM B****(Forms for disclosure of particulars with respect to Technology Absorption)****I. Research and Development (R & D)****1. Specific areas in which R & D carried out by the company**

- a) Up -gradation and modification in yarn spinning lines
- b) Modification in Colling HVAC ( AHU )

**2. Benefit derived as a result of the above R & D**

- a) Reduction in wastage
- b) Reduction in cost of power
- c) Improved in quality of production

**3. Future plan of action**

- a) Process optimization & design change for energy Conservation
- b) Replacement of old Air Compressor with latest technology of Centrifugal Air Compressors
- c) Setting up Solar /Hybrid based captive power plant

**4. Expenditure on R & D / Product Development**

Capital and recurring expenditure is incurred by the company as and when required.

**II. Technology absorption, adaptation and innovation**

- 1. Efforts are made towards technology absorption, adoption and innovation during the year as and when required in the Plant

**2. Benefits derived as a result of above efforts**

- a) Improvement in process reliability and reduction in wastage
- b) Reduction in energy & other costs.

**3. Information regarding technology imported during the last five years**

Technology Imported	Year of Import	Status
Nil		

**ANNEXURE TO DIRECTORS' REPORT****ANNEXURE - 6****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 in to by the Company with related parties referred to insub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto:

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

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

**2. Details of contracts or arrangements or transactions at arm's length basis:**

(a) Name(s) of the related party and nature of relationship	(b) Nature of contracts / arrangements / transactions	(c) Duration of contracts / arrangements / transactions	(d) Salient terms of the contracts or arrangements or transactions including the value, if any
Eagle Fibers limited	Buying, Selling, transfer or receipt of Products , materials, services or any Financial obligations	On-going	In Normal Course of Business & in line with market parameters.  Contract Value Limit : Rs. 400.00 Crores
Eagle Fashions limited	Buying, Selling , transfer or receipt of Products , materials , services or any Financial obligations	On-going	In Normal Course of Business & in line with market parameters.  Contract Value Limit : Rs. 50.00 Crores
Eagle Yarn Pvt. Limited	Buying, Selling , transfer or receipt of Products , materials , services or any Financial obligations	On- going	In Normal Course of Business & in line with market parameters.  Contract Value Limit : Rs. 50.00 Crores
Eagle Sizars	Buying, Selling , transfer or receipt of Products , materials , services or any Financial obligations	On -going	In Normal Course of Business & in line with market parameters.  Contract Value Limit : Rs. 50.00 Crores

JPB Fibers	Buying, Selling , transfer or receipt of Products , materials , services or any Financial obligations	On -going	In Normal Course of Business & in line with market parameters.  Contract Value Limit : Rs. 500.00 Crores
Eagle Synthetics Pvt. Limited	Buying, Selling , transfer or receipt of Products , materials , services or any Financial obligations	On -going	In Normal Course of Business & in line with market parameters.  Contract Value Limit : Rs. 5.00 Crores

**ANNEXURE TO DIRECTORS' REPORT****ANNEXURE - 7**

**Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results - (Standalone and Consolidated ) for the Financial Year ended March 31, 2025.**

**[Under Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]**

**ANNEXURE -1**

**STATEMENT ON IMPACT OF AUDIT QUALIFICATION FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025 ON STANDALONE FINANCIAL STATEMENTS :-**

1.	(Rs. In Lakhs)			
	SL No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	100573.85	100573.85
	2.	Total Expenditure	101542.77	101542.77
	3.	Total Comprehensive Net Profit/(Loss)	15035.82	15035.82
	4.	Earnings Per Share	14.35	14.35
	5.	Total Assets	42847.66	42847.66
	6.	Total Liabilities	42847.66	42847.66
	7.	Net Worth	18520.81	18520.81
	8.	Any other financial item(s)		
2.	<b>Audit Qualification :</b>  a. Details of Audit Qualifications :  As mentioned in Note no. 2 (Basis for Qualified opinion )  <ul style="list-style-type: none"> <li>The Interest payable as per section 16 of MSMED Act 2006 has not been ascertained and not provided for by the company.</li> </ul> b. Type of Audit Qualification : Qualified Opinion  c. Frequency of qualification : First Time  d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views : Nil			

	<p>e. For Audit Qualification(s) where the impact is not quantified by the auditor:</p> <p>i) Management's estimation on the impact of audit qualification : NA</p> <p>(ii) If management is unable to estimate the impact, reasons for the same : ----</p> <p>It is consistent business practices and mutual understanding with MSME vendors, no interest has been demanded or charged by the suppliers.</p> <p>(iii) Auditor's' Comments on :</p> <p>With regard to the observation on non-provision of interest under Section 16 of the MSMED Act, 2006, the management submits that, based on consistent business practices and mutual understanding with MSME vendors, no interest has been demanded or charged by the suppliers. Accordingly, no provision for interest has been considered necessary in the financial statements.</p>			
	<p><b>For Sumeet Industries Limited (under CIRP)</b></p> <table><tr><td><p><b>Sd/-</b> <b>Mr. Pratik R Jaju</b> <b>Mg. Director</b></p></td><td><p><b>Sd/-</b> <b>Mr. Abhishek Prasad</b> <b>CFO</b></p></td><td><p><b>Sd/-</b> <b>Saurav Santosh Dugar</b> <b>Chairman of Audit Committee</b></p></td></tr></table> <p><b>Place : Surat</b> <b>Date : 24.04.2025</b></p> <p>Refer our Independent Auditor's Report dated 24<sup>th</sup> April, 2025 on the Standalone Financial Statements of the Company.</p> <p><b>FOR H T K S &amp; CO.</b> <b>CHARTERED ACCOUNTANTS</b></p> <p><b>CA. HARISHANKAR TOSNIWAL</b> <b>PARTNER</b> <b>FRN : 0111032W</b> <b>M.NO. 055043</b></p> <p><b>Place: Surat</b> <b>Date : 24.04.2025</b></p>	<p><b>Sd/-</b> <b>Mr. Pratik R Jaju</b> <b>Mg. Director</b></p>	<p><b>Sd/-</b> <b>Mr. Abhishek Prasad</b> <b>CFO</b></p>	<p><b>Sd/-</b> <b>Saurav Santosh Dugar</b> <b>Chairman of Audit Committee</b></p>
<p><b>Sd/-</b> <b>Mr. Pratik R Jaju</b> <b>Mg. Director</b></p>	<p><b>Sd/-</b> <b>Mr. Abhishek Prasad</b> <b>CFO</b></p>	<p><b>Sd/-</b> <b>Saurav Santosh Dugar</b> <b>Chairman of Audit Committee</b></p>		

**ANNEXURE -1****STATEMENT ON IMPACT OF AUDIT QUALIFICATION FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025 ON CONSOLIDATED FINANCIAL STATEMENTS**

(Rs. In Lakhs)				
1.	SL No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	100573.85	100573.85
	2.	Total Expenditure	101542.77	101542.77
	3.	Total Comprehensive Net Profit/(Loss)	16960.95	16960.95
	4.	Earnings Per Share	16.17	16.17
	5.	Total Assets	42847.66	42847.66
	6.	Total Liabilities	42847.66	42847.66
	7.	Net Worth	18520.82	18520.82
	8.	Any other financial item(s)		

**2. Audit Qualification :****a. Details of Audit Qualifications:**

As mentioned in Note no. 2 (Basis for Qualified opinion )

- The Interest payable as per section 16 of MSMED Act 2006 has not been ascertained and not provided for by the company.

**b. Type of Audit Qualification : Qualified Opinion****c. Frequency of qualification : First Time****d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views : Nil****e. For Audit Qualification(s) where the impact is not quantified by the auditor:**

i) Management's estimation on the impact of audit qualification : NA

(ii) If management is unable to estimate the impact, reasons for the same : ---

It is consistent business practices and mutual understanding with MSME vendors, no interest has been demanded or charged by the suppliers.

(iii) Auditor's Comments on :

With regard to the observation on non-provision of interest under Section 16 of the MSMED Act, 2006, the management submits that, based on consistent business

	practices and mutual understanding with MSME vendors, no interest has been demanded or charged by the suppliers. Accordingly, no provision for interest has been considered necessary in the financial statements.
	<div><div><div><div><div><div></div><div><b>For Sumeet Industries Limited (under CIRP)</b></div></div></div><div><div><div><div><div><div><b>Sd/-</b></div><div><b>Mr. Pratik R Jaju</b></div><div><b>Dugar</b></div><div><b>Mg. Director</b></div><div><b>Committee</b></div></div><div><div><b>Sd/-</b></div><div><b>Mr. Abhishek Prasad</b></div><div><b>CFO</b></div></div><div><div><b>Sd/-</b></div><div><b>Saurav Santosh</b></div><div><b>Chairman of Audit</b></div></div></div></div><div><div><div><div><div><div></div><div><b>Place : Surat</b></div><div><b>Date : 24.04.2025</b></div></div></div><div><div><div><div><div><div></div><div><b>Refer our Independent Auditor's Report dated 24<sup>th</sup> April, 2025 on the Consolidated Financial Statements of the Company.</b></div></div></div></div><div><div><div><div><div><div></div><div><b>FOR H T K S &amp; CO.</b></div><div><b>CHARTERED ACCOUNTANTS</b></div></div><div><div><div><div><div><div></div><div><b>CA. HARISHANKAR TOSNIWAL</b></div><div><b>PARTNER</b></div><div><b>FRN : 0111032W</b></div><div><b>M.NO. 055043</b></div></div><div><div><div><div><div><div></div><div><b>Place: Surat</b></div><div><b>Date : 24.04.2025</b></div></div></div></div></div></div></div></div></div></div></div></div></div></div></div></div></div></div></div></div></div></div></div></div> </

## CORPORATE GOVERNANCE REPORT

### CORPORATE GOVERNANCE

Corporate Governance refers to a combination of regulations, procedures and voluntary practices that enable Companies to maximize shareholder's value by attracting financial and human capital and efficient performance. The Company believes that good corporate governance contemplates that corporate actions balance the interest of all shareholders and satisfy the tests of accountability and transparency. We have evolved guidelines and best practices over the years to ensure timely and accurate disclosure of information regarding our financials, performance, leadership and governance of the Company.

The Board of Directors acknowledges that it has a fiduciary relationship and a corresponding duty towards the stakeholders to ensure that their rights are protected. Your Company firmly believes that a good governance process represents the foundation of corporate excellence. Your business fosters a culture of ethical behaviour and disclosures aimed at building the trust of your stakeholders. Your Company has adopted various codes and policies to carry out the duties and responsibilities in an ethical and transparent manner.

#### 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Transparency and accountability leading to management reliability are the touchstone of the Corporate Governance at Sumeet Industries Limited (SIL). The ultimate objective of the Corporate Governance at SIL is to enhance shareholder's value in the long term. However, the Corporate Governance at SIL is continuously making efforts to implement sound governance practices with below objectives.:

- i) To enhance shareholders' value
- ii) To comply applicable law, guidelines, rules and regulations
- iii) To excel in customer satisfaction
- iv) To ensure ethical corporate conduct
- v) To maintain high degree of disclosure levels
- vi) To concern for environment and sustainable development

#### 2. BOARD OF DIRECTORS

##### COMPOSITION OF DIRECTORS

Sumeet Industries Ltd is having 6 (Six) Directors on its Board consisting of 3 ( Three ) Executive and 3 ( Three ) Non-Executive Independent Directors. None of the directors on the Board is a member of more than 10 (Ten) committees and Chairman of more than 5 (Five) committees, across all the Companies in which they are directors.

The category, composition, attendance of each Director at the Board Meeting, last Annual General Meeting and the number of other Directorship and Chairmanship/Membership of Committees of each Director in various companies are given below:

Name of Directors & DIN No.	Category of the Director	No. of Board Meetings attended during the year	Attendance of Last AGM	Total No. of Directorships, C.C. and C.M. of public limited companies including this listed entity as on 31/03/2025 *		
				O.D.	C.C. #	C.M. #
Mr. Shankarlal Sitaram Somani* DIN: 00165238	Executive Director	2	-	-	-	-
Mr. Sumeet Shankarlal Somani* DIN: 00318156	Executive Director	2	-	-	-	-
Mr. Radheshyam B. Jaju* DIN : 00789902	Executive Director	11	Yes	1	-	-
Mr. Pratik R. Jaju* DIN : 01899119)	Executive Director	11	Yes	1	-	2
Mr. Manojkumar Ganeshmal Jain* DIN: 03546851	Non-Executive Independent Director	4	Yes	-	-	-
Ms. Zeel Sureshkumar Modi* DIN: 08290608	Non-Executive Independent Director	2	No	-	-	-
Mr. Vikashkumar Kamalsingh Chandaliya* DIN: 08751436	Non-Executive Independent Director	6	Yes	-	-	2
Mr. Saurav Santosh Dugar DIN: 08937448	Non-Executive Independent Director	11	Yes	1	3	-
Mrs. Ankita Siddharth Shah DIN : 10724963*	Non-Executive Independent Director	7	Yes	1	-	2
Mr. Rohan Dipakbhai Modh* DIN : 10595328	Executive Director	3	-	1	-	-
Mrs. Prachi Ankur Gandhi* DIN : 06936663	Non-Executive Independent Director	3	-	1	-	2

# (C.C.) - Committee Chairmanship (C.M.) - Committee Membership. Committees include only Audit committee, Nomination and Remuneration Committee and Stackholders Relationship Committees.

\*Mr. Shankarlal Somani and Sumeet Kumar Somani , Erstwhile Directors of the company has resigned from the Board on dated 09.08.2024 after management of the company taken over by “Eagle Group” , Successful Resolution Applicant.

\* Mr. Radheshyam B. Jaju and Mr. Pratik R. Jaju has been appointed as Executive Director(s) on the Board ( Successful Resolution Applicant ) w.e.f. 05.08.2024. Mr. Radheshyam B Jaju has been

appointed as Chairman and Mr. Pratik R Jaju has been appointed as Mg. Director of the company in the last Annual general meeting held on 30.09.2024.

\* Ms. Zeel Sureshkumar Modi, Independent Director has resigned from the post of Independent Director and Mrs. Ankita Siddarth Shah has appointed as an Independent Director of the company w.e.f. 02.09.2024 in the Board meeting held on that date.

\* Mr. Manojkumar Ganeshmal Jain and Mr. Vikashkumar Kamalsingh Chandaliya , Independent and Non- Executive Directors has resigned from the Board and Mr. Prachi Ankur Gandhi has been appointed as Independent , Non-executive Director of the company in the Board meeting held on dated 09.01.2025. Mr. Rohan Dipakbhai Modh has been appointed as an Executive Whole Time Director of the company also on dated 09.01.2025

Mr. Pratik Jaju has been appointed as a member in Audit Committee and Stakeholders Relationship Committee w.e.f. 09.08.2024. Mr. Radheshyam B. Jaju and Mr. Pratik R. Jaju are related to each other.

Apart from above , there is no inter-se relationship among other directors.

The Company has received declarations of independence as prescribed under Section 149(6) & (7) of the Companies Act, 2013 from Independent Directors. The Independent Directors also consented to continue to act as Non- Executive, Non- Independent Directors with new management ( Eagle Group ) , Successful Resolution Applicant.

## **INFORMATION GIVEN TO THE BOARD**

The dates for the Board Meetings for the ensuing year are decided well in advance and communicated to the Directors in time. Additional meetings of the Board are held when deemed necessary. Board members are given agenda papers with necessary documents and information in advance of each meeting for the Board and Committee(s). The Board periodically review compliance reports with respect to laws and regulations applicable to the Company. Mr. Radheshyam B Jaju, Chairman of the company presided the meetings held during the year.

## **INDEPENDENT DIRECTORS**

The Independent Directors of the Company meet the requirements laid down under the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and have declared that they do not fall under any disqualifications specified under the Companies Act, 2013.

## **TRAINING OF INDEPENDENT DIRECTORS**

Whenever new Independent Director is inducted on the Board, he/she is introduced to the Company's Policies and procedures through appropriate orientation session, Company's organization structure, business, constitution, board procedures, major risks and management strategy. The appointment letters of Independent Directors are issued to each Independent Director upon his/her appointment once approved by Members.

## PERFORMANCE EVALUATION OF NON-EXECUTIVE AND INDEPENDENT DIRECTORS

The Board evaluates the performance of Non-executive and Independent Directors every year. All the Independent Directors are Non-Executive Directors of the Company and eminent personalities having wide experience in the field of business, administration and industries. Their presence on the Board helps in taking complex business decisions.

Pursuant to the provisions of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholders Relationship Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of Individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of each Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors were carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

## MEETINGS OF INDEPENDENT DIRECTORS

The Company's Independent Directors are required to meet at least once in every financial year without the presence of Executive Directors or management personnel. Independent Directors meeting conducted on Thursday, 13<sup>th</sup> February, 2025. Independent Directors discussed on matters pertaining to the Company's affairs, operational status and future business plan of the company and other allied matters and proposed various suggestions for improving the performance of the Company. All the Independent Directors were present in the meeting.

## FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

The Board of Directors of the Company adopted the Familiarization Program ("the Program") for Independent Directors of the Company. Some of the key features of the Program are as under:

### PURPOSE

The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

## OVERVIEW OF THE FAMILIARISATION PROCESS

The Company undertakes various initiatives to familiarise the Independent Directors with the Company, its business, operations, risks, nature of industry, their roles and responsibilities etc. These initiatives are summarized as below:

- At the time of appointment, new Independent Director is provided with Annual Report of the Company, Code of Conduct for Directors, Code of Conduct for Prevention of Insider Trading, detailed information regarding products of the Company, Memorandum & Articles of Associations, policies of the company framed by the board or its committees, compositions of board and its committees, terms of references of the Committee in which the Director is inducted.
- The Executive Directors / Senior Management personnel make presentations to the inductees about your Company's strategy, operations, products, markets, finance, human resources, technology, quality, facilities and risk management.
- A detailed Appointment Letter incorporating the role, duties and responsibilities, remuneration, Code of Conduct and obligations on disclosures, is issued to the Independent Director at the time of appointment.
- When a new Independent Director comes on the Board of the Company, a meeting is arranged with the Chairman and Chief Financial Officer to discuss the functioning of the Board and the nature of the operation of the Company's business activities.
- The Independent Directors of the Company are given every opportunity to familiarize themselves with the Company, its management and its operations so as to understand the Company, its operations, business, industry and environment in which it functions.
- Quarterly information is presented to the Board on business performance, operations, market conditions, financial parameters, debtor's positions, working capital management, fund flow position, senior management changes, investment, regulatory compliances, related party transactions, risk management framework, area of concern in Internal Audit, formation of various policies etc.
- The Independent Directors has complete access to the information within the company. They may seek any information pertaining to matter laid before the Board.
- The Company may circulate news and articles related to the industry on a regular basis and may provide specific regulatory updates from time to time;
- The details regarding the independent Directors' familiarization programmes can be accessed at <http://www.sumeetindustries.com/wp-content/uploads/2025/04/Familiarisation-of-Independent-Directors.pdf>

**SHAREHOLDING OF NON-EXECUTIVE DIRECTORS IN THE COMPANY AS ON 31ST MARCH, 2025 ARE AS FOLLOWS:**

Sr. No.	Name of Director	No. of Equity Shares
1.	Mr. Saurav Santosh Dugar	Nil
2.	Mrs. Ankita Siddarth Shah	Nil
3.	Mrs. Prachi Ankur Gandhi	Nil

**THE BOARD HAS IDENTIFIED THE FOLLOWING SKILLS / EXPERTISE / COMPETENCIES FUNDAMENTAL FOR THE EFFECTIVE FUNCTIONING OF THE COMPANY WHICH ARE CURRENTLY AVAILABLE WITH THE BOARD :**

Sr. No.	Name of Director	Designation	Special Knowledge / Practical Experience
1.	Mr. Radheshyam B. Jau*	Executive Director	Entrepreneur   Visionary Thinking   General Management / Extensive Industry Knowledge
2.	Mr. Pratik R. Jaju*	Executive Director	Finance / Production Planning and Management / Project Management
3.	Mr. Rohan Dipakbhai Modh	Executive Director	Finance Planning   Banking and Corporate Governance
4.	Mr. Saurav Santosh Dugar	Independent Director	Finance & Accounts   Audit /Taxation/Corporate Law
5.	Mrs. Ankita Siddarth Shah**	Independent Director	Projects & Financial Analyst / Equity Research & Analyst
6.	Mrs. Prachi Ankuar Gandhi	Independent Director	Corporate Consultant / Secretarial and Legal Audit & Compliance / IPO Funding/ Sebi Laws/ Legal Matters

\*Mr. Radheshyam B. JaJu and Pratik B. Jaju has been appointed as an Executive Director of the company w.e.f. 05.08.2024. Mr. Rohan Dipakbhai Modh has been appointed as an Executive Director of the company w.e.f. 09.01.2025.

Mrs. Ankita Siddarth Shah has been appointed as an Independent, Non-Executive Director of the company w.e.f. 02.09.2024.

Mrs. Prachi Ankur Gandhi has been appointed as an Independent Director of the company w.e.f. 09.01.2025

## CODE OF CONDUCT

The Board has adopted the Code of Conduct for members of the Board and Senior Management personnel of the Company. The Code lays down, in details, the standards of business conduct, ethics and governance. The compliance of the same has been affirmed and a declaration signed by the Managing Director forms part of this Annual Report. Code of Conduct has also been posted on the Company's website i.e. [www.sumeetindustries.com](http://www.sumeetindustries.com).

## NO. OF BOARD MEETINGS HELD AND DATES

During the Financial Year 2024-25, the Board meeting has been held for 12 times.

## THE DATES OF THE BOARD MEETINGS ARE:

1.	28.05.20224	7.	29.11.2024
2.	09.08.2024	8.	07.12.2024
3.	02.09.2024	9.	11.12.2024
4.	08.10.2024	10.	09.01.2025

5	26.10.2024	11.	13.02.2025
6.	13.11.2024	12.	31.03.2025

### 3. COMMITTEES OF THE BOARD

Establishing Committees is one way of managing the work of the Board, thereby strengthening the Board's governance role. These Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas/activities. The Board has constituted a set of Committees with specific terms of reference/scope, to focus effectively on the issues and ensure expedient resolution of diverse matters. These Committees are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by Members of the Board. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The Chairman of the respective Committee informs the Board about the summary of the discussions held in the Committee Meetings. The minutes of the Meetings of all Committees are placed before the Board for discussions/noting.

The details of various committees of the company are as under :

#### I) AUDIT COMMITTEE

The Audit Committee of the Company has been constituted in line with the provisions of Regulation 18 of the Listing Regulation read with Section 177 of the Companies Act, 2013. All members of the Audit Committee are financially literate and have relevant experience in financial matters. During the year the Audit Committee of the Company was consisted of three members viz; Mr. Manojkumar Ganeshmal Jain, Mr. Sumeet Shankarlal Somani, Mr. Saurav Santosh Dugar, consisting of 1 Executive Director and 2 Non-Executive and Independent Directors. Mr. Manojkumar Ganeshmal Jain was the Chairman of the Audit Committee.

Later after resignation of Mr. Manoj Kumar Jain and Mr. Vikashkumar Chandaliya , Audit Committee of the company has been again re-constituted on dated 09.01.2025 consisting of one Executive Director and two Non-Executive and Independent Directors. All members of the Audit Committee are financially literate and have relevant experience in financial matters.

**Date of Audit Committee meetings were held during the financial year 2024-25 are as under:**

1.	13-11-2024	3.	13-02-2025
2.	09-01-2025	4.	28-03 -2025

**Composition of Audit Committee and number of meetings held and number of meetings attended by the members during the year 2024-25 are given below :**

Sr. No.	Name of the Director	Status in Committee	Category	No. of Meetings	
				Held	Attended
1.	Mr. Manoj Kumar Jain*	Chairman	Non-Executive	2	2
2.	Mr. Pratik R. Jaju	Member	Executive	4	4
3.	Mr. Saurav Santosh Dugar*	Chairman	Non-Executive	4	4
4.	Mrs. Ankita Siddarth Shah	Member	Non-Executive	2	2

**Note:-** Mr. Manoj Kumar Jain , Chairman of the Committee has resigned from the Board of the company w.e.f. 09.01.2025 and Mr. Saurav Santosh Dugar Santosh Dugar, member of the Committee nominated as a Chairman of the Audit Committee by the Board w.e.f. 09.01.2025. Ankita Shah has been inducted as member of the committee w.e.f. 09.01.2025

**Composition of Re- Constituted Audit Committee ( W.e.f. 09.01.2025 ) are given below :**

Sr. No.	Name of the Director	Status in Committee	Category
1.	Mr. Saurav Santosh Dugar	Chairman	Non-Executive
2.	Mr. Pratik R. Jaju	Member	Executive
3.	Mrs. Ankita Siddharth Shah	Member	Non-Executive

## II) NOMINATION AND REMUNERATION COMMITTEE

### A) Composition

The Nomination and Remuneration Committee comprised of three members viz; Mr. Saurav Santosh Dugar, Mrs. Ankita Siddharth Shah, and Mrs. Prachi Ankur Gandhi consisting of 3 Non-Executive Directors. Mr. Saurav Santosh Dugar is the Chairman of the Nomination and Remuneration Committee.

### B) Meetings and attendance during the year

Nomination and Remuneration Committee of the Company has been re-constituted w.e.f. 09.08.2024, with the same three members viz; Mr. Manoj Kumar Ganeshmal Jain, Mr. Vikashkumar K Chandaliya and Mr. Saurav Santosh Dugar, consisting of 3 Non-Executive Directors. Mr. Manojkumar Ganeshmal Jain was the Chairman of the Nomination and Remuneration Committee.

Later, after resignation of Mr. Manoj Kumar Jain and Mr. Vikashkumar Chandaliya, Independent Directors of the company, Nomination and Remuneration Committee of the company has been again re-constituted on 09.01.2025 consisting of all Non-Executive and Independent Directors. All members of the Nomination and Remuneration Committee have relevant experience.

**Composition of Nomination and Remuneration Committee and number of meetings held and number of meetings attended by the members during the year 2024-25 are given below:**

Sr. No.	Name of the Director	Status in Committee	Category	No. of Meetings	
				Held	Attended
1.	Mr. Manojkumar G Jain*	Chairman	Non-Executive	1	1
2.	Mr. Vikashkumar K Chandaliya*	Member	Non-Executive	1	1
3.	Mr. Saurav Santosh Dugar*	Chairman	Non-Executive	1	1
4.	Mrs. Prachi Ankur Gandhi	Member	Non-Executive	Nil	Nil
5.	Mrs. Ankita Siddharth Shah	Member	Non-Executive	Nil	Nil

**Note:-** Mr. Manoj Kumar Jain, Chairman of the Committee and Mr. Vikashkumar Kamalsingh Chandaliya has resigned from the Board of the company w.e.f. 09.01.2025 and Mr. Saurav Santosh Dugar, member of the Committee nominated as a Chairman of the Nomination and Remuneration Committee by the

Board w.e.f. 09.01.2025. Mrs. Ankita Shah and Mrs. Prachi Ankur Gandhi has been inducted as member of the committee w.e.f. 09.01.2025

### C) Remuneration policy

The Remuneration policy of your Company is a comprehensive policy which is competitive, in consonance with the industry practices and rewards good performance of the employees of the Company. The policy ensures equality, fairness and consistency in rewarding the employees on the basis of performance against set objectives. The Company endeavours to attract, retain, develop and motivate a high-performance workforce. The Company follows a compensation mix of fixed and variable pay. Individual performance pay is determined by business performance and the performance of the individuals measured through the annual appraisal process. The Nomination, Remuneration and Board Diversity Policy of the Company can be accessed at <http://www.sumeetindustries.com/index.php/investors-relations/policies/>

### D) Details of Remuneration of Executive Directors for the Financial Year 2024-25

( Rs. in Lacs )

Sr. No.	Name of the Executive Directors	Salary	Commission	Perquisites.
01.	Mr. Radheshyam B Jaju	Nil	Nil	Nil
02.	Mr. Pratik R Jaju	Nil	Nil	Nil
03.	Mr. Rohan Dipakbhai Modh*	5.48	Nil	Nil

( \* Mr. Rohan Modh has been appointed as Executive Director w.e.f. 09.01.2025 )

### E) Details of Remuneration of Non-Executive Directors for the Financial Year 2024-25

The following are the details of remuneration paid to Non-Executive Director for the financial year 2024-25.

Sr. No.	Name of Non-Executive Director	Sitting Fees (In Rupees)
2.	Mrs. Prachi Ankur Gandhi	45,000.00
3.	Mrs. Ankita Siddharth Shah	1,50,000.00
4.	Ms. Saurav Santosh Dugar	2,25,000.00

The remuneration is recommended by the Nomination and Remuneration Committee based on criteria such as qualification & experience, industry benchmarks, the Company's performance vis-à-vis the industry, responsibilities shouldered, performance/track record etc. and is decided by the Board of Directors. The Board, on the recommendations of the Remuneration Committee approves the annual increments of the employees of the company.

### F) Terms of reference

The terms of the reference regarding role of the Remuneration committee are as under :-

- To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.

- ii) Formulation of criteria for evaluation of Independent Directors and the Board;
- iii) Devising a policy of the Board diversity Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- iv) To frame company's policies for compensation and benefits for Executive Directors and Key Managerial persons.
- v) To review HR Policies and initiatives.
- vi) To develop and recommend to the Board, a set of Corporate Governance Guidelines.
- vii) To assess the Company's policies and processes in key areas of Corporate Governance, other than those explicitly assigned to other Board Committees, with a view to ensuring the Company is at the forefront of good corporate governance.
- viii) Review key corporate governance processes not specifically assigned to other committees, and recommend changes needed to ensure that the company is at best practice;
- ix) Examine the impact of significant regulatory and statutory changes applicable to the governance practices of the Company and to recommend measures to implement the same;
- x) To review and recommend annual increments for employees of the company.
- xi) To identify persons who are qualified to be appointed in senior management in accordance with the policies of the company and recommend their appointment or removal to the HR Department and the Board.

### **III) STAKEHOLDERS RELATIONSHIP COMMITTEE**

#### **A) Composition**

The Stakeholders Relationship Committee of the Company has been reconstituted w.e.f. 09.08.2024, consisting of three members viz; Mr. Manojkumar Ganeshmal Jain, Mr. Pratik R. Jaju and Mr. Vikashkumar K Chandaliya, consisting of one Executive Director and two Non-Executive and Independent Directors. Mr. Manojkumar Ganeshmal Jain is the Chairman of the Stakeholders Relationship Committee.

Later, after resignation of Mr. Manoj Kumar Jain and Mr. Vikashkumar Chandaliya, Independent Directors of the company, Stakeholders Relationship Committee of the company has been again re-constituted on 09.01.2025 consisting of all Non-Executive and Independent Directors. All members of the Stakeholders and Relationship Committee have relevant experience.

#### **B) Terms of Reference**

The scope and function of the Stakeholders Relationship Committee is in accordance with Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations. The Committee, inter alia, is primarily responsible for considering and resolving grievances of security holders of the Company.

The additional terms of reference of the Committee are as follows:

- i. Rematerialisation, etc. and other shares related formalities.
- ii. Review and oversee the process of resolving of shareholders/ investors / security holders grievances in the matter of transfer, transmission, issue of duplicate /replacement /split shares etc.
- iii. Oversee compliances in respect of dividend payments and matters related thereto.
- iv. Advise the Board of Directors on matters which can facilitate better investor services and relations.
- v. Review movements in shareholding and ownership structures of the Company.
- vi. Ensure setting up proper controls and oversee the performance of the Registrar and Share Transfer Agent.
- vii. Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable,

### C) Meetings and attendance during the year

**Composition of Stakeholders Relationship Committee and number of meetings held and number of meetings attended by the members during the year 2024-25 are given below :**

Sr. No.	Name of the Director	Status in Committee	Category	No. of Meetings	
				Held	Attended
1.	Mr. Manojkumar G Jain*	Chairman	Non-Executive	1	1
2.	Mr. Pratik R. Jaju	Member	Executive	1	1
3.	Mr. Vikashkumar K Chandaliya*	Member	Non-Executive	1	1
4.	Mr. Saurav Santosh Dugar*	Chairman	Non-Executive	Nil	Nil
5.	Mrs. Prachi Ankur Gandhi*		Non-Executive	Nil	Nil

Note :- Mr. Manoj Kumar Jain , Chairman of the Committee and Mr. Vikashkumar Kamalsingh Chandaliya, member of the committee has resigned from the Board of the company w.e.f. 09.01.2025 and Mr. Saurav Santosh Dugar, member of the Committee nominated as a Chairman of the Stakeholders Relationship Committee by the Board w.e.f. 09.01.2025. Mrs. Prachi Ankur Gandhi has been inducted as member of the committee w.e.f. 09.01.2025

**Composition of Re- Constituted Stakeholders Relationship Committee( W.e.f. 09.01.2025 ) are as below :**

Sr. No.	Name of the Director	Status in Committee	Category
1.	Mr. Saurav Santosh Dugar	Chairman	Non-Executive
2.	Mr. Pratik R. Jaju	Member	Executive
3.	Mrs. Prachi Ankur Gandhi	Member	Non-Executive

### D) Compliant Status

Number of complaints/requests received from the shareholders during the financial year 2023-24 and the number of pending complaints is given below:

Compliant received during the year 2024-25 : Nil  
 Complaint pending as on 31/03/2025 : NIL  
 Number of pending shares transfer as on 31/03/2025 : NIL

#### IV) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR COMMITTEE)

##### A) Composition

The Corporate Social Responsibility Committee (CSR Committee) of the Company has been re-constituted w.e.f. 09.08.2024. The CSR committee has comprised of three members viz; Mr. Radheshyam B. Jaju , Mr. Manojkumar Ganeshmal Jain, Mr. Vikashkumar K Chandaliya, consisting of 1 Executive Director and 2 Non-Executive Directors. Mr. Radheshyam B. Jaju is the Chairman of the CSR Committee.

Later, Mr. Manojkumar G Jain and Mr. Vikashkumar K Chandaliya , Committee members has resigned from the Board. The CSR committee has been re-constituted on dated 09.01.2025 comprising Mr. Radheshyam B. Jaju , Chairman of the Committee and Mr. Saurav Santosh Dugar and Mrs. Prachi Ankur Gandhi are inducted as committee members.

##### B) Meeting and attendance during the year

During the year, no meetings of CSR Committee was held . The number of meeting held and number of meeting attended by the members during the year are as given below:

**Composition of Re- Constituted CSR Committee ( W.e.f. 09.01.2025 ) are as below :**

Sr. No.	Name of the Director	Status in Committee	Category	No. of Meetings	
				Held	Attended
1.	Mr. Radheshyam B. Jaju	Chairman	Executive	Nil	Nil
2.	Mr. Saurav Santosh Dugar	Member	Non-Executive	Nil	Nil
3.	Mrs. Prachi Ankur Gandhi	Member	Non-Executive	Nil	Nil

#### 4. ROLE OF THE COMPANY SECRETARY IN OVERALL GOVERNANCE PROCESS

The Company Secretary plays a key role in ensuring that the Board procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and senior management for effective decision-making at the meetings. The Company Secretary is to assist and advise the Board in the conduct of affairs of the Company, to ensure compliance with applicable statutory requirements and Secretarial Standards, to provide guidance to directors and to facilitate convening of the meetings. He interfaces between the management and regulatory authorities for governance matters.

**5. GENERAL INFORMATION TO THE SHAREHOLDERS****I) GENERAL BODY MEETING**

(A) Location and Time, where last three AGM held:

Sr. No.	AGM Date	Location	Time
1.	30/09/2024	Through Video Conference (VC) or Other Audio Visual Means (OAVM)	05.00 P.M.
2.	27/09/2023	Through Video Conference (VC) or Other Audio Visual Means (OAVM)	05.00 P.M.
3.	15/09/2022	Through Video Conference (VC) or Other Audio Visual Means (OAVM)	03:30 P.M.

**II) Special Resolution passed at the last three Annual General Meetings****YEAR 2023-24**

- 1) Appointment of Mr. Radheshyam B. Jaju ( Din : 00789902 ) as an Executive Director cum Chairman of the Company
- 2) Appointment of Mr. Pratik R. Jaju ( Din : 01899119 ) as an Executive Director Cum Managing Director of the Company

**YEAR 2021-22**

- 1) Re-appointment of Mr. Shankarlal Sitaram Somani (DIN:00165238) as an Executive Director

**III) Following Special Resolutions were passed through Postal Ballot during the year under review.**

- 1) Appointment of Mr. Rohan Dipak Bhai Modh (Din No :10595328) as an Executive Director of the Company
- 2) Appointment Of Mrs. Prachi Ankur Gandhi (Din No.:06936663) as an Independent, Non-Executive Director of the Company

**IV) SHAREHOLDING AS ON 31ST MARCH, 2025****A) DISTRIBUTION OF SHAREHOLDING ( PRE CAPITAL REDUCTION) AS ON 31ST MARCH, 2025**

Distribution Range	No. of Shareholders	% of Total	No. of Shares	% of Total
1 to 5000	28489	67.62	4861275	4.69
5001 to 10000	4803	11.09	3766845	3.63
10001 to 20000	3794	8.76	5554904	5.36

20001 to 30000	1558	3.60	3939582	3.80
30001 to 40000	782	1.80	2785836	2.69
40001 to 50000	710	1.64	3386384	3.27
50001 to 100000	1181	2.73	8868122	8.56
100001 to 999999999	1194	2.76	70479441	68.00
<b>TOTAL</b>	<b>42511</b>	<b>100.00</b>	<b>103642389</b>	<b>100.00</b>

### DISTRIBUTION OF SHAREHOLDING ( POST CAPITAL REDUCTION) AS ON 31ST MARCH, 2025

Distribution Range	No. of Shareholders	% of Total	No. of Shares	% of Total
1 to 500	27643	95.16	1459224	27.72
501 to 1000	777	2.61	508818	9.66
1001 to 2000	349	1.17	464248	8.82
2001 to 3000	116	0.39	280293	5.32
3001 to 4000	49	0.17	169416	3.22
4001 to 5000	23	0.07	102754	1.95
50001 to 10000	73	0.25	466732	8.86
10001 to 999999999	53	0.18	1813651	34.45
<b>TOTAL</b>	<b>29083</b>	<b>100.00</b>	<b>5265136</b>	<b>100.00</b>

### B) SHAREHOLDING PATTERN AS ON 31ST MARCH, 2025 ( PRE CAPITAL REDUCTION )

Sr. No.	Category	No. of Shares Held	% of Shareholding
<b>(A)</b>	<b>Shareholding pattern of the Promoter and Promoter Group</b>		
(a)	Individuals	0	0
(b)	Body Corporate	0	0
	<b>Sub-Total (A)</b>	<b>0.00</b>	<b>0.00</b>
<b>(B)</b>	<b>Shareholding pattern of the Public Shareholder</b>		
<b>(1)</b>	<b>Institutions (Domestic)</b>		
(a)	Mutual Funds	0	0.00
(b)	Venture Capital Funds	0	0.00
(c)	Bank	562	0.00
(d)	Insurance Companies	0	0.00
(e)	Provident Funds/ Pension Funds	0	0.00
(f)	Other Financial Institutions	0	0.00
	<b>Sub-Total (B)(1)</b>	<b>562</b>	<b>0.00</b>
<b>(2)</b>	<b>Institutions (Foreign)</b>		
(a)	Foreign Direct Investment	0	0.00
(b)	Foreign Venture Capital Investors	0	0.00
(c)	Foreign Portfolio Investors	0	0.00
	<b>Sub-Total (B)(2)</b>	<b>0</b>	<b>0.00</b>

<b>(3) Non-institutions</b>			
(a)	Investor Education and Protection Fund (IEPF)	1273677	1.23
(b)	Individuals holding nominal share capital up to Rs. 2 lakhs	38634116	37.28
(c)	Individuals holding nominal share capital in excess of Rs. 2 lakhs	36252028	34.97
(d)	Non Resident Indians (NRIs)	1874967	1.81
(e)	Bodies Corporate	19788215	19.09
(f)	Clearing Members	184173	0.18
(g)	HUF	5634551	5.44
(i)	Associate companies / Subsidiaries	0	0.00
(j)	Directors and their relatives	0	0.00
(k)	Key Managerial Personnel/Employee	100	0.00
	<b>Sub-Total (B)(3)</b>	<b>103641827</b>	
	<b>Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)</b>	<b>103642389</b>	
	<b>Total (A+B+C )</b>	<b>103642389</b>	<b>100.00</b>

### SHAREHOLDING PATTERN AS ON 31ST MARCH, 2025 ( POST CAPITAL REDUCTION )

Sr. No.	Category	No. of Shares Held	% of Shareholding
<b>(A)</b>	<b>Shareholding pattern of the Promoter and Promoter Group</b>		
(a)	Individuals	0	0
(b)	Body Corporate	0	0
	<b>Sub-Total (A)</b>	<b>0.00</b>	<b>0.00</b>
<b>(B)</b>	<b>Shareholding pattern of the Public Shareholder</b>		
<b>(1)</b>	<b>Institutions (Domestic)</b>		
(a)	Mutual Funds	0	0.00
(b)	Venture Capital Funds	0	0.00
(c)	Bank	0	0.00
(d)	Insurance Companies	0	0.00
(e)	Provident Funds/ Pension Funds	0	0.00
(f)	Other Financial Institutions	0	0.00
	<b>Sub-Total (B)(1)</b>	<b>0</b>	<b>0.00</b>
<b>(2)</b>	<b>Institutions (Foreign)</b>		
(a)	Foreign Direct Investment	0	0.00
(b)	Foreign Venture Capital Investors	0	0.00
(c)	Foreign Portfolio Investors	0	0.00
	<b>Sub-Total (B)(2)</b>	<b>0</b>	<b>0.00</b>
<b>(3)</b>	<b>Non-institutions</b>		
(a)	Investor Education and Protection Fund (IEPF)	62495	1.19
(b)	Individuals holding nominal share capital up to Rs. 2 lakhs	3333952	63.32
(c)	Individuals holding nominal share capital in excess of Rs. 2 lakhs	418269	7.94
(d)	Non Resident Indians (NRIs)	98952	1.88
(e)	Bodies Corporate	1027321	19.51
(f)	Clearing Members	9543	0.18
(g)	HUF	314599	5.98
(i)	Associate companies / Subsidiaries	0	0.00

(j)	Directors and their relatives	0	0.00
(k)	Key Managerial Personnel/Employee	5	0.00
<b>Sub-Total (B)(3)</b>		<b>5265136</b>	
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)</b>		<b>5265136</b>	
<b>Total (A+B+C )</b>		<b>5265136</b>	<b>100.00</b>

## V) MARKET PRICE DATA

Month wise High, Low price and volume data for the FY 2024-25 at BSE & NSE are as under:

BSE				NSE		
Month	High	Low	Volume	High	Low	Volume
Apr-24	2.88	1.90	6876221	2.80	1.90	19662812
May-24	2.71	2.00	6440309	2.60	1.95	4203045
Jun-24	2.30	2.04	1079591	2.27	2.00	7735327
Jul-24	5.26	1.99	6809346	5.19	1.93	5224441
Aug-24	5.36	3.87	3275159	5.29	3.76	3786076
Sep-24	4.16	2.98	1398359	4.24	2.88	6108914
Oct-24*	4.83	4.24	1611999	4.89	4.32	7202267

NOTE : \* TRADING SUSPENDED W.E.F. 18.10.2024 DUE TO PROCEDURAL REASON

## VI) ANNUAL GENERAL MEETING

Date : Saturday , 30/08/2024

Time : 04:00 P.M.

Through : Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

## VII) FINANCIAL CALENDAR (TENTATIVE)

Annual General Meeting : August ,2025 to September, 2025  
 Results for quarter ending June 30, 2025 : on or before 14th August, 2025  
 Results for quarter ending Sep 30, 2025 : on or before 14th November, 2025  
 Results for quarter ending Dec 31, 2025 : on or before 14th February, 2025  
 Results for quarter/year ending March 31, 2026 : on or before 30th May, 2026

## VIII) DEMATERIALIZATION OF SHARES AND LIQUIDITY

The Company's shares are available for dematerialization on both the Depositories viz Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL).

Physical Shares of the company has been extinguished in pursuance of Resolution Plan approved by the Hon'ble NCLT order dated 16.07.2024. Now all the shares of the company in dematerialized form.

Demat ISIN number of the Equity Share of the Company is INE235C01028.

**IX) BANK MANDATE FOR DIVIDEND**

As per SEBI guidelines, it is mandatory required to print bank account details of the shareholders on dividend warrants. Those members, who have still not furnished their bank account details, are requested to furnish the same immediately to their DP.

**X) OUTSTANDING GDRS/ADRS/ WARRANTS OR ANY CONVERTIBLE INSTRUMENTS : NIL****XI) BOOK CLOSURE**

The Register of Members of the company will be closed from Sunday 24<sup>th</sup> August, 2025 to Saturday 30<sup>th</sup> August ,2025 (both days inclusive) as annual closure for the purpose of Annual General Meeting.

**XII) DIVIDEND DATE: NIL****XIII) LISTING:-**

Equity shares of the company are listed on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE).

**SCRIPT CODE / SYMBOL:**

BSE : 514211

NSE : SUMEETINDS

ISIN No. : INE235C01028.

All listing and custodial fees to the Stock Exchanges and depositories have been paid to the respective institutions.

**XIV) BUILD UP OF EQUITY SHARE CAPITAL**

Date of Allotment	Reason for Allotment	No. of Equity Shares Issued	Face Value (Rs.)	Cumulative Share	Cumulative paid-up Capital (Rs.)
25.07.1988	Subscription to the MOA	20	10.00	20	200.00
12.12.1991	Further Allotment	1,99,980	10.00	2,00,000	20,00,000.00
13.05.1992	Further Allotment	7,95,000	10.00	9,95,000	99,50,000.00
07.07.1992	Further Allotment	10,55,000	10.00	20,50,000	2,05,00,000.00
20.07.1992	Further Allotment	9,50,000	10.00	30,00,000	3,00,00,000.00
08.08.1992 & 12.08.1992	Further Allotment	26,00,000	10.00	56,00,000	5,60,00,000.00
24.10.1992	Further Allotment	4,00,000	10.00	60,00,000	6,00,00,000.00
12.01.1993	Initial Public Offering	56,00,000	10.00	1,16,00,000	11,60,00,000.00
01.04.2005	Bonus in the ratio of 1:2	57,99,300	10.00	1,73,99,300	17,39,93,000.00
13.04.2007	Preferential Allotment to Bennett Coleman & Co. Ltd.	6,67,000	10.00	1,80,66,300	18,06,63,000.00
13.04.2007	Preferential Allotment to Vishvas Infrastructure Ltd.	2,50,000	10.00	1,83,16,300	18,31,63,000.00

21.01.2008	Bonus in the ratio of 1:10	18,06,630	10.00	2,01,22,930	20,12,29,300.00
17.01.2009	Right Issue 1:1	1,98,72,230	10.00	3,99,95,160	39,99,51,600.00
28.04.2011	Allotment to "QIBs" under QIP Placement	1,82,94,578	10.00	5,82,89,738	58,28,97,380.00
04.12.2013	Reduction of Capital by cancelling shares allotted to Vishvas Infrastructure Ltd as per High Court order.	( 2,50,000)	10.00	5,80,39,738	58,03,97,380.00
24.01.2018	Right Issue 3:7	2,48,74,173	10.00	8,29,13,911	82,91,39,110.00
07.08.2018	Bonus in the ratio of 1:4	2,07,28,478	10.00	10,36,42,389	103,64,23,890.00
26.10.2024	Physical Equity Shares Cancelled held as on record date 18.10.2024	(22,88,515)	10.00	10,13,53,874	101,35,38,740.00
26.10.2024	Reduction of capital by cancellation of shares in the ratio of 4: 77 in pursuance of Resolution Plan approved by Hon'ble NCLT	(9,60,88,738)	10.00	52,65,136	5,26,51,360
31.03.2025	Equity Shares allotted to Successful Resolution Applicant ( Eagle group ) as per Resolution Plan	10,00,00,000	10.00	10,52,65,136	105,26,51,360

**XV) Mandatory Transfer of Shares to Demat Account of Investors Education and Protection Fund Authority (IEPFA) in case of unpaid / unclaimed dividend on shares for a consecutive period of seven years**

In terms of Section 124(6) of the Companies Act, 2013 read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) (IEPF Rules) shares on which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more shall be credited to the Demat Account of Investor Education and Protection Fund Authority (IEPFA) within a period of thirty days of such shares becoming due to be so transferred. Upon transfer of such shares, all benefits (like bonus, dividend etc.), if any, accruing on such shares shall also be credited to such Demat Account and the voting rights on such shares shall remain frozen till the rightful owner claims the shares. Shares which are transferred to the Demat Account of IEPFA can be claimed back by the shareholders from IEPFA by following the procedure prescribed under the IEPF Rules. The Company had sent out individual communication to the concerned Members whose shares were liable to be transferred to IEPFA, to take immediate action in the matter. As required under the IEPF Rules, the Company also published a Notice informing the Members' who have not claimed their shares for a period of 7 years to claim the same from the Company before they are transferred to IEPFA.

Detail of unclaimed/unpaid dividend transferred to IEPF has been posted on Company's website i.e. [www.sumeetindustries.com](http://www.sumeetindustries.com).

Pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules), the Company has transferred 12,96,302 Equity Shares of Rs.10/- each of the Company held by various Investors, physical as well as

dematerialized form, whose dividend amount is unclaimed/unpaid for seven years to Suspense Account of the Investor Education and Protection Fund (IEPF) Authority during the FY 2018-19. Detail of Equity Shares transferred to IEPF Suspense Account has been posted on Company's website i.e. [www.sumeetindustries.com](http://www.sumeetindustries.com).

Therefore, it is in the interest of shareholders to regularly claim the dividends, if declared by the Company.

#### **XVI) NOMINATION**

Nomination facility in respect of shares held in electronic form is available with the Depository Participants as per the bye-laws and business rules applicable to NSDL and CDSL.

#### **XVII) NSE ELECTRONIC APPLICATION PROCESSING SYSTEM (NEAPS)**

The NEAPS is a web-based application designed by NSE for corporate filings. All periodical compliance filings like Shareholding Pattern, Corporate Governance Report, Media Releases, Audited/Un-audited Financial Results, Reconciliation of Share Capital Audit Report, Announcements and Intimations etc. are filed electronically on NEAPS.

#### **XVIII) BSE CORPORATE COMPLIANCE & LISTING CENTRE (THE 'LISTING CENTRE')**

BSE's Listing Centre is a web-based application designed for corporate filings. All periodical compliance filings like Shareholding Pattern, Corporate Governance Report, Media Releases, Audited/Un-Audited Financial Results, Reconciliation of Share Capital Audit Report, Announcements and Intimations etc. are also filed electronically on the Listing Centre.

#### **XIX) SEBI COMPLAINTS REDRESS SYSTEM (SCORES)**

The investor complaints are processed in a centralised web-based complaints redress system. The salient features of this system are, Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by concerned Companies/RTA and online viewing by investors of actions taken on the complaint and its current status.

#### **XX) PLANT LOCATION**

Block No. 289-291-292, Vill:Karanj, Tal-Mandvi, Dist- Surat (Gujarat) PIN-394 110

Sumeet Industries Limited is the Manufacturer and Exporter of Polyester Chips, Polyester Filament Yarn (POY & FDY) and Texturized Yarns.

#### **XXI) REGISTERED OFFICE**

504, 5th Floor, Trividh Chambers, Opp. Fire Brigade Station, Ring Road, Surat- 395 002 (Gujarat)

Phone : 0261-2328902

E-mail : [corporate@sumeetindustries.com](mailto:corporate@sumeetindustries.com)

Website: [www.sumeetindustries.com](http://www.sumeetindustries.com).

**XXII) REGISTRARS AND SHARE TRANSFER AGENTS**

M/S. Bigshare Services Pvt. Ltd.

Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (E) Mumbai-400093

Ph.: (022) 62638200 Fax: (022) 62638299

E-mail: [info@bigshareonline.com](mailto:info@bigshareonline.com)

Website: [www.bigshareonline.com](http://www.bigshareonline.com)

**XXIII) MEANS OF COMMUNICATION**

Quarterly/Half yearly results are not sent to the shareholders. However, Company's quarterly/half yearly financial results were published in English and Gujarati news papers and were also sent to the Stock Exchanges. Shareholders can also visit Company's website [www.sumeetindustries.com](http://www.sumeetindustries.com) to get more details about the company. All price sensitive information is made available at the earliest through press release and presentation made to media on specific occasions.

**XXIV) ADDRESS FOR CORRESPONDENCE****Bigshare Services Pvt. Ltd.**

Unit: Sumeet Industries Limited

Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (E) Mumbai-400093

Ph.: (022) 62638200

- A) For any complaints relating to non-receipt of shares after transfer, transmission, change of address, mandate etc., dematerialization of shares or any other query relating to shares shall be forwarded to the Share Transfer Agents directly at the address given hereinabove. Members are requested to provide complete details regarding their queries quoting DP ID no./Client ID No., number of shares held.
- B) For non-receipt of Annual Report, non-receipt of dividend etc., the complaint should be forwarded to Mr. Anil Kumar Jain, Company Secretary & Compliance Officer of the Company at the following address:

**Sumeet Industries Limited**

504, 5th Floor, Trividh Chambers, Opp. Fire Brigade Station, Ring Road, Surat-395002

Phone: 0261-2328902

E-mail: [corporate@sumeetindustries.com](mailto:corporate@sumeetindustries.com)

**6. RECONCILIATION OF SHARE CAPITAL AUDIT REPORT**

Reconciliation of Share Capital Audit Report of the company in terms of SEBI circular no. D & CC/FITTC/CIR-16/2002, reconciling the total shares held in both the depositories, viz NSDL and CDSL and in Physical form with the total issued/paid-up capital of the company were placed before the Stakeholders Relationship Committee every quarter and also submitted to the stock exchanges every quarter.

A qualified practicing Company Secretary carried out Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit confirms that the total issued/paid up capital is in agreement with the total number of shares in dematerialised form held with NSDL and CDSL.

## **7. CEO AND CFO CERTIFICATIONS**

The Chief Financial Officer of the Company gives annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Chief Financial Officer also gives quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The MD & CFO certification of the financial statements for the year ended on 31<sup>st</sup> March, 2025 under review is published in this report.

## **8. COMPLIANCE CERTIFICATE OF THE AUDITORS**

Certificate from the Auditors of the Company, M/s HTKS & Co., Chartered Accountants confirming compliance with the conditions of Corporate Governance as stipulated under Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is attached to the Corporate Governance Report as forming part of the Annual Report.

## **9. COMPLIANCE CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE**

The Certificate of 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 and Secretarial Audit report for the year 2024-25, is annexed as a part of the Annual Report. Annual Secretarial Compliance Certificate received from practicing company secretary is available on the website of the company and can be accessed at weblink : [https://www.sumeetindustries.com/wp-content/uploads/Annual-Secretarial-Report\\_2024-25\\_Signed.pdf](https://www.sumeetindustries.com/wp-content/uploads/Annual-Secretarial-Report_2024-25_Signed.pdf)

## **10. CODE FOR PREVENTION OF INSIDER-TRADING PRACTICES**

The Company has framed a Code of Conduct for Prevention of Insider Trading based on SEBI (Insider Trading) Regulations, 2015. The Code is applicable to all the Directors and Designated Employees. The Code also aims to prevent dealing in the shares by persons having access to unpublished price sensitive information. This policy also provides for periodical disclosures from the designated person as well as pre-clearances of transactions by such persons. In compliance with the provisions of SEBI (Prohibition of Insider Trading Regulations) 2015, as amended from time to time, to preserve the confidentiality and prevent misuse of unpublished price sensitive information (UPSI)/link of UPSI, the Company has adopted a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. The Codes are available on the website of the Company at [www.sumeetindustries.com](http://www.sumeetindustries.com).

## 11. CODE OF CONDUCT

The Company has adopted a Code of Conduct for Board Members and Senior Management Executives and the same has been amended from time to time in view of the amendments to the Acts/Regulations. The same is applicable to all Directors and Senior Management Executives of the Company in the grade above Senior Managers (Senior Management Executives). The Code of Conduct for Board Members and Senior Management has been posted on the website of the Company.

## 12. Compliance with Indian Accounting Standards:

The Company has followed Indian Accounting Standards ("Ind AS") in the preparation of the Financial Statements, as per the roadmap announced by Ministry of Corporate Affairs. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements

## 13. OTHER DISCLOSURES

- I) All related party transactions have been entered into in the ordinary course of business and were placed periodically before the Audit Committee in summary form including transactions for which omnibus approval of the Audit Committee was taken. There were no material individual transactions with related parties which were not in the normal course of business, required to be placed before the Audit Committee and that may have potential conflict with the interest of the Company at large. All individual transactions with related parties or others were on an arm's length basis. Transactions with related parties as per requirements of IND AS-'Related Party Disclosures' are disclosed in Notes: 23 to the Financial Statements.
- II) All the related party transactions are in compliance with the provisions of SEBI Listing Regulations as applicable during the financial year ended 31<sup>st</sup> March, 2025
- III) The Company has established a Vigil mechanism/ whistle blower policy for directors and employees to report concerns about unethical behaviour, actual or suspected fraud etc. and the same has been disclosed on the website of the Company.
- III) Web-links:
  1. Familiarization programme for Independent Directors:  
<https://www.sumeetindustries.com/wp-content/uploads/2025/04/Familirisation-of-Independent-Directors.pdf>
  2. Related party Transaction Policy:  
<http://www.sumeetindustries.com/wp-content/uploads/2016/04/Policy-on-Matrerality-Related-Party-Transaction.pdf>
  3. Material subsidiary:  
<http://www.sumeetindustries.com/wp-content/uploads/2016/04/Material-Subsidiaries-Determination-Policy.pdf>
- IV) No penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last years except mentioned in Secretarial Compliance Report for the year 2024-25 issued by M/s. Dhirren R. Dave & Co., Practising Company Secretaries is available on the website of the company and

can be accessed weblink: : [https://www.sumeetindustries.com/wp-content/uploads/Annual-Secretarial-Report\\_2024-25\\_Signed.pdf](https://www.sumeetindustries.com/wp-content/uploads/Annual-Secretarial-Report_2024-25_Signed.pdf)

**V) DISCLOSURE IN RELATION OF SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE:**

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder for prevention and redressal of complaints of sexual harassment at workplace. The details of complaints are as under:

- a) No. of Complaints filed during the year ended 31.03.2025 : NIL
- b) No. of Complaints disposed of during the financial year : NIL
- c) No. of pending Complaints as on 31.03.2025 : NIL

**VI) Detail of fees paid to the Statutory Auditors, Internal Auditor and all entities in the network firm/network entity of which the Statutory Auditors and Internal Auditor are as follows:**

**Payment made to HTKS & Co. (Formerly known as H. Tosniwal & Co.), Statutory Auditor of the Company:**

Sr. No.	Particulars	Amount Paid during the year 2024-25 (In Rs.)
1.	Audit fees	8,50,000.00
2.	Tax Audit Fees	1,50,000.00
	<b>Total</b>	<b>10,00,000.00</b>

**Payment made to M/s. ARVP & Co., Chartered Accountants, Internal Auditor of the Company:**

Sr. No.	Particulars	Amount Paid during the year 2024-25 (In Rs.)
1.	Internal Audit fees	3,00,000.00
	<b>Total</b>	<b>3,00,000.00</b>

**VII) No money was raised by the Company through public issue, rights issue or debt issue etc. in the Financial year 2024-25 except Equity Shares issued to Implementing entities ( Successful Resolution Applicant ) in pursuance of approved Resolution Plan.**

**VIII) All recommendation of the committees have been considered by the Board of Directors from time to time , while arriving at any decision and there has been no instances during the year under review , where any such recommendation which is mandatory in nature has not been abide with.**

**IX) The company has not made any Loans and advances in the nature of loans to firms /companies in which directors are interested during the FY 2024-25**

**X ) In accordance with Regulation 16(1)(c) of the Listing Regulations as of 31st March 2025, the Company does not have any Material Subsidiary. Consequently, there is no requirement for the**

Company to comply with the provisions of Regulation 24 of the Listing Regulations, which pertains to the governance of material subsidiaries.

The details of the policy on determining Material Subsidiary of the Company are available on the Company's website at link : <http://www.sumeetindustries.com/wp-content/uploads/2016/04/Material-Subsidiaries-Determination-Policy.pdf>

#### 14. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has established a Vigil Mechanism (Whistle Blower) Policy in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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 policy. The Vigil Mechanism shall provide adequate safeguards against victimization of Director(s) / Employee(s), who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. The details of establishment of the vigil mechanism disclosed by the Company on its website.

#### 15. DISCLOSURE OF COMPLIANCES

The Company has complied all the Corporate Governance requirements as specified in Regulation 17 to 27 and clause (b) to (i) and (t) of sub-regulation (2) of regulation 46 and Schedule V of the SEBI Listing Regulations. Further Company has submitted quarterly compliance report on Corporate Governance with the Stock Exchange, in accordance with the requirements of Regulation 27(2)(a) of the SEBI Listing Regulation

The Company has disclosed about the compliance of regulations in respect of Corporate Governance as per Listing Regulations on its website [www.sumeetindustries.com](http://www.sumeetindustries.com)

#### 16. COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES:

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated 15th November, 2018 is not required to be given. For a detailed discussion on foreign exchange risk and hedging activities, please refer to Management Discussion and Analysis Report

#### 17. FILING OF COST AUDIT REPORT

As per Section 148 of the Companies Act, 2013, read with Rule 6 of the Companies (Cost Records and Audit) Rules, 2014, Cost Auditors have to forward Cost Audit Report to the Board of Directors of the Company within a period of 180 days from the closure of financial year and the said report is required to be filed within a period of 30 days from the date of receipt with the Ministry of Corporate Affairs.

In compliance with the requirements under General Circular 15/2011 dated 11 April, 2011 of Ministry of Corporate affairs, the details of Cost Audit Report filed with Ministry of Corporate Affairs during the year is as below:

Financial Year	Name of Cost Auditor	Date of filing
2023-24	M/s. V.M. PATEL & ASSOCIATES, (Firm Registration No. 10519), Cost Accountants	02/09/2024

**DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT**

This is to certify that as provided under Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management personnel have affirmed compliance with the Code of Conduct for the financial year ended 31st March, 2025.

**For Sumeet Industries Limited****Place: Surat****Dated: 24.04.2025****Pratik R Jaju****Mg. Director**

**CERTIFICATE REGARDING  
COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE**

To,  
The Members of  
Sumeet Industries Limited

We have examined the compliance of conditions of Corporate Governance by Sumeet Industries Limited ("the Company") for the year ended on 31st March 2025 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to the procedures and implementation process adopted by the Company to enhance the compliance of the conditions of the Corporate Governance. This examination doesn't constitute as audit or express an opinion on the company's financial; statement.

In our opinion and to the best of my information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI Listing Regulations, 2015/Listing Agreements, to the extent applicable to the Company during the year under report.

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

**FOR H T K S & CO.  
CHARTERED ACCOUNTANTS**

**CA. HARISHANKAR TOSNIWAL  
PARTNER  
M. NO. 055043**

**FRN:0111032W  
PLACE : SURAT  
DATE : 16.06.2025**

**UDIN : 25055043BMGX YA4890**

**MANAGING DIRECTOR (MD) AND  
CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION**

**[Issued in accordance with the provisions of Regulation 17(8) of SEBI (LODR) Regulations, 2015]**

**To the Board of Directors of Sumeet Industries Limited**

**Dear Sirs,**

**Sub. MD/ WTD / CFO Certificate**

We, Mr. Pratik A Jaju, Managing Director and Mr. Abhishek Prasad, Chief Financial Officer of M/s. Sumeet Industries Limited, to the best of our knowledge and belief, certify that:

- (a) We have reviewed the financial statements, and the cash flow statement of Sumeet Industries Limited for the year ended March 31, 2025, and that to the best of our knowledge and belief, we state that:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;
  - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of our knowledge and belief, there are no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or propose to take for rectifying these deficiencies.
- (d) We have indicated to the Auditors and the Audit Committee that:
  - (i) there are no significant changes in internal control over financial reporting during the year;
  - (ii) there are no significant changes in accounting policies made during the year and that the same have been disclosed suitably in the notes to the financial statements; and
  - (iii) there are no instances of significant frauds of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For Sumeet Industries Limited**

**Mr. Pratik R Jaju**  
**Mg. Director**  
**(DIN: 01899119)**

**Abhishek Prasad**  
**Chief Financial officer**

**Place: Surat**  
**Dated: 24.04.2025**

## MANAGEMENT DISCUSSION AND ANALYSIS

### GLOBAL ECONOMY

The swift escalation of trade tensions and extremely high levels of policy uncertainty are expected to have a reasonable impact on global economic activity. The global economy is entering a phase of slower growth, influenced by protectionist trade policies and rising inflation. The projected global growth is expected to stabilize at 2.7% annually. While this marks a return to pre-pandemic growth rates, it remains insufficient to drive sustained development, particularly for emerging markets and developing economies (EMDEs), which contribute 60% of global growth. This stabilization is attributed to easing inflation and supportive monetary policies. However, growth is insufficient to offset the cumulative impact of previous economic shocks. EMDEs are experiencing slower per capita income growth, with many low-income countries unlikely to achieve middle-income status by mid-century without significant policy reforms. Key risks include heightened policy uncertainty, adverse trade policy shifts, geopolitical tensions, persistent inflation, and climate-related natural disasters.

The International Monetary Fund ("IMF") has projected global growth to moderate to 2.8% in 2025 and 3.0% in 2026, sharply lower than the 3.3% projected for both years in its January 2025 update. The IMF attributes this slowdown to factors like escalating trade tensions and increased political uncertainty. This highlights how critical a phase the global economy is currently passing through. Just as the world economy looked like stabilising following a series of shocks in the preceding years, it has been dealt a severe blow with the United States unilaterally announcing tariffs on major trading partners and critical sectors, bringing effective tariff rates to levels not seen in a century.

Managing downside risks dominate the outlook for most organizations. Ratcheting up a trade war, along with even more elevated trade policy uncertainty, could further reduce near and long-term growth, while eroded policy buffers could weaken resilience to future shocks. Divergent and rapidly shifting policy stances or deteriorating sentiment could trigger additional repricing of assets beyond what took place after the announcement of sweeping US tariffs on April 2, 2025 and sharp adjustments in foreign exchange rates and capital flows, especially for economies already facing debt distress. Broader financial instability may ensue, including damage to the international monetary system. On the upside, a de-escalation from current tariff rates and new trade agreements providing clarity and stability in trade policies could lift global growth

### Out Look

Particulars	Estimate %	Projections %	
	2024	2025	2026
World Output	3.3	2.8	3.0
Advanced Economies	1.8	1.4	1.5
Emerging Market and Developing Economies	4.3	3.7	3.9
India	6.5	6.2	6.3

### INDIAN ECONOMY.

India is projected to remain the fastest-growing large economy for 2025-26, reaffirming its dominance in the global economic landscape. Our country's economy is expected to expand by 6.2% in 2025 and 6.3% in 2026, outpacing many of its global counterparts.

The higher disposable incomes to middle class, the rate cuts, the accommodative monetary policy and the enhanced liquidity in the banking system, is expected to boost growth in times of external uncertainties. The focus of the Budget on longer term development drivers and reforms, anchored around the ambition of 'Viksit Bharat', adds to the confidence in domestic economic resilience

Our Country will be able maintain potential real GDP growth of 6-6.5% YoY over the next two years, making it world's third largest consumer market in 2026 and third-largest economy by 2027 (after US and China). We expect India's nominal GDP to increase from USD 4 trillion in FY25E to USD 6 trillion by FY30E. We believe India's potential growth could benefit from manufacturing and export push, increased services exports, and digitalization, leading to improvement in productivity and efficiency gains. While the long-term growth prospects of India are fairly strong, the recent issues at our western border remain a threat to our economic growth for this year especially if they escalate over the course of the next few weeks and months

## **GLOBAL TEXTILE INDUSTRY**

The Global Textile market demonstrated healthy growth in 2024, reaching an estimated USD 690 billion, with projections indicating expansion to USD 903 billion by 2028 at a CAGR of 7.0%. The industry benefited from improved consumer sentiment, normalising supply chains, and stable raw material prices, particularly in the latter part of the year. Demand was driven by the continued shift toward man-made fibres, increasing emphasis on sustainable and technical textiles, and greater digitisation across the textile value chain. The fashion e-commerce segment remained a significant growth driver, supported by widespread internet access, mobile-first consumers, and increasing demand across various age groups. This segment is projected to grow at a CAGR of 10.6%, reaching USD 1,357 billion by 2028. The shift to online platforms is reshaping supply chains and prompting quicker response cycles in global markets. However, the textile industry also faced challenges, particularly due to recent tariff hikes. Many countries have imposed new tariffs on textiles, especially affecting key players in China, Vietnam, and other Asian manufacturing hubs. These tariff hikes added additional costs to the global supply chain, leading to increased production costs and pressure on margins, particularly in low- and mid-tier markets. This scenario forced global brands and retailers to reassess their sourcing strategies and move towards more diversified supply chains to mitigate the impact of such tariffs. Simultaneously, the industry navigated key regional challenges, including political instability in Bangladesh, which disrupted production planning and weakened buyer confidence. Rising labour costs in Vietnam also created margin pressures in basic and value apparel categories. These developments intensified the shift towards diversification, resilience, and adherence to ESG compliance across global supply chains. Amid these complexities, India emerged as a preferred sourcing destination. The country's integrated manufacturing capabilities, improving infrastructure, and commitment to sustainability norms positioned it as a key player in the evolving global textile landscape. India's growing role in global sourcing decisions further highlights a shift toward more balanced and diversified vendor bases, as companies look to reduce dependency on tariff-exposed markets.

## **INDIAN TEXTILE INDUSTRY**

The Indian textile and apparel industry remains a cornerstone of the country's economy, contributing approximately 2.3% to GDP, 13% to industrial production, and 12% to total exports. It is the second-largest employment generator in India, engaging around 45 million people. In 2024, the industry was valued at approximately USD 222.08 billion, with projections estimating a rise to USD 646.96 billion by 2033 at a CAGR of 11.98%. Spanning the entire value chain from fiber to fashion, the Indian textile industry combines traditional sectors such as handlooms and handicrafts with modern segments like

technical textiles. Evolving consumer demand has accelerated the shift toward sustainable materials, eco-friendly production processes, and digital distribution channels. The expansions of e-commerce and increasing preference for ethical fashion have created new opportunities for premium and niche textile products.

Year 2024 marked a year of steady recovery for the sector. The second half of 2024 saw improved export performance, especially to key markets in the US and Europe, driven by festive season demand, lower inventories, and rising retail footfall. From April to December 2024, apparel exports rose by 11.3% to USD 9.8 billion, while textile exports increased by 3.9% to USD 13.5 billion. Cumulatively, India's textile and apparel exports grew 6.9% to USD 23.3 billion.

## **POLYESTER (MMF) INDUSTRY**

Indian Manmade fibre (MMF) textile industry is vibrant and growing. Today, India produces almost all the types of synthetic fibres, be it polyester, viscose, nylon or acrylic and hence we are at the advantage compared to any other nations across the world. Currently, we are the 2nd largest producer of both polyester and viscose globally. MMF textile industry in India is self-reliant across the value chain right from raw materials to the garmenting. Our fabrics are international standard and known for their excellent workmanship, colours, comforts, durability and other technical properties. Due to heavy investments in world-class manufacturing plants, continuous innovation, untiring entrepreneurship, new product mix and strategic market expansion, India is poised to stand as a most prominent supplier in the global arena.

Global end-use demand for textile fibres is forecast to expand by an average of 2.80% per annum between 2015 and 2025, from 90.10 mn tons to 119.20 mn tons and global end-use demand for man-made fibres is expected to increase by 3.7% in 2025 ( Source : Ministry of textiles )

India stands as the world's second-largest producer of man-made fibres. These fibres contribute to nearly 100 per cent of non-cotton and blended fabrics, offering versatility and cost-efficiency. Currently, the country produces a staggering 1,441 million kilograms of synthetic fibres and over 3,000 million kilograms of synthetic filaments. Man-made fibres, such as viscose and polyester, have proven to be flexible, durable, and capable of withstanding high-speed machinery. Their hydrophobic properties open doors to multiple applications. Consequently, man-made fibres have become a vital pillar of India's textile industry, providing the sector with the agility to adapt to changing market dynamics.

In FY24, the MMF textile sector experienced a significant downturn, according to Directorate General of Commercial Intelligence and Statistics (DGCIS) data compiled by CITI. Exports of MMF apparel fell by 22 per cent to \$2.89 billion from \$3.53 billion in FY23. Overall exports in the MMF sector dropped by 11 per cent to \$9.03 billion from \$10.02 billion (Source: <https://www.matexil.org/gallery/view/239562> )

While the export market is challenging, it is anticipated that as global demand increases, India's exports of polyester has potential to correspondingly rise. Additionally, there is a notable increase in demand for polyester across all major product categories due to its superior functionality, comfort properties, competitive pricing compared to cotton. Going forward demand for polyester based products is increasing in the domestic market as well and hence there is good potential for polyester yarn and fiber.

**Government Initiatives:** The Indian government continues to bolster the textile industry through a series of strategic initiatives, focusing on manufacturing incentives, infrastructure development, trade facilitation, and sustainability.

- **Budget Allocation and key schemes:** The Union Budget for 2024–25 allocated Rs.4,417 crore to the textile sector, marking a 28% increase from the previous year's revised estimate of Rs. 3,443 crore. This allocation underscores the government's focus on revitalizing the industry through various schemes and programs.
- **Production-Linked Incentive (PLI) Scheme:** The PLI scheme for textiles is being implemented nationwide, promoting the production of MMF apparel, MMF fabrics, and technical textile products to achieve size and scale and become competitive. The government has approved over Rs. 10,000 crore for the PLI scheme, with plans to extend it to the garments sector.
- **Rebate of State and Central Taxes and Levies :** The RoSCTL scheme has been extended until March 31, 2026, providing rebates on central and state taxes for exporters of garments and made-up products, thereby enhancing the international competitiveness of the textile sector.
- **PM MITRA Parks Scheme:** The government has approved the establishment of seven Mega Integrated Textile Region and Apparel (PM MITRA) Parks across India, aiming to boost jobs, exports, and investments. Each park is expected to create approximately 300,000 jobs and will be equipped with modern facilities.
- **National Technical Textiles Mission (NTTM):** Launched in 2020, the NTTM aims to make India a global leader in technical textiles with a budget of Rs.1,480 Crore until 2025–26. The mission supports research, market development, exports, and skill development in the technical textiles sector.
- **Sustainability and Renewable Energy Initiatives:** In alignment with global sustainability goals, India is encouraging textile units to adopt renewable energy sources, such as rooftop solar installations and biomass boilers. These measures aim to reduce the industry's carbon footprint and promote environmentally friendly practices.
- **Trade Agreements and Foreign Direct Investment (FDI):** India continues to engage in Free Trade Agreement (FTA) negotiations with countries like the EU, UK, and Canada to enhance market access for textile exports. The liberalized FDI policy, allowing up to 100% investment under the automatic route, has attracted significant foreign investments, further strengthening the sector.

## BUSINESS OVERVIEW

Sumeet Industries Limited has an integrated manufacturing facility at Karanj (Surat) from Melt to DTY. Our large product comprises of POY, FDY, Texturized Yarn, Micro Filament Yarn, Dope Dyed Yarn and Textile Grade chips (Pet Chips). The Company has accelerated its cost optimization drive across the value chain to further improve its operational efficiency.

The company's manufacturing unit have a locational advantage being situated in the Surat area. Its location gives its proximity to both raw material suppliers as well as end users. The production capacity of the plant is as under:

Name of the Product	Production capacity (TPA)
C.P. Plant	1,00,800
POY	52,500
FDY	45,500
Texturizing Yarn	5,400
Recycled Chips	2,700

## RESULTS REVIEW

### Turnover:

Sumeet Industries Limited has achieved a turnover (Standalone) of Rs. 100337.05 Crore in the year 2024-25 as against Rs. 984.86 Crore during the previous year showing a marginal increase of 1.88 % over previous year. Increase in sales was marginally increased due to marginal increase in price of finished goods. During the year under review the company has produced 103390.423 Tons (P.Y. 103842.209 Tons ) of Pet Chips/Polyester and Texturized Yarn and dispatched 102877.870 Tons ( P.Y. 103971.267 Tons ) of Pet Chips / Polyester and Texturized yarns

### Other Income:

Other income consisting of receipt of Dividend, Discounts and Interest on Fixed Deposits, Exchange difference income & Others. Other income for the year 2024-25 is amounting of Rs. 236.80 Lacs against Rs. 84.81 Lacs in the previous year.

### Consumption of Raw material:

Consumption of raw material was marginally decreased from Rs. 98610.90 Lacs to Rs. 95780.40 Lacs due to price fluctuation in raw material prices.

### Employee Cost:

Employees cost were increased from Rs. 2837.10 Lacs to Rs. 3008.66 Lacs being some new employees has been appointed and annual increments were given to present employees.

### Finance Cost:

Finance costs were increased from Rs. 1.81 Lacs to Rs. 358.74 Lacs being the company has taken fresh loans from financial institution after successful resolution of the company and management is taken over by Eagle Group "Successful Resolution Applicant".

## FINANCIAL PERFORMANCE

- a) The report of the Board of Directors may be referred to for financial performance.
- b) As per provisions of SEBI Listing Regulations, 2015, the significant financial ratios (calculated on standalone basis) are given below:

Particulars		31.03.2025	31.03.2024	Change	Reasons for change by more than 25%
Current Ratio	Current asset	1.62	0.53	195%	Current Ratio has been increased due to decrease in current liability as compared to previous year
	Current liabilities				
Debt Equity Ratio	Current borrowings (Including Current maturities of long term debts)+Non current	0.38	-4.61	-109%	Debt Equity Ratio has been increased due to increase in equity & decrease in borrowings as

	borrowings				compared to previous year.
	Total Equity				
Debt Service Coverage Ratio	Net Profit after Tax but before Interest, Depreciation & Amortization	2.32	-0.08	-2768%	Debt Service Coverage Ratio has been increased due to implementation of resolution plan under IBC.
	Interest + Total Installments				
Return on Equity Ratio	Profit after Tax	0.82	0.64	26%	Return on equity ratio has been increased due to implementation of resolution plan under IBC.
	Total Equity				
Inventory Turnover	Cost of Goods sold	9.21	9.60	-4.05%	Not Applicable
	Average inventory				
Trade Receivables turnover ratio	Net Credit Sale	11.78	10.06	17%	Not Applicable
	Average Trade Receivable				
Trade payables turnover ratio	Net Credit Purchases for Goods	10.63	29.94	-65%	Trade Payable turnover ratio has been decreased due to implementation of resolution plan under IBC.
	Average Accounts Payable for Goods				
Net capital turnover ratio	Revenue from Operation	9.67	-4.44	-338%	Net Capital Turnover ratio has been increased due to increase in revenue from operations
	Working Capital				
Net profit ratio	Profit After Tax	0.1501	-0.0599	-336%	Net profit ratio has been increased due to implementation of resolution plan under IBC.
	Total Revenue				
Return on Capital employed	EBIT	0.71	1.25	-41%	Return on Capital Employed has been decreased due to increased in capital employees.
	Capital Employed				
Return on investment	Profit after Tax	0.82	0.64	26%	Return on investment has been increased due to implementation of resolution plan under IBC.
	Total Equity				

**INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The company's well defined organizational structure, documented policy guidelines, defined authority matrix and internal controls ensure efficiency of operations, compliance with internal policies & applicable laws and regulations and optimal use of company's resources, safeguard of all assets, proper authorization and recording of transactions and compliances with applicable laws.

The Company's internal control policies are in line with its size and nature of operations and they provide assurance that all assets are safeguarded, transactions are authorized, recorded and reported properly following all applicable statutes, General Accepted Accounting Principles, Company's Code of Conduct and Corporate Policies

The Company uses Enterprise Resource Planning (ERP) supported by in-built controls that ensures reliable and timely financial reporting. Well-established & robust internal audit processes, both at the Corporate and the Business levels, continuously monitor the adequacy and effectiveness of the Internal Controls and status of compliance with operating systems, internal policies and regulatory requirements. All Internal Audit findings and financial and audit control systems are periodically reviewed by the Audit Committee of the Board of Directors which provides strategic guidance on Internal Controls. The review of reports, statements, reconciliation and other information required by the management are well documented in application system to provide reasonable assurance regarding effectiveness and efficiency of operations, reliability of financial reporting and compliance with applicable laws and regulations. Additional modules in ERP like Production planning, Costing, Quality management has added additional advantages in improving product costing. The Company also has a robust & comprehensive framework of Control Self-Assessment which continuously verifies compliance with laid down policies & procedures and help plug control gaps.

**ENERGY CONSERVATION**

The Conservation of energy in all the possible areas is undertaken as an important means of achieving cost reduction. Saving in electricity, fuel and power consumption receive due attention of the management on a continuous basis. Various measures have been taken to reduce fuel consumption, reducing leakages, improving power factor optimizing process controls etc. resulting in energy savings. The Company is sourcing renewal power under open access which is facilitating reducing our power cost.

**OPPORTUNITIES AND STRENGTH**

India's man-made fiber (MMF) products are known for their workmanship, colors and durability. Globally, the textile trade is dominated by MMF. India to increase its share in the global textile trade, the country will have to increase its competitiveness in MMF value chain, in terms of price as well as diversification in products. There is increasing trend in USA and Europe towards shifting textile business from China to other Asian countries and India is becoming a closer choice.

India's self-sufficiency in raw materials across entire value chain and manufacturing capacity are factors favoring India over other countries. India has large indigenous raw material base – it is the second largest producer of Polyester Filament Yarn and Polyester Staple Fibre and third largest producer of Viscose Staple Fibre in the world. Due to large working population, human resource availability is an advantage for MMF industry. After Covid, garment trends is shifting to sustainable MMF in place of

cotton due to climate constraints and cost reduction final garment. India is the world leader in spinning & processing recycled polyester which will work to our advantage.

## **OPPORTUNITIES AND CHALLENGES**

### **OPPORTUNITIES**

- The growing disposable income and a burgeoning middle class have led to changing consumer preferences and rising demand for high-quality textile and apparels.
- E-commerce expansion and meteoric rise of the retail sector are contributing to the growth of the industry.
- There is a growing demand for environmentally friendly and sustainable textiles and garments as consumers are increasingly concerned about the environmental impact of textiles and are demanding more sustainable options.
- Comprehensive Economic Partnership Agreements (CEPAs) and Free Trade Agreements (FTAs) with various countries are poised to boost exports of Indian textiles and open up new markets for the sector.
- The trade diversification policy presents an opportunity for the Indian textile and apparel industry, as global companies are seeking to diversify their production and sourcing activities away from China. India is well-positioned to capitalize on this trend, capture a considerable share of this global shift and establish itself as a global manufacturing hub.
- The PM MITRA Parks across seven states in India would attract large investments, including FDI in the textile sector, generate huge employment and create an integrated textiles value chain.
- The rapid penetration of digital technology and social media influence is providing consumers with extensive access to fashion trends, styles, and brands. This shift in consumer behavior creates opportunities for branded textiles to cater to evolving consumer preferences.

### **CHALLENGES**

- Fluctuations in raw material prices and the high cost of energy and transportation pose significant challenges for the industry players, as increasing prices exert pressure on margins.
- Consumer demand for textiles and apparel may falter amid high inflation and economic slowdown in key markets. Sluggish demand in the international and domestic markets may lead to high inventories, low production and a decline in exports.
- The textile industry in India is highly capital-intensive, which impacts its competitiveness in the global market. • Increasing competition from textile manufacturing hubs in countries, like Bangladesh, Vietnam, Indonesia and China will pose a threat to India's textile and apparel exports. Furthermore, the industry faces stiff competition from international retailers and fashion brands.
- Rising labour costs, the shortage of skilled labour and overreliance on labour-intensive technologies may impact the operations.

- Stringent environmental norms and regulations may impact operations and profitability.
- Fast-changing trends and consumer preferences are shaping the textile industry and may impact demand.

## **THREAT, RISKS AND CONCERNS**

The rapid deterioration of the global economic outlook following the Russia -Ukraine war and mass lay-offs of employees by global corporations, has severely impacted demand and margins. Lack of modern technical know-how, non-availability of skilled manpower near factories, volatile raw material prices, infrastructure bottlenecks, are other factors that may pose a threat to progress of MMF industry. However, through investing in people, digitalisation, research & development, reaching out to untapped global markets, green energy and supply chain diversification, margins can be improved.

The objective of risk management framework is to identify events that may affect the company and manage risk in order to provide reasonable assurance regarding achieving the company's objective. The company is operating in an environment that is becoming more and more competitive. The company seeks to ensure that the risks if undertaken are commensurate with returns. Successful risk management implies not avoidance of risk, but anticipation of the same, and formulation and implementation of relevant mitigation strategies.

Managing risk assists us in discovering, assessing, and controlling risk to the capital and earnings of our Company. Financial uncertainties, legal liabilities, technical challenges, strategic management failures, and accidents are all potential sources of risk. To address the complete range of risks that we face, we use a proper risk management methodology and structure.

### **a) RAW MATERIAL RELATED RISK:**

Raw material being a major cost of production, Company's operations and profitability are significantly dependent on price and timely availability of raw materials used in production process. The primary raw materials for our textile operations are Purified Terephthalic Acid (PTA) and Mono-Ethylene Glycol (MEG) that are required in the manufacturing of Partially Oriented Yarn (POY) and other polyester yarn. Being petrochemical products, prices of PTA and MEG are linked to naphtha prices and ethylene prices, respectively.

The Company has assured supplies of PTA and MEG from Reliance Industries Limited at internationally competitive prices and on an arm's length basis.

### **b) RISK AGAINST FIRE, FLOOD AND ACCIDENTS**

Risk against fire, flood, accident, health related problems and accidents of workforce are common risks attached to the working of any plant/company. Management has taken reasonable steps to counter the risk.

The company has taken Comprehensive All Risk Insurance Policy, which covers company's assets against all risks. Accidents due to human failure are being tackled through the continuous training to our technical and other staffs and through regular monitoring and supervision. All the employees of the company are also insured under Group Insurance Policy of Life Insurance Corp. of India.

**c) ECONOMIC RISK**

Domestic sales contribute to a major part of the revenue of the company so, the factors that may adversely affect the Indian economy and in turn company's business includes rising in interest rate, depreciation of rupees, inflation, change in tax structure, fiscal and monetary policies, scarcity of credits, global trade slowdown etc. Over capacity in the POY and Chips industry can also affect margins. India is witnessing improving macroeconomic fundamentals—moderating inflation, stabilising currency and improving consumer demand.

**d) MARKET RELATED RISK:**

The Company's performance also depends upon the demand situation. A slowdown in demand may lead to decline in production/ sales and thus impact profitability.

We face competition from existing players and potential entrants in the Indian textile industry. The Indian textile industry is highly competitive both in the Pet Chips segment and in the POY/ FDY segment. Our company is in medium size as compared to the market leaders like Reliance Industries Limited. Domestic production is dominated by few organized players who have integrated facilities and large economies of scale and the unorganized sector is virtually absent.

The company has a well defined TQM system of control points, comprehensive budgetary controls and review system to monitor its operations to remain cost competitive than its peer group. The company also widened the value added product portfolio to address a broader client base and offer wide range of products.

Our product mix spread over six important Polyester products: Pet chips, POY, FDY, Dope Dyed, Micro Filament and Texturised Yarn. The company is continuing putting its thrust on re-engineering of its existing operations. With an expanded value based product portfolio, we can now address a broader client base.

The Company's operations will now scaled up and it is fully prepared to meet larger volumes due to change in management after CRIP.. The Company is confident that it will regain a preferred supplier status for quality, design capability and the capacity to provide large volumes on a consistent basis

Creating value for customers, meeting their ever-increasing expectations and responsibility towards the environment sets the foundation for the company to invest its resources to create new and enriched products, services and solutions, which not only provide enhanced benefits to the consumer but also reduce the negative impact on the environment.

**d) TECHNOLOGY RISK**

Information and Technology being the major backbone of Company's overall operation and data storage/ analysis, is another key risk area identified by the Company and several measures are being taken to strengthen the same and mitigate the risk associated with this.

Obsolescence of technology may affect the production process and technical support from original equipment manufacturers. The Company monitors such issues and makes investment in

technology up-gradation on regular basis to ensure stability. This, in turn, helps the Company to stay at par with the global practices. The Company also does process re-engineering and improvisation to enhance efficiency and also helps in optimization.

Cyber security being a major concern for the IT ecosystem, we continue to focus on enhancing cyber security architecture which can protect our landscape from a wider range of security threats under guidance of “IRM – Governance and Risk Management.

#### **f) REGULATORY RISK**

There is a regulatory risk due changes in international and domestic laws, rules, policies, tax regulations, technical standards and trade policies etc.

Mitigating risks through regular review of legal compliances as well as external compliance audit, implementing an enterprise-wide compliance management system and monitoring of regulatory and legal compliances fro time to time

Risk is an integral and unavoidable component of business and given the Challenging and dynamic environment of the Company's operations, it is committed to proactively managing risk and accomplishing its goals. The Company has formulated a risk management policy and has in place a mechanism to update the Board Members about risk assessment. Some of the key business risks identified by the management include risks related to economic environment and market position, cost of production, legal and compliance with applicable laws, environment and sustainability, information technology and talent management.

The company has restrained its position in the industry due to proactive planning, efficient use of resources, capitalizing on emerging opportunity, striving on cutting edge technology and re-engineering of its existing operations by adding more value added and specialty products. The company has a strong technology back up which helps in maintaining the quality and monitoring to ensure that everything runs smoothly.

#### **WASTE MANAGEMENT**

Reduction of waste has direct implications on cost optimization. At the same time, waste management helps us derive significant value. We have identified several opportunities in our operations for minimizing and managing waste.

We have adopted various methods and practices for solid and hazardous waste management. Solid waste like polymers are sold to authorized parties for re-use. Fibre waste are used as captive material through waste re-cycling plant set up by the company. The company has setup a state of art an ETP plant for treating polluted water of the plant. Hazardous wastes are handled through registered recyclers, who are authorized by the concerned Pollution Control Boards.

#### **ENVIRONMENT, HEALTH AND SAFETY (EHS)**

In keeping with the environment-conscious tenor of the times, your company has taken effective steps in creating an aesthetic, environment-friendly industrial habitat in its factory units, mobilizing support and

generating interest among staffs and labours for maintaining hygienic and green surroundings. Being providing continual efforts and stress on fire and safety, no major incident was noted in the year 202-25.

Safeguarding the health and safety of our people is integral to our commitment to remain a responsible organization. Contractors and contractual workers also come under the purview of the Company's health and safety endeavors. Personnel are trained with advanced safety and security standards to minimize hazards and ensure high performance. No fire or other incidence of such nature took place in the year under review. To achieve the environment, health & safety visions, various objectives have been set forth. These are as follows:

- Compliance with environment, health & safety laws and regular assessment of the compliance of operations against the requirement.
- Ensuring safety related practices to enable employees and others to eliminate work related injury and illness.
- There is a well-defined Emergency management plan to tackle any major emergency inside and outside plant premises.
- First Aid training camps organized.
- State-of-the-art fire and safety installations to meet emergencies within the company, as well as nearby areas.
- Training and counselling of employees, contractors, sub-contractors and transporters to ensure effects of environment, health and safety.
- Training and motivating employees to understand their EHS responsibilities and to participate actively in EHS program.
- Imparting fire fighting training to personnel and mock drills to ensure safety preparedness.
- Toilets and drinking water facility, Sanitizers facility provided and they are being regularly inspected for cleanness.
- Proactive measures to increase usage of recycled water.
- To abide by all statutory compliance as per Factories Act, 1948.

## **HUMAN RESOURCES**

The company firmly believes that success of any organization largely depends upon availability of human assets within the organization as it is one of the most valuable assets because revenue and profit growth cannot take place without the right equality of people. To that effect, company has taken a series of measures that ensures that the most appropriate people are recruited in to the organization.

### **a) RECRUITMENT POLICY**

The Company has been able to attract a team of dedicated professionals with appropriate expertise and experience, leaders who are passionate, eager to learn and succeed.

Recruitment based on merit by following well defined and systematic selection procedures eliminating discrimination, sustain motivated and quality work force through appropriate and fair performance evaluation to retain the best talent.

Various training programs, with internal and external experts are organized regularly for skill up-gradation. The sincere efforts of the employees have resulted in major administrative expense savings.

**b) PERFORMANCE APPRAISAL SYSTEM**

A competency based performance appraisal system has been devised and implemented the same across the organization. The best performers get recognized and rewarded by the management with the objective of motivating them for further improved performance. Employees are promoted to higher positions on the basis of their performance, attitude and potential to motivate them for further improvement in their work.

**c) PERSONNEL TRAINING**

The company from time to time fosters a culture of training, people development and meritocracy to ensure that the maximum efficiencies are derived from its human capital. The newly recruited employees undergo a comprehensive induction program i.e. on-the-job training, up-skilling programs, including safety at workplace, stress management, conflict management, and teambuilding activities. The employees underwent both functional/technical and behavioral training that would eventually result in improved productivity. Safety training is given on regular basis to all employees including temporary employees.

**d) LABOUR RELATIONS**

On the labour front, during the year, there were no incidents of labour unrest or stoppage of work on account of labour issues and relationship with them continues to be cordial. To increase team spirit inter department tournaments are organized and various festivals are celebrated in the company.

**STATUTORY COMPLIANCE**

The Whole-time Directors and CFO makes a declaration in the Board Meetings from time to time regarding the compliance with the provisions of various statutes, after obtaining confirmation from all the units of the Company. The Company Secretary ensures compliance accordance to SEBI regulations and provisions of the Listing Agreement.

**CORPORATE SOCIAL SERVICE**

The company is committed to its corporate social responsibility and undertakes programs that are sustainable and relevant to local needs. The Company works for sustainable development by achieving excellence in its key functional areas including safety, business operations, process management, business results, climate change, carbon footprint reduction, energy and water management, medical aid, community development, customer promise and engagement, governance and compliance, human capital, and innovation under its CSR program.

The Company contributes to the development of its community near the plant at Karanj (Kim) Village as well as through employee volunteerism as a part of its Corporate Social Responsibility in the areas of education, training, health care and self-employment.

### **CAUTIONARY STATEMENT**

Statement in the Management Discussion and Analysis (MDA) describing the company's objectives, projections, estimates, expectations may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Several factors could make significant impact on the company's operation. These include geo political uncertainties affecting demand and supply and Government regulations, tax laws and other factors such as litigations and industrial relations.

**Identified as having been approved by the Board  
of Directors of Sumeet Industries Limited**

**Anil Kumar Jain  
Company Secretary**

**Date : 05.08.2025  
Place: Surat**

## **INDEPENDENT AUDITORS' REPORT**

TO,  
THE MEMBERS OF  
**SUMEET INDUSTRIES LIMITED**

### **Report on the Audit of Standalone Financial Statements**

#### **1. Qualified Opinion**

We have audited the accompanying Standalone Financial Statements of **SUMEET INDUSTRIES LIMITED (“The Company”)** which comprises the Standalone Balance Sheet as on **March 31, 2025**, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year ended and the notes to the Standalone Financial Statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as “the Standalone Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the **Basis for Qualified Opinion paragraph** below, the aforesaid Standalone Financial Statements give 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 Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standard) Rules 2015, as amended (“Ind AS”), and other accounting principles generally accepted in India, of the state of affairs of the company as at **March 31 2025** and its **Profit, the changes in equity and its cash flows** for the year ended on that date.

#### **2. Basis for Qualified Opinion**

We conducted our audit of Standalone Financial Statements in accordance with the Standards on Auditing (SAs) issued by ICAI and specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those standards are further described in the *Auditor’s Responsibilities for the Audit of the financial statements* section of our report. We are independent of the Company in accordance with the Code of ethics issued by ICAI together with ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Companies Act, 2013 and the 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 audit opinion on the Standalone Financial Statements except for the following.

- The Interest payable as per section 16 of MSMED Act 2006 has not been ascertained and not provided for by the company. Hence the impact on the Statement of Profit and loss is not ascertainable.

**Emphasis of Matter:**

We draw attention to the following matters: -

- During the year, the Company assessed the carrying value of its investment in its subsidiary for impairment in accordance with Ind AS 36 – Impairment of Assets. Based on the assessment and independent valuation, the recoverable amount was determined to be NIL. Accordingly, the entire carrying value of the investment has been written down to NIL and the resultant impairment loss has been recognised in the Company's Statement of Profit and Loss.
- We have not received the bank statement and confirmation of balance for the balance lying in Central Bank of India amounting to Rs. 10,000/-. In the absence of sufficient appropriate audit evidence, we are unable to determine any possible impact thereof on the Profit for the year ended March 31, 2025 and on the carrying value of bank balance as on that date.
- We have not received the no due certificate from IDBI bank as a part of confirmation to the effect of resolution plan accepted by NCLAT under the provisions of IBC since the IDBI bank has filed appeal against the resolution plan filed by SRA.
- We have not received the no due certificate from Bremer Kredit bank AG as a part of confirmation to the effect of resolution plan accepted by NCLAT under the provisions of IBC since the Bremer Kredit bank AG has filed appeal against the resolution plan filed by SRA.

Our opinion is not modified in respect of these above matters.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone Financial Statements of the current year. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, for the year ended March 31, 2025 and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

<b>Key Audit Matters</b>	<b>How was the matter addressed in our audit</b>
Implementation of the Resolution Plan under the Insolvency and Bankruptcy Code, 2016 (IBC)	The Company was under Corporate Insolvency Resolution Process (CIRP) as per the provisions of the IBC, and the Resolution Plan submitted by the Successful Resolution Applicant (SRA) was approved by the Hon'ble NCLAT on 30.05.2024. Implementation of the plan involved significant accounting adjustments, including derecognition of related party loans, extinguishment of corporate guarantees and NCRPS, capital reduction and infusion of new equity, write-off of obsolete inventories and pre-CIRP receivables, settlement of liabilities, and recognition of quantity discounts from under-recovered debtors. These required significant management judgment in interpreting the resolution terms and applying Ind AS standards such as Ind AS 109, Ind AS 115, Ind AS 36, and Ind AS 2. The accounting for these complex transactions had a material impact on the Standalone Financial Statements and was considered to be of most significance in our audit.

### **3. Information other than the Standalone Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information obtained at the date of this auditor's report, but does not include the Standalone Financial Statements and our auditor's report thereon.

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

### **4. Responsibility of Management and Those Charged with Governance for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, change in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act, read with rule 7 of Companies (Accounts) Rules, 2014 and the companies (India Accounting Standards) Rules 2015, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the company's financial reporting process.

### **5. Auditor's Responsibility for the Audit of the Standalone Financial Statements**

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

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

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

Materiality is the magnitude of the 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) To evaluate 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 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.

## 6. Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Sub-section (11) of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in the paragraph 3 & 4 of the order, to the extent applicable.
2. As required by section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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 except for the matters stated below at (h) on reporting under Rule 11.
  - c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Income, the Standalone Statement of Changes in Equity and the Standalone Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014;
  - e) On the basis of written representations received from the directors as on **March 31, 2025** 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**". Our report expresses un-modified opinion on the adequacy and operating effectiveness of the company's internal financial control with reference to the financial statements.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirement of Section 197(16) of the Act, as mentioned, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its Directors during the year is in accordance with the provisions of Section 197 of the Act.
  - h) With respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer note 27(L) to the standalone financial statements.
    - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
    - iii. There were no amounts which were 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 notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other 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 Company or any of such subsidiaries (“Ultimate Beneficiaries”) or
  - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- b) The management has represented, that, to the best of its knowledge and belief, as disclosed in notes to the accounts, no funds have been received by the Company from any persons or entities, including foreign entities (“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 from or on behalf of the Ultimate Beneficiaries.
- c) Based on such 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 (iv)(b) contain any material misstatement.
- v. The company has neither declared nor paid any dividend during the year.
- vi. Based on our examination which included test checks, the company, has used an accounting software for maintaining its books of account 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. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

**FOR H T K S & CO**  
**CHARTERED ACCOUNTANTS**  
**FRN : 111032W**

**CA. HARISHANKAR TOSNIWAL**  
**(PARTNER)**  
**M. NO. : 055043**

**PLACE : SURAT**  
**DATE : 24/04/2025**

**UDIN : 25055043BMGXXH5515**

## **ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT**

**The Annexure referred to in our report to the members of SUMEET INDUSTRIES LIMITED for the year ended March 31, 2025.**

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

**(i)**

- (a) (A) The Company has maintained proper records showing full particulars, including Quantitative details and situation of Property, Plant and Equipment.  
(B) The Company has maintained proper records showing full particulars of Intangible assets.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a programme of physical verification of its Property, Plant and Equipment so as to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain Property, plant and equipment were verified during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties disclosed in the Standalone Financial Statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment and Intangible assets during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made there under.

**(ii)**

- (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. During the course of such verification and pursuant to the valuation exercise carried out under the approved Resolution Plan during the Corporate Insolvency Resolution Process (CIRP), certain inventories pertaining to the pre-CIRP period were identified as obsolete and accordingly written off in the Statement of Profit and Loss. Other than this, no material discrepancies were noticed during the verification for each class of inventory.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limit in excess of five crore rupees, in aggregate, from banks on the basis of security of Current Assets. In our

opinion, the returns or statements filed on ending of each quarter by the Company with such banks are in agreement with the books of accounts of the Company and there is an immaterial difference in the same and hence the same is not being reported.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has granted advances in the nature of unsecured loans to any other parties during the year. The company has not provided any guarantee or security during the year.

a) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has provided the following unsecured loan as below:

Particulars	Guarantees	Security	Loans	Advances in nature of Loan
Aggregate amount granted during the year: - Others				1,50,000/-
Balance Outstanding at Balance Sheet date in respect of above case - Others				-

- b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of the grant of all loans and advances in the nature of unsecured loans are not prejudicial to the company's interest.
- c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the unsecured loan granted by the company are repayable on demand and hence no repayment schedule of principal and interest have been stipulated.
- d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the loan is repayable on demand and hence no overdue amount for more than ninety days in respect of loans given is applicable and correspondingly Clause (iii)(d) of the Order is not applicable.
- e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the loan is repayable on demand and hence applicability of loan or advance granted by the Company being renewed or extended or fresh loans granted to settle the overdues of existing loans does not exist and hence Clause (iii)(e) of the Order is not applicable.
- f) The Company has not granted loan or advance in the nature of loan to promoter or related party either repayable on demand or without specifying any terms or period of repayment during the year. Hence, the reporting under clause (iii)(f) is not applicable.

(iv) According to the information and explanations given to us and on the basis of our examination of the records, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted. The company has not made any new investments, guarantees and provided any security during the year.

(v) The Company has not accepted any deposits or amounts during the year which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the company is maintaining cost records as prescribed under provisions of Sec 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company in respect of the products and are of the opinion that, prima facie, the prescribed accounts and cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii)

- (a) The Company is regular in depositing undisputed statutory dues including provident fund, employee's state insurance, goods and services tax, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, to the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.
- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on 31<sup>st</sup> March, 2025 on account of any dispute are given in the table below. The effect of the same is not considered as contingent liability in books of account considering the company had filed proceedings under the Insolvency and Bankruptcy Code, 2016 and the order of National Company Law Appellate Tribunal (NCLAT) dated 05/04/2024 approved the resolution plan. The resolution plan provides that *"After the payment of the dues to the creditors, as per the resolution plan, all the liabilities/claims of the said stakeholders shall stand extinguished and other claims including Government/Statutory Authority, whether lodged during CIRP or not, shall stand extinguished after approval of the resolution plan."* Thus, the following statutory dues are disputed dues which are not even contingent liability in nature.

Name of the Statute	Nature of Dues	Period to which the amount relates	Amount (in Lakhs)
Goods and Services Tax Act, 2017	Goods & Service Tax	2017-18	408.28
Goods and Services Tax Act, 2017	Goods & Service Tax	2018-19	6.38
Goods and Services Tax Act, 2017	Goods & Service Tax	2019-20	7.35

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.

(ix)

- (a) The Company was under Corporate Insolvency Resolution Process (CIRP) in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 during the preceding financial year. The Hon'ble National Company Law Appellate Tribunal (NCLAT) vide its order dated May 30, 2024 in Company Appeal (AT) (Insolvency) No. 922 of 2024, arising from the NCLT Ahmedabad Bench's order dated April 5, 2024, approved the Resolution Plan submitted by the Successful Resolution Applicant. Pursuant to the approved Resolution Plan, financial liabilities including borrowings from related parties, non-convertible redeemable preference shares, and certain operational liabilities have been either settled or waived off. Accordingly, as at the balance sheet date, there are no continuing defaults in repayment of principal or interest on borrowings.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

- (c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loan were obtained.
  - (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
  - (e) According to the information and explanations given to us and on an overall examination of the Standalone Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, Clause 3(ix)(e) of the Order is not applicable.
  - (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.
- (x)** According to the information and explanations given to us and on an overall examination the company has made preferential issue on a private placement basis of 10,00,00,000 equity shares at face value of Rs. 10/- to the Successful Resolution Applicant (along with its nominees and strategic investor) and 2,80,00,000 optionally convertible/redeemable preference shares at face value of Rs. 10/- to the financial creditors as per the NCLT approved resolution plan and in accordance with the provision of SEBI (ICDR) Regulations and other applicable laws in this respect. The company has utilised the money raised for the purposes for which they were raised.
- (xi)**
- (a) Based on the examination of books and records of the company, no fraud by the Company and on the Company has been noticed or reported during the year.
  - (b) According to the information and explanations given to us, 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) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii)** According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause (xii) of the Order is not applicable
- (xiii)** In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, and the details of the related party transactions have been disclosed in the Standalone Financial Statements as required by the applicable Indian Accounting Standards.
- (xiv)**
- (a) Based on information and explanation provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
  - (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv)** In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi)** The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 as nature of the business is not banking and finance. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable. In our opinion, there is no core investment company within

the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

**(xvii)** The Company has not incurred cash loss during the current financial year. However, it has incurred a cash loss of Rs. 3,955.81 lakhs in the immediately Preceding financial year.

**(xviii)** There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable

**(xix)** According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, 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 that the 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 CSR as per section 135 of the Companies Act, 2013 are not applicable to the company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable

**FOR H T K S & CO**  
**CHARTERED ACCOUNTANTS**  
**FRN : 111032W**

**CA. HARISHANKAR TOSNIWAL**  
**(PARTNER)**  
**M. NO. : 055043**

**PLACE : SURAT**  
**DATE : 23/04/2025**

**UDIN : 25055043BMGXXH5515**

## **AUDITORS REPORT- ANNEXURE B**

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF THE **SUMEET INDUSTRIES LIMITED**

**Report on the Internal Financial Controls 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 **SUMEET INDUSTRIES LIMITED ("The Company")** as on **March 31, 2025** in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control 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 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 Standalone 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 Standalone 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 Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone 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.

### **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.

**FOR H T K S & CO**  
**CHARTERED ACCOUNTANTS**

**CA. HARISHANKAR TOSNIWAL**  
**(PARTNER)**  
**M. NO. : 055043**  
**FRN : 111032W**

**PLACE : SURAT**  
**DATE : 24/04/2025**

**UDIN : 25055043BMGXH5515**

**SUMEET INDUSTRIES LTD**  
**CIN:L45200GJ1988PLC011049**  
**STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2025**

*Rs. In Lakhs*

	Particulars	Note No.	As at 31st March, 2025	As at 31st March, 2024
<b>I. ASSETS</b>				
(1) <b>Non-Current Assets</b>				
	<b>PROPERTY, PLANT &amp; EQUIPMENT AND INTANGIBLE ASSET</b>			
	(a) Property, Plant and Equipment	1	14,191.78	16,096.15
	(b) Capital Work in Progress	2	77.08	-
	(c) Investment Property			
	(d) Goodwill			
	(e) Other Intangible Aseets			
	(f) Intengible Aseets under Development			
	(g) Financial Assets			
	(i) Investments	3	60.30	2,279.71
	(ii) Trade Receivables	4	-	446.09
	(iii) Loans	5	1,300.13	1,491.83
	(iv) Other Financial Assets	6	41.14	35.54
	(h) Deferred Tax Assets			
	(i) Other non current assets	7	-	-
(2) <b>Current Assets</b>				
	(a) Inventories	8	10,552.12	10,252.34
	(b) Financial Assets			
	(i) Investments			
	(ii) Trade Receivables	4	8,392.22	8,202.06
	(iii) Cash and Cash Equivalents	9	4,041.64	2,110.94
	(iv) Loans			
	(v) Other Financial Assets			
	(b) Others Current Assets	7	4,191.25	4,575.02
	<b>TOTAL ASSETS</b>		<b>42,847.66</b>	<b>45,489.70</b>
<b>II EQUITY AND LIABILITIES</b>				
(1) <b>Equity</b>				
	Equity Share Capital	10	13,326.51	10,364.24
	Other Equity	11	5,194.30	-19,581.26
	Total Equity		<b>18,520.81</b>	<b>-9,217.02</b>

(2) <b>Liabilities</b>			
<b>Non Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	12	4,686.23	4,124.45
(ii) Trade Payable	13	-	-
(iii) Other Financial Liabilities		-	-
(b) Provisions			
(c) Deferred Tax liabilities (Net)	14	2,419.75	2,816.15
(d) Other non current liabilities	15	418.38	454.94
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	12	2,430.80	38,371.09
(ii) Trade Payable Due to :	13		
Micro ,Small & Medium Enterprises		633.52	1,616.22
Other than Micro, Small & Medium Enterprises		12,603.12	4,457.26
(iii) Other Financial Liabilities		-	-
(b) Other Current Liabilities	15	1,135.05	2,866.62
(c) Provisions		-	-
<b>Total Liabilities</b>		<b>24,326.85</b>	<b>54,706.73</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>42,847.66</b>	<b>45,489.70</b>

1-32

As per our report of even date  
**FOR H T K S & CO.**  
**CHARTERED ACCOUNTANTS**  
**FIRM REG. NO: 111032W**

**CA. HARISHANKAR TOSNIWAL**  
**PARTNER**  
**MEMBERSHIP NO. : 055043**  
**PLACE : SURAT**  
**DATE : 24/04/2025**

**For and on behalf on Board of Directors**

**Radheshyam Jaju - Director**

**Pratik Jaju - Director**

**Anil Kumar Jain - Company Secretary.**

**Abhishek Prasad - CFO.**

**SUMEET INDUSTRIES LTD**

CIN:L45200GJ1988PLC011049

**STANDALONE PROFIT & LOSS STATEMENT FOR YEAR ENDED ON 31ST MARCH, 2025**

*Rs. In Lakhs*

	Particulars	Note No.	For the year ended on 31st March, 2025	For the year ended on 31st March, 2024
I.	Revenue from Operations	16	1,00,337.05	98,485.70
II.	Other Incomes	17	236.80	84.81
III.	Share of profits/losses in a Partnership firm/AOP			
IV.	Share of profits/losses in a Limited Liability Partnership			
III.	Total Income (I + II)		<b>1,00,573.85</b>	<b>98,570.51</b>
IV	Expenses:			
	<u>Manufacturing Expenses</u>			
	Cost of Materials Consumed	18	95,780.40	98,610.90
	Purchases of Stock-in-Trade		-	-
	Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	19	-1,042.03	-213.89
	<u>Administrative &amp; Selling Expenses</u>			
	Employee Benefit Expenses	20	3,008.66	2,837.10
	Finance Costs	21	358.74	1.81
	Depreciation and Amortization Expense	1	2,078.64	2,390.90
	Other Expenses	22	1,358.36	1,290.39
	Total Expenses		<b>1,01,542.77</b>	<b>1,04,917.21</b>
V	Profit before Exceptional Items and Tax (III-IV)		-968.92	-6,346.70
VI	Exceptional Items		17,003.10	-
VII	Profit Before Tax		16,034.18	-6,346.70
X	Tax Expense:			
	(1) Current tax		1,329.61	-
	(2) Income Tax of Earlier Year		-	-
	(3) Deferred Tax		-396.40	-445.55
	(4) MAT credit		-	-
			933.21	-445.55
XI	Profit/ (Loss) for the period from Continuing Operations (VII - VIII-X)		15,100.97	-5,901.15
XII	Profit/ (Loss) from discontinuing Operations		-	-
XIII	Tax expense of discontinued operation		-	-
XVI	Profit/ (Loss) from discontinuing Operations (after tax)(XII-XIII)		-	-
XV	Profit/ (Loss) for the period (IX-XII)		<b>15,100.97</b>	<b>-5,901.15</b>
XVI	Other Comprehensive Income			

	<b>A Items that will not be reclassified to profit or loss</b>		
	(a) Remeasurements of defined benefit obligations	-10.78	-39.21
	Less : Income tax relating to above item		
	Total	<b>-10.78</b>	<b>-39.21</b>
	(b) Fair value of equity instruments through other comprehensive income	-54.37	1.57
	Less : Income tax relating to above item		
	Total	<b>-54.37</b>	<b>1.57</b>
	<b>B Items that will be reclassified to profit or loss</b>	-	-
	(a) Income Tax relating to items that will be reclassified to profit or loss	-	-
	<b>Total Comprehensive Income for the period</b>	<b>-65.15</b>	<b>-37.64</b>
	Earning per equity share (for continuing operation):		
	(1) Basic	14.35	-5.69
	(2) Diluted	11.33	-5.69

As per our report of even date  
**FOR H T K S & CO.**  
**CHARTERED ACCOUNTANTS**  
**FIRM REG. NO: 111032W**

For and on behalf on Board of Directors

Radheshyam Jaju - Director

**CA. HARISHANKAR TOSNIWAL**  
**PARTNER**  
**MEMBERSHIP NO. : 055043**  
**PLACE : SURAT**  
**DATE : 24/04/2025**

Pratik Jaju - Director

Anil Kumar Jain - Company Secretary.

Abhishek Prasad - CFO.

# SUMEET INDUSTRIES LTD

CIN:L45200GJ1988PLC011049

## STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH 2025

Rs. In Lakhs

	PARTICULARS	F.Y. 2024-25		F.Y. 2023-24	
		Amount	Amount	Amount	Amount
<b>A</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>				
	Net Profit before tax and Extraordinary Items	16,099.33		(6,384.34)	
	Adjustment For:				
	Add:				
	Depreciation	2,078.64		2,390.90	
	Fair Value on investment				
	Foregin Exchange	-		-	
	Loss on sale of Asset	(27.67)		-	
	Interest on Income Tax				
	Loss on sale of Investment	-		-	
	Interest Paid	250.00		0.09	
	Other Adjustment to reconcile profit	9,609.46		-	
		11,910.43		2,390.99	
	Less:				
	Fair Value on investment	-		-	
	Interest Income	191.45		74.71	
	Profit on sale of Asset	-		-	
	Dividend Income	0.22		0.22	
		191.67		74.93	
	<b>Operating Profit before Working Capital Changes</b>		11,718.76		2,316.06
	Trade Receivables	255.93		2,276.16	
	Other asset	378.17		(346.09)	
	Inventories	(299.78)		46.88	
	Trade Payables	7,163.16		1,437.12	
	Other Financial Liability	-		-	
	Other Liabilities	(1,768.13)		2,230.26	
	Provision	-		-	
			5,729.35		5,644.33
	Tax Paid		1,329.61		
	<b>NET CASH FLOW FROM OPERATING ACTIVITIES (A)</b>		32,217.84		1,576.05
<b>B</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES:</b>				
	<u>Fixed Assets &amp; Work in Progress</u>				
	Sale of Fixed Assets	105.84		-	
	Purchase of Fixed Assets	(329.52)		(0.99)	
	(Increase)/Decrease in Fixed Asset due to Exchange Diffrence				
	Increase in Capital Work in progress				
	<u>Investments</u>				
	Purchase of Investments	2,219.41		(1.57)	
	Sale of Investments				
	Dividend received	0.22		0.22	
	Interest Income	191.45		74.71	
	<b>NET CASH FLOW FROM INVESTING ACTIVITIES (B)</b>		2,187.40		72.37

	PARTICULARS	F.Y. 2024-25		F.Y. 2023-24	
		Amount	Amount	Amount	Amount
<b>C</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES:</b>				
	Equity Share Capital raised	2,962.27		-	
	Security premium received	-		-	
	Increase / Decrease in Borrowings	(35,378.51)		(0.13)	
	Increase / Decrease in Loans & Advances	191.70		-	
	Interest Paid	(250.00)		(0.09)	
	<b>NET CASH FLOW FROM FINANCING ACTIVITIES (C)</b>		(32,474.54)		(0.21)
	<b>Net Increase in Cash &amp; Cash equivalents</b>		<b>1,930.70</b>		<b>1,648.20</b>
<b>D</b>	Opening Cash and Cash equivalents		2,110.94		462.74
<b>E</b>	Closing Cash and Cash equivalents		4,041.64		2,110.94
			<b>1,930.70</b>		<b>1,648.20</b>

As per our report of even date  
**FOR H T K S & CO.**  
**CHARTERED ACCOUNTANTS**  
**FIRM REG. NO: 111032W**

**CA. HARISHANKAR TOSNIWAL**  
**PARTNER**  
**MEMBERSHIP NO. : 055043**  
**PLACE : SURAT**  
**DATE : 24/04/2025**

**For and on behalf on Board of Directors**

**Radheshyam Jaju - Director**

**Pratik Jaju - Director**

**Anil Kumar Jain - Company Secretary.**

**Abhishek Prasad - CFO.**

**SUMEET INDUSTRIES LTD**

CIN:L45200GJ1988PLC011049

**NOTE # 1**

**Property, plant and equipment**

*Rs. In Lakhs*

Particulars	Land	Building	Road Development	Plant & Machinery	Plant & Machinery (Foreign Exchange)	Furniture & Fixture	Intangible Asset	Vehicle	Total
<b>Opening Gross Carrying Amount</b>	50.23	2,836.49	120.53	54,466.32	695.36	263.81	1.45	244.46	58,678.65
Additions	-	-	-	-	-	0.99	-	-	0.99
Disposal/Adjustment	-	-	-	-	-	-	-	-	-
<b>Closing gross carrying amount as at March 31, 2024</b>	<b>50.23</b>	<b>2,836.49</b>	<b>120.53</b>	<b>54,466.32</b>	<b>695.36</b>	<b>264.80</b>	<b>1.45</b>	<b>244.46</b>	<b>58,679.64</b>
<b>Opening Gross Carrying Amount</b>	50.23	2,836.49	120.53	54,466.32	695.36	264.80	1.45	244.46	58,679.64
Additions	203.03	-	-	45.15	-	4.26	-	-	252.44
Disposal/Adjustment	-	-	-	221.58	-	-	-	-	221.58
<b>Closing gross carrying amount as at March 31, 2025</b>	<b>253.26</b>	<b>2,836.49</b>	<b>120.53</b>	<b>54,289.89</b>	<b>695.36</b>	<b>269.06</b>	<b>1.45</b>	<b>244.46</b>	<b>58,710.50</b>
<b>Accumulated amortization and impairment :</b>									
<b>Opening Accumulated Depreciation</b>	-	2,055.39	95.27	37,605.39	-	211.44	0.53	224.57	40,192.59
Depreciation/Amortization charge during the year	-	69.53	6.54	2,306.20	-	4.67	0.41	3.55	2,390.90
Disposal/Adjustment	-	-	-	-	-	-	-	-	-
<b>Closing accumulated depreciation as at March 31, 2024</b>	<b>-</b>	<b>2,124.92</b>	<b>101.81</b>	<b>39,911.59</b>	<b>-</b>	<b>216.11</b>	<b>0.94</b>	<b>228.12</b>	<b>42,583.49</b>
<b>Accumulated amortization and impairment :</b>									
<b>Opening Accumulated Depreciation</b>	-	2,124.92	101.81	39,911.59	-	216.11	0.94	228.12	42,583.49
Depreciation/Amortization charge during the year	-	63.13	4.85	2,003.88	-	3.82	0.23	2.73	2,078.64
Disposal/Adjustment	-	-	-	143.41	-	-	-	-	143.41
<b>Closing accumulated depreciation as at March 31, 2025</b>	<b>-</b>	<b>2,188.05</b>	<b>106.66</b>	<b>41,772.06</b>	<b>-</b>	<b>219.93</b>	<b>1.17</b>	<b>230.85</b>	<b>44,518.72</b>
<b>Net carrying amount as at March 31, 2024</b>	<b>50.23</b>	<b>711.57</b>	<b>18.72</b>	<b>14,554.73</b>	<b>695.36</b>	<b>48.69</b>	<b>0.51</b>	<b>16.34</b>	<b>16,096.15</b>
<b>Net carrying amount as at March 31, 2025</b>	<b>253.26</b>	<b>648.44</b>	<b>13.87</b>	<b>12,517.83</b>	<b>695.36</b>	<b>49.13</b>	<b>0.28</b>	<b>13.61</b>	<b>14,191.78</b>

*Pari passu mortgage charge of HDFC Bank , Axis Bank and Kotak Bank on immoveable properties being Industrial Property situated at Block No 289/1, 289/1/A, 291 paiki west side, 291 paiki 304 paiki plot no 6 to 8 and 9/A to 9/C and 10, 304 paiki plot no 3 situated at village Karanj, Tal. Mandvi, District Surat owned by the company*

*Pari passu mortgage charge of HDFC Bank , Axis Bank and Kotak Bank mortgage charge of HDFC Bank on immoveable properties being Office no. 504, 5th floor, Trividh Chambers, opp. Fire station CTS no. 2886/B/1 (P) of ward no. 3 Taluka and district Surat owned by the company*

*Hypothecation of entire Movable Fixed Assets including Plant & mahcinery, both present and future on pari passu basis by Axis Bank and HDFC Bank*

**SUMEET INDUSTRIES LIMITED**

**Property, plant and equipment**

Sr No	Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As At 01.04.2024	Addition	Deletion	As At 31.03.2025	As At 01.04.2024	For the Year	Adjustment	As At 31.03.2025	As At 31.03.2025	As At 31.03.2024
1	Land	50,23,285.00	2,03,03,100.00	-	2,53,26,385.00	-	-	-	-	2,53,26,385.00	50,23,285.00
2	Building	28,36,48,958.00	-	-	28,36,48,958.00	21,24,92,051.13	63,12,938.97	-	21,88,04,990.10	6,48,43,967.90	7,11,56,906.87
3	Road Development	1,20,52,771.00	-	-	1,20,52,771.00	1,01,80,805.85	4,84,651.91	-	1,06,65,457.76	13,87,313.24	18,71,965.15
4	Plant & Machinery	5,44,66,32,237.00	45,14,764.00	2,21,58,091.00	5,42,89,88,910.00	3,99,11,59,184.39	20,03,88,254.78	1,43,40,892.00	4,17,72,06,547.17	1,25,17,82,362.83	1,45,54,73,052.61
5	Plant & Machinery (Foreign Exchange)	6,95,36,029.00	-	-	6,95,36,029.00	-	-	-	-	6,95,36,029.00	6,95,36,029.00
6	Furniture, Fixture & Equipments	2,64,79,665.00	4,25,670.00	-	2,69,05,335.00	2,16,10,369.67	3,82,334.46	-	2,19,92,704.12	49,12,630.88	48,69,295.33
7	Vehicle	2,44,46,147.00	-	-	2,44,46,147.00	2,28,11,687.72	2,73,303.96	-	2,30,84,991.68	13,61,155.32	16,34,459.28
	<b>TOTAL</b>	<b>5,86,78,19,092.00</b>	<b>2,52,43,534.00</b>	<b>2,21,58,091.00</b>	<b>5,87,09,04,535.00</b>	<b>4,25,82,54,098.76</b>	<b>20,78,41,484.07</b>	<b>1,43,40,892.00</b>	<b>4,45,17,54,690.83</b>	<b>1,41,91,49,844.17</b>	<b>1,60,95,64,993.24</b>
8	Intangible Assets Software	1,45,000.00	-	-	1,45,000.00	94,659.66	22,688.39	-	1,17,348.05	27,651.95	50,340.34
	<b>Grand Total</b>	<b>5,86,79,64,092.00</b>	<b>2,52,43,534.00</b>	<b>2,21,58,091.00</b>	<b>5,87,10,49,535.00</b>	<b>4,25,83,48,758.42</b>	<b>20,78,64,172.46</b>	<b>1,43,40,892.00</b>	<b>4,45,18,72,038.88</b>	<b>1,41,91,77,496.12</b>	<b>1,60,96,15,333.58</b>

**SUMEET INDUSTRIES LTD**

CIN:L45200GJ1988PLC011049

**NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31ST MARCH, 2025****NOTE # 2****Capital Work in Progress**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
Capital Work in Progress	77.08	-
<b>Total</b>	<b>77.08</b>	<b>-</b>

**NOTE # 3****Investments**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
Financial instruments at FVTOCI		
Equity instruments [Note 3.1]	60.00	5.66
Mutual Funds [Note 3.2]	0.30	0.27
	60.30	5.93
Investment in Subsidiaries (Note 3.3)	-	2,273.78
<b>Total</b>	<b>60.30</b>	<b>2,279.71</b>
Non-current	60.30	2,279.71
Current	-	-
<b>Aggregate amount of quoted investments (FMV)</b>		
Non-current	59.70	5.33
Current	-	-
<b>Aggregate amount of unquoted investments (FMV)</b>		
Non-current	0.60	2,274.38
Current	-	-

**3.1 Details of investments in equity instruments:**

Quoted:		
Stampede Capital Ltd.	0.67	1.39
Tata Steel Ltd.	3.45	3.49
Questfin Ltd.	0.09	0.09
Zylog Systems Ltd.	0.08	0.09
Garware Hi-tech Films Ltd.	55.11	-
	59.40	5.06
Unquoted:		
Inherent Computers Pvt Ltd	0.60	0.60
	0.60	0.60
<b>Total</b>	<b>60.00</b>	<b>5.66</b>

**SUMEET INDUSTRIES LTD**

CIN:L45200GJ1988PLC011049

**NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31ST MARCH, 2025****3.2 Investment in Mutual funds - Quoted**

Baroda Treasury Advantage Fund	0.30	0.27
<b>Total</b>	<b>0.30</b>	<b>0.27</b>

1. The fair values of the investments are adjusted as per closing rate quoted in active market through Other Comprehensive Income based on the assessment of the management. Further, investment in Unquoted shares are assessed at cost.

2. In regards to the market Value of Questfin Ltd. and Zylog Systems Ltd, the management is not receiving any communication from the company and hence the value has been recorded at cost due to lack of data from the party.

3. During the year, the management identified, based on company records, that 1,400 equity shares of Garware Hi-Tech Films Limited are held in physical form, though the original certificates are currently untraceable. The Company has initiated the process of reclaiming ownership. A dividend of Rs. 14,000/- was received during the year, confirming continued ownership. Accordingly, the investment has been recognized at fair market value as on 31st March 2025 and classified as FVTOCI in accordance with Ind AS 109. The corresponding unrealized gain has been routed through Other Comprehensive Income and presented under equity as FVTOCI.

**3.3 Investment in Subsidiaries - Unquoted**

Sumeet Global Pte. Ltd. (Wholly owned subsidiary)	-	22,73,77,500.00
---	---	-----------------

During the year, the Company assessed the carrying value of its investment in its subsidiary for impairment in accordance with Ind AS 36 – Impairment of Assets. Based on the assessment and independent valuation, the recoverable amount was determined to be NIL. Accordingly, the entire carrying value of the investment has been written down to NIL and the resultant impairment loss has been recognised in the Standalone Statement of Profit and Loss. The Holding Company continues to hold the legal ownership of the shares in the subsidiary as on the reporting date.

**NOTE # 4****Trade Receivables**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31, 2025	As at March 31, 2024
Unsecured		
<b>Related Parties</b>		
Considered Good		-
Doubtful	-	-
<b>Others</b>		
Considered Good	8,392.22	8,648.15
Doubtful		
<b>Less : Allowance for expected credit loss</b>	-	-
<b>Total</b>	<b>8,392.22</b>	<b>8,648.15</b>
Non - current	-	446.09
Current	8,392.22	8,202.06

**SUMEET INDUSTRIES LTD**  
CIN:L45200GJ1988PLC011049

**NOTE 4**

**Trade Receivables as at 31/03/25**

*Rs. In Lakhs*

Sr. No.	Particulars	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	Undisputed Trade receivables – considered good	8392.22	0	0	0	0	8392.22
(ii)	Undisputed Trade Receivables – which have significant increase in credit risk	0	0	0	0	0	0
(iii)	Undisputed Trade Receivables – credit impaired	0	0	0	0	0	0
(iv)	Disputed Trade Receivables– considered good	0	0	0	0	0	0
(v)	Disputed Trade Receivables – which have significant increase in credit risk	0	0	0	0	0	0
(vi)	Disputed Trade Receivables – credit impaired	0	0	0	0	0	0

**Trade Receivables as at 31/03/24**

Sr. No.	Particulars	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	Undisputed Trade receivables – considered good	7811.00	0.00	391.07	0.00	446.09	8648.15
(ii)	Undisputed Trade Receivables – which have significant increase in credit risk	0	0	0	0	0	0
(iii)	Undisputed Trade Receivables – credit impaired	0	0	0	0	0	0
(iv)	Disputed Trade Receivables– considered good	0	0	0	0	0	0
(v)	Disputed Trade Receivables – which have significant increase in credit risk	0	0	0	0	0	0
(vi)	Disputed Trade Receivables – credit impaired	0	0	0	0	0	0

**SUMEET INDUSTRIES LTD**

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**NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31ST MARCH, 2025**

Trade receivables are classified as current on the basis of normal operating cycle of twelve months and other are classified as non-current.

Trade Receivables, both present and future, are hypothicated on *Pari Passu* basis by Axis Bank, Kotak Bank and HDFC Bank

**NOTE # 5****Loans**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
<b>Loans to Related Parties</b>		
Non - Current	-	-
Current	-	-
<b>Loans to Others</b>		
Non - Current	1,300.13	1,491.83
Current	-	-
<b>Total</b>	<b>1,300.13</b>	<b>1,491.83</b>

**NOTE # 6****Other Financial Assets**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
Security deposits	41.14	35.54
<b>Total</b>	<b>41.14</b>	<b>35.54</b>

**NOTE # 7****Other Current Assets**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
Non - Current	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
Current		
Balance with Revenue Authorities	2,158.45	4,049.11
Others	2,032.80	525.91
<b>Total</b>	<b>4,191.25</b>	<b>4,575.02</b>

All Current Assets both present and future, are hypothicated on *Pari Passu* basis by Axis Bank, Kotak Bank and HDFC Bank

**SUMEET INDUSTRIES LTD**

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**NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31ST MARCH, 2025****NOTE # 8****Inventories**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
Raw Materials	2,720.21	2,238.90
Work-in-progress	1,578.90	2,399.31
Finished goods	2,484.40	1,440.93
Stores, Spares and Consumables	3,768.61	4,173.20
<b>Total</b>	<b>10,552.12</b>	<b>10,252.34</b>

*Inventories, both present and future, are hypothicated on Pari Passu basis by Axis Bank, Kotak Bank and HDFC Bank*

**NOTE # 9****Cash and cash equivalents**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
Balances with Banks		
Current accounts	51.86	15.33
Demand deposits (Fixed deposits/Security against borrowings )	3,987.71	2,093.70
Cash on hand	2.07	1.91
<b>Total</b>	<b>4,041.64</b>	<b>2,110.94</b>

*Cash and Cash equivalents, both present and future, are lien on Pari Passu basis by Axis Bank, Kotak Bank and HDFC Bank*

**SUMEET INDUSTRIES LTD**

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**NOTE # 10**  
**Share Capital**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
<b>Authorised Capital</b>		
11,50,00,000 Equity shares of Rs. 10/- each. <b>14,50,00,000 Equity Shares Earlier</b>	11,500.00	14,500.00
3,00,00,000 6% Non-convertible Redeemable Preference Shares of Rs. 10/- each <b>3,00,00,000 Preference Shares Earlier</b>	3,000.00	3,000.00
3,00,00,000 Optionally Convertible/Redeemable Preference Shares of Rs. 10/- each <b>0 Preference Shares Earlier</b>	3,000.00	-
<b>Total Authorised Capital</b>	<b>17,500.00</b>	<b>17,500.00</b>
<b>Issued, Subscribed and paid up capital</b>		
10,52,65,136 Equity shares of Rs. 10/- each. <b>10,36,42,389 Equity Shares Earlier</b>	10,526.51	10,364.24
2,80,00,000 Optionally Convertible/Redeemable Preference Shares of Rs. 10/- each <b>0 Preference Shares Earlier</b>	2,800.00	-
<b>Total Issued, Subscribed and paid up capital</b>	<b>13,326.51</b>	<b>10,364.24</b>

6% Non-convertible Redeemable Preference Shares issued being redeemable & non- convertible have been classified as financial liability (Unsecured Borrowings) and not equity.

# SUMEET INDUSTRIES LTD

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## NOTE # 10 Share Capital

Rs. In Lakhs

Rs. In Lakhs

### (i) Reconciliation of number of shares and share capital

Particulars	As at March 31, 2025		As at March 31, 2024	
	No of shares	Amount (In Lakhs )	No of shares	Amount (In Lakhs )
<b><u>Authorised Capital</u></b>				
<b>Number of Equity shares at the beginning</b>	14,50,00,000	14,500.00	14,50,00,000	14,500.00
Add : Increased during the year	-	-	-	-
Less: Reduction during the year	3,00,00,000	3,000.00		
<b>Number of equity shares at the end</b>	<b>11,50,00,000</b>	<b>11,500.00</b>	<b>14,50,00,000</b>	<b>14,500.00</b>
<b>Number of Preference shares at the beginning</b>	3,00,00,000	3,000.00	3,00,00,000	3,000.00
Add : Increased during the year	3,00,00,000	3,000.00	-	-
Less: Reduced during the year	-	-		
<b>Number of Preference shares at the end</b>	<b>6,00,00,000</b>	<b>6,000.00</b>	<b>3,00,00,000</b>	<b>3,000.00</b>
<b>Total Authorised Share Capital at the end</b>	<b>17,50,00,000</b>	<b>17,500.00</b>	<b>17,50,00,000</b>	<b>17,500.00</b>
<b><u>Issued, Subscribed and Paid up</u></b>				
Number of <b>equity shares</b> at the beginning	10,36,42,389	10,364.24	10,36,42,389	10,364.24
Add : Issued during the year	10,00,00,000	10,000.00	-	-
Less: Reduced during the year	9,83,77,253	9,837.73		
<b>Number of shares at the end</b>	<b>10,52,65,136</b>	<b>10,526.51</b>	<b>10,36,42,389.00</b>	<b>10,364.24</b>
Number of <b>preference shares</b> at the beginning	3,00,00,000	3,000.00	3,00,00,000	3,000.00
Add : Issued during the year	2,80,00,000	2,800.00	-	-
Less: Reduced during the year	3,00,00,000	3,000.00		
<b>Number of shares at the end</b>	<b>2,80,00,000</b>	<b>2,800.00</b>	<b>3,00,00,000</b>	<b>3,000.00</b>

**SUMEET INDUSTRIES LTD**

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**NOTE # 10**  
**Share Capital***Rs. In Lakhs**Rs. In Lakhs***(ii) Terms and rights attached to equity shares.**

The company has only one class of equity shares having face value of Rs. 10 per share. Each holder of equity shares 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. The distribution will be in proportion to the

**(iii) Shares held by Shareholder holding more than 5% shares and number of shares held is as follows.**

Particulars	As at March 31,2025	%	As at March 31,2024	%
JPB Fibres	76,10,000	7.23	-	-
Padmini Polytex Private Limited	3,52,50,000	33.49	-	-
Rohan Dipakbhai Modh	2,00,00,000	19.00	-	-
Shankarlal Somani	-	-	55,00,000	5.31
Somani Overseas Private Limited	-	-	1,02,88,855	9.77

# SUMEET INDUSTRIES LTD

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## NOTE # 10 Share Capital

Rs. In Lakhs

Rs. In Lakhs

### (iv) Shares held by promoters

Shares held by promoter as at 31/03/2025

Sr. No.	Promoter name	No. of shares	% of total shares	% change during the year
1	Radheshyam Bhawarlal Jaju	25,00,000	2.37	-
2	Amit Ghanshyam Jaju	15,00,000	1.42	-
3	Anoop Radheshyam Jaju	10,00,000	0.95	-
4	Umadevi Radheshyam Jaju	10,00,000	0.95	-
5	Anubha Amit Jaju	9,00,000	0.85	-
6	Bhavna Manish Jaju	8,00,000	0.76	-
7	Manish Ghanshyam Jaju	15,00,000	1.42	-
8	Shailesh Ghanshyam Jaju	20,00,000	1.90	-
9	Arti Shailesh Jaju	13,00,000	1.23	-
10	Shubh Amit Jaju	10,00,000	0.95	-
11	Vedant Manish Jaju	10,00,000	0.95	-
12	Pratik Rajesh Jaju	25,00,000	2.37	-
13	Hemlata S. Bhandari	5,00,000	0.47	-
14	Sanjay S. Bhandari	15,00,000	1.42	-
15	Raghav S. Bhandari	3,50,000	0.33	-
16	Kavita S. Bhandari	5,00,000	0.47	-
17	Srivallabh S. Bhandari	20,00,000	1.90	-
18	Eagle Fibres Limited	50,00,000	4.75	-
19	Supreme (India ) Impex Limited	18,50,000	1.76	-
20	Jpb Fibres	76,10,000	7.23	-
21	Preksha A Jaju	5,00,000	0.47	-
22	Sudha Rajesh Jaju	10,00,000	0.95	-
23	Shreya Pratik Jaju	15,00,000	1.42	-
24	Padmini Polytex Private Limited	3,52,50,000	33.49	-
25	Rohan Dipakbhai Modh	2,00,00,000	19.00	-
<b>Total</b>		<b>9,45,60,000.00</b>	<b>89.83</b>	

# SUMEET INDUSTRIES LTD

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## NOTE # 10 Share Capital

Rs. In Lakhs

Rs. In Lakhs

### Shares held by promoter as at 31/03/2024

Sr. No.	Promoter name	No. of shares	% of total shares	% change during the year
1	Shankarlal Sitaram Somani	5500000	5.31	-
2	Gangadevi Shankarlal Somani	1500000	1.45	-
3	Sumandevi Somani	299291	0.29	-
4	Manisha Sumeet Somani	625000	0.60	-
5	Sushil Shankarlal Somani	677292	0.65	-
6	Sumeet Shankarlal Somani	2456337	2.37	-
7	Neelam Sushil Somani	737516	0.71	-
<b>Total</b>		<b>11795436</b>	<b>11.38</b>	

### (v) Other details of Equity Shares for a period of five years immediately preceding March 31, 2025:

Particulars	As at March 31,2025	As at March 31,2024	As at March 31,2023	As at March 31,2022	As at March 31,2021
Aggregate number of share allotted as fully paid up pursuant to contract(s) without payment being received in cash	-	-	-	-	-
Aggregate number of shares allotted as fully paid bonus shares	-	-	-	-	-
Aggregate number of shares bought back	-	-	-	-	-

# SUMEET INDUSTRIES LTD

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## NOTE # 11

### Statement of changes in Equity for the year ended March 31, 2025

#### A. Equity Share Capital

Particulars	Amount (In Lakhs)
<b>As at April 1, 2024</b>	<b>10,364.24</b>
Changes in Equity share capital due to prior period errors	-
Restated balance at the beginning of the current reporting period	-
Changes in equity share capital during the current year	-
<b>As at March 31, 2024</b>	<b>10,364.24</b>
<b>As at April 1, 2024</b>	<b>10,364.24</b>
Changes in Equity share capital due to prior period errors	-
Restated balance at the beginning of the current reporting period	-
Changes in equity share capital during the current year	162.27
<b>As at March 31, 2025</b>	<b>10,526.51</b>

#### B. Other Equity

Rs. In Lakhs

Particulars	Reserves and surplus						
	Capital Reserve	Securities premium reserve	General Reserve	Retained earnings	Remeasurement gain / (loss) on defined benefit obligations	Equity instruments through other comprehensive income	Total other equity
<b>Balance as at April 01, 2024</b>	25.00	6,741.20	573.49	-27,060.84	0.23	139.66	-19,581.26
Prior period adjustments	-	-	-	-		-	-
Provision for taxation							-
<b>Restated balance at the beginning</b>	<b>25.00</b>	<b>6,741.20</b>	<b>573.49</b>	<b>-27,060.84</b>	<b>0.23</b>	<b>139.66</b>	<b>-19,581.26</b>
Other comprehensive income for the year	-	-	-	-	10.78	54.37	65.15
Transfer to general reserve	-		9,837.73	-228.29	-		9,609.44
Transfer from Other Comprehensive Income (Equity Instruments)							-
Transfer from Provision for Taxation (OCI)				-			-
Transfer to retained earnings	-	-	-	15,100.97	-	-	15,100.97
<b>Balance as at March 31, 2025</b>	<b>25.00</b>	<b>6,741.20</b>	<b>10,411.22</b>	<b>-12,188.16</b>	<b>11.01</b>	<b>194.03</b>	<b>5,194.30</b>

**SUMEET INDUSTRIES LTD**

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**NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31ST MARCH, 2025****NOTE # 12****Borrowings**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
Non - current Borrowings		
Secured		
Term loans from banks	4,683.33	-
Term loans from others	-	-
Unsecured		
Loans and Deposits	2.90	1,124.45
30,000,000 6% Non-convertible Redeemable Preference Shares of Rs. 10/- each	-	3,000.00
<b>Total</b>	<b>4,686.23</b>	<b>4,124.45</b>
Current Borrowings		
Cash Credit facilities	2,075.10	30,333.27
Inland LCs and Current a/c	0.22	1,591.18
<b>Total</b>	<b>2,075.32</b>	<b>31,924.45</b>
Current Maturities of Long Term Borrowings		
Current maturities of long term debt	316.67	5,769.02
Interest accrued but not paid	38.81	677.62
	<b>355.48</b>	<b>6,446.64</b>

**Nature of security :****Primary-**

*Hypothecation charge on reciprocal basis over the entire Current assets including stock & book debts of the borrower, both present and future on Pari Passu basis by Axis Bank, Kotak Bank and HDFC Bank*

*Hypothecation of entire Movable Fixed Assets including plant & machineries etc of the borrower, both present and future on Pari Passu basis by Axis Bank and HDFC Bank*

**Collateral-** *Equitable Mortgage of the following Properties:*

1. Block No. 289/1, 289/1/A, 291 Paiki west side, 291 Paiki, 304 Paiki Plot No. 06 to 08 and 9/A to 9/C and 10, 304 Paiki Plot No. 03

*Situated at Village: Karanj, Tal. Mandvi, Dist: Surat*

*Owner: Sumeet Industries Ltd*

2. Office Building Situated at 504, Trividh Chamber, Opp. Fire Brigade Station, Ring Road, Surat

*Owner: Sumeet Industries Ltd*

3. Plot 9A and Plot 9B, block No. 289, Village Karanj, Taluka Mandvi, Surat

*Owner: Somani Overseas (P) Ltd*

*Ranking: Pari Passu basis by Axis Bank, Kotak Bank and HDFC Bank*

**Guarantee****Personal Guarantors:**

1.Radheshyam Jaju

2.Pratik Jaju

3.Rohan Modh

**Corporate Guarantors:**

1.JPB Fibers

2.Eagle Fibers Pvt Ltd

3.Padmini Polytex Pvt Ltd

**SUMEET INDUSTRIES LTD**  
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**Long & Short Term of Borrowing (Term Loans)**

**Terms of repayment of term loans & other loans**  
**F.Y. 2024-25**

*Rs. In Lakhs*

Term	Original Amt.	Tenor	Term of Repayment	Month on which last inst. Due	Balance as on 31.03.2025		Prevailing Rate of Interest
					Share in Long term	Share in Short term	
Axis Bank Term Loan-74032	2000	60 Month + 12 Month Moratorium Period	Monthly	Oct'30	1,833.33	166.67	9.20%
HDFC Bank Term Loan-70004	3000	60 Month + 12 Month Moratorium Period	Monthly	Dec'30	2,850.00	150.00	9.00%
				<b>TOTAL</b>	<b>4,683.33</b>	<b>316.67</b>	

**F.Y. 2023-24**

*Rs. In Lakhs*

Long & Short Term of Borrowings	Original Amount Of Borrowings	Tenor at Inception (in years)	Terms of Repayment	Months in Which Last Installment is Due	Balance as on 31.03.2024		Prevailing Interest Rate % Per Annum
					Share in Long term	Share in Short term	
ECB Loan 2 (BOB London)	Rs. 50 Crores (10M UDS)	7	Quarterly	-	-	2,977.56	5.36%
Bremer Kredit Bank AG	10441142 Euro	8.5	Half-Yearly	-	-	138.23	2.20%
Term Loan (BOB FDY Winder Loan)	Rs. 29.45 Crores	4	Quarterly	-	-	1,085.00	11.70%
Term Loan (Canara Bank Text)	Rs. 4.12 Crores	6	Monthly	-	-	40.45	13.65%
IDBI Loan (Corporate)	Rs. 25 Crores	4.5	Monthly	-	-	1,527.78	11.90%
				<b>TOTAL</b>	-	<b>5,769.02</b>	

**NOTE # 13****Trade Payables**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
Creditors for Goods	12,290.95	3,095.35
Creditors for Expenses	312.17	1,361.91
Micro ,Small & Medium Enterprises	633.52	1,616.22
<b>Total</b>	<b>13,236.64</b>	<b>6,073.48</b>
Non Current	-	-
Current	13,236.64	6,073.48

**Trade Payables as at 31/03/25**

Sr. No.	Particulars	Outstanding for following periods from due date of payment					
		Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	MSME	459	174	0	0	0	634
(ii)	Others	0	12603	0	0	0	12603
(iii)	Disputed dues – MSME	0	0	0	0	0	0
(iv)	Disputed dues - Others	0	0	0	0	0	0

**Trade Payables as at 31/03/24**

Sr. No.	Particulars	Outstanding for following periods from due date of payment					
		Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	MSME	171.51	504.97	939.74	0.00	0.00	1616.22
(ii)	Others	0.00	1152.75	1697.77	805.82	800.91	4457.26
(iii)	Disputed dues – MSME	0	0	0	0	0	0
(iv)	Disputed dues - Others	0	0	0	0	0	0

**SUMEET INDUSTRIES LTD**

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**NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31ST MARCH, 2025****NOTE # 14****Deferred Tax Liabilities**

<b>Particulars</b>	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Opening Balance	2,816.15	3,261.69
Provision for the period	-396.40	-445.55
Closing Balance	<b>2,419.75</b>	<b>2,816.15</b>

**NOTE # 15****Other liabilities**

<b>Particulars</b>	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Non-current		
Security Deposit from Staff	-	0.24
Security Deposit from Others	-	50.00
Provision for employee benefits - Gratuity Payable	418.38	404.70
	418.38	454.94
Current		
Advance from Customers	301.25	0.09
Provision for Expenses	808.16	838.55
Statutory Dues Payable	25.64	27.48
Bidder Margin Money	-	2,000.00
Somani Overseas Pvt. Ltd.	-	0.50
	1,135.05	2,866.62
<b>Total</b>	<b>1,553.43</b>	<b>3,321.56</b>

**SUMEET INDUSTRIES LTD**

CIN:L45200GJ1988PLC011049

**NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED  
31ST MARCH, 2025****NOTE # 16****Revenue From Operations**

Particulars	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Sale of Products		
Domestic Sales	1,00,337.05	98,449.96
Export		
Export against Bond	-	35.74
	1,00,337.05	98,485.70
<b>Total</b>	<b>1,00,337.05</b>	<b>98,485.70</b>

**NOTE # 17****Other Incomes**

Particulars	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Dividend received	0.22	0.22
Discount received	13.98	-
Interest on FDR	190.86	47.72
Others - Interest	0.59	26.98
Exchange Difference Gain	6.59	4.45
Interest on IT Refund	24.36	3.40
Other Income	0.20	2.04
<b>Total</b>	<b>236.80</b>	<b>84.81</b>

\*Other Income includes BOB Recovery amount and miscellaneous income

**SUMEET INDUSTRIES LTD**

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**NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED  
31ST MARCH, 2025****NOTE # 18****Cost of Materials Consumed**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
<b>Purchases of Raw Materials and Stores</b>		
Opening stock	2,238.89	2,483.53
Add:Purchase(Net of Returns)	81,314.52	83,747.28
	83,553.41	86,231
Less:Closing Stock	2,720.21	2,238.90
	<b>80,833.20</b>	<b>83,992</b>
<b>Direct/Production expenses</b>		
Security Expense	37.74	34.87
Power & Fuel	10,891.14	11,225.47
Freight & Octroi	482.68	54.10
Stores & Spares	843.76	837.57
Factory Expense	37.13	6.12
Repair & Maintenance: Factory Building	3.33	12.48
Repair & Maintenance: Plant & Machinery	89.69	67.73
Packing Expenses	2,561.73	2,380.65
	<b>14,947.20</b>	<b>14,618.99</b>
<b>Total</b>	<b>95,780.40</b>	<b>98,610.90</b>

**NOTE # 19****Change in inventories**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
Opening Stock	3,840.27	3,621.52
Add:Purchase (Net of returns)	-	4.83
Add: Revaluation	-819.00	
Less: Closing Stock	4,063.30	3,840.24
<b>Total</b>	<b>-1,042.03</b>	<b>-213.89</b>

**SUMEET INDUSTRIES LTD**

CIN:L45200GJ1988PLC011049

**NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED  
31ST MARCH, 2025****NOTE # 20****Employment Benefit Expenses**

<b>Particulars</b>	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Salary	2,712.62	2,592.72
Director Remuneration	5.48	-
Gratuity	76.43	64.96
Bonus	152.19	130.06
Provident Fund	39.53	40.65
Leave Encashment	22.41	8.68
ESIC	-	0.01
Staff Welfare expenses		0.02
<b>Total</b>	<b>3,008.66</b>	<b>2,837.10</b>

**NOTE # 21****Financial Cost**

<b>Particulars</b>	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Interest paid to Banks	167.29	-
Interest paid to others	82.71	0.09
Bank Charges & Guarantee commission	108.74	1.51
Overseas Bank Charges	-	0.21
<b>Total</b>	<b>358.74</b>	<b>1.81</b>

**SUMEET INDUSTRIES LTD**

CIN:L45200GJ1988PLC011049

**NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED  
31ST MARCH, 2025****NOTE # 22****Other Expenses**

<b>Particulars</b>	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Advertisement & Publicity	1.06	0.54
Auditors Remuneration	10.00	7.50
BIS charges	1.77	6.34
Restructuring Services	72.23	110.62
Brokerage & Overseas Agency Commission	135.03	105.54
Carraige outward	766.89	738.90
Computer and printer expenses	6.93	7.37
Claim & Discount	0.46	-
Depository Charges	3.76	3.81
Director Sitting Fees	8.10	4.80
Electricity Expenses	4.98	-
Insurance Expenses	24.70	20.50
Legal & Professional Fees	241.43	198.71
Membership & Subscriptions	0.10	0.10
Office & General Expenses	26.32	47.78
Postage & Telephone Expenses	5.14	5.91
Printing & Stationery Expenses	10.46	10.17
Rent, Rates & Taxes	3.76	0.70
Repairs: Office Building	2.00	2.00
Repairs: Other	-	0.23
Travelling & Conveyance	1.56	0.24
Vehicle Expenses	18.04	18.63
Advances Written-Off	13.64	-
<b>Total</b>	<b>1,358.36</b>	<b>1,290.39</b>

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**Company Overview and Notes to the Standalone financial statements**

**CORPORATE INFORMATION:**

SUMEET INDUSTRIES LTD. is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956; now referred as Companies Act, 2013. The address of its registered office is SUMEET INDUSTRIES LIMITED, 504, Trividh Chamber, Opp. Fire Station, Ring Road, Surat 395002, Gujarat, India. The Company has its primary listings on the Bombay Stock Exchange (BSE) Limited and National Stock Exchange (NSE) of India Limited.

The Company is engaged in the business of manufacturing and exporting Polyester Yarn (POY and FDY), Polyester Chips and Texturizing Yarn. The company caters to both domestic and international markets.

**23. SIGNIFICANT ACCOUNTING POLICIES**

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements.

**(A) BASIS OF PREPARATION OF FINANCIAL STATEMENTS:**

**(i) Compliance with Ind AS**

The standalone financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, the provisions of the Companies Act, 2013 (“the Companies Act”) as applicable and guidelines issued by the Securities and Exchange Board of India (“SEBI”).

The accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use

**(ii) Historical cost convention**

These standalone financial statements have been prepared on a historical cost convention basis, except for the following material items which have been measured at fair value as required by relevant Ind AS;

- The defined benefit asset (liability) is as the present value of defined benefit obligation less fair value of plan assets and

**(iii) Current and non-current classification**

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- 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 current when:

- 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.

**All other liabilities are classified as non-current.**

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. Based on the nature of products / services and time between acquisition of assets for processing / rendering of services and their realization in cash and cash equivalents, operating cycle is less than 12 months. However, for the purpose of current/non-current classification of assets & liabilities period of 12 months has been considered as normal operating cycle.

**(iv) Rounding of amounts**

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III except number of shares and per share data, unless otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

**(v) Use of estimates and judgment**

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the standalone financial statements.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

In particular, information about significant areas of estimation, uncertainty and critical judgment in applying accounting policies that have the most significant effect on the amounts recognized in standalone financial statements are included in the following notes:

- Useful lives of Property, plant and equipment
- Measurement of defined benefit obligations
- Provision for inventories
- Measurement and likelihood of occurrence of provisions and contingencies
- Deferred taxes

**(B) Inventories: [Ind AS 2]**

**Inventories are assets:**

- Held for sale in the ordinary course of business
- In the process of production for such sale
- In the form of materials or supplies to be consumed in the production process or in the rendering of services.

**Measurement of Inventory**

Inventories consist of raw materials, stores & spares, work-in-progress, finished goods, Stock-in-trade are stated 'at lower of cost and net realizable value' except for raw materials which is valued at cost.

**Cost of Inventories**

Cost comprises of all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formulae/ method for valuation used is 'Weighted Average cost'. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

**Net Realisable Value**

Net realisable value (NRV) is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Estimate of net realisable value must be based on the most reliable evidence available and take into account fluctuations of price or cost after the end of the period, if this is evidence of conditions existing at the end of the period.

The Cost and net realisable value has been compared for each separately identifiable item of inventory, or group of similar inventories, rather than for inventory in total.

**(C) Cash flow statement [Ind AS 7]**

Cash flows are reported using the Indirect Method, as set out in Ind AS 7 'Statement of Cash Flow', whereby profit for the year is adjusted for the effects of transaction of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

**(D) Income Taxes (Ind AS 12)**

Tax expenses for the period, comprising current and deferred income tax. Income tax expense is recognized in net profit in the Standalone Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income.

Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Provision for current tax is made based on tax liability computed after considering tax allowances and exemptions in accordance with the provisions of the Income Tax Act, 1961.

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

A deferred tax liability is recognized based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted, or substantively enacted, by the end of the reporting period.

A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Tax expense/(credit) recognized in the Standalone Statement of Profit and Loss for the year ended 31.03.2025:

Sr. No.	Description	Amount (In Lakhs)	Amount (In Lakhs)
1.	Difference in closing Balance of Depreciations		
	Depreciation as Per Companies Act	2,078.64	
	Depreciation as per Income Tax Act	(891.24)	
		1,187.39	
	Deferred Tax (Assets)/Liability at 33.384%		(396.39)

Sr. No.	Particulars	Amount (In Rs.)
1.	Opening Balance of (DTA) /DTL	2,816.14
2.	Deferred Tax (Assets)/ Liabilities of the period	(396.39)
3.	Closing Balance of (DTA)/ DTL	2,419.74

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**(E) Property, Plant and Equipment (PPE): [Ind AS 16]**

**Recognition and Measurement**

Items of Property, plant and equipment acquired or constructed are initially recognized at historical cost net of recoverable taxes, duties, trade discounts and rebates, less accumulated depreciation and impairment loss, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the Management.

The historical cost of Property, plant and equipment comprises of its

- purchase price including import duties and non-refundable purchase taxes,
- borrowing costs directly attributable to the qualifying asset in accordance with accounting policy on borrowing cost,
- the cost of dismantling, removing the item and restoring the site on which it is located and
- Adjustment arising for exchange rate variations attributable to the assets, including any cost directly attributable to bringing the assets to their working condition for their intended use.

**Subsequent Expenditure**

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Standalone Statement of Profit and Loss during the reporting period in which they are incurred.

Advances paid towards the acquisition of PPE outstanding at each Balance Sheet date is classified as capital advances under 'Other non-current assets' and cost of assets not put to use before such date are disclosed under 'Capital work-in progress'. The Company identifies and determines cost of each component of the plant and equipment separately, if the component/part has a cost which is significant to the total cost of the plant and equipment and has useful lives that is materially different from that of the remaining plant and equipment.

Machinery spares which meet the criteria of PPE is capitalised and depreciated over the useful life of the respective asset.

**Depreciation methods, estimated useful lives and residual values**

Depreciation is provided on written down value method based on the respective estimate of useful lives.

Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Management believes that useful lives of assets are same as those prescribed in Schedule II to the Act.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

Useful life considered for calculation of depreciation for various assets class are as follows

<b>Asset Class</b>	<b>Useful Life</b>
Building	30 years
Road Development	10 Years
Plant & Machinery	15 Years
Furniture and Fixture	10 Years
Computers	3 Years
Office Equipment's	5 Years
Vehicle	10 Years

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end, taking into account commercial and technological obsolescence as well as normal wear and tear and adjusted prospectively, if appropriate.

**Disposal**

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in Standalone Statement of Profit and Loss. The carrying amount of any component accounted for as a separate asset is derecognised when replaced.

**(F) Employee Benefits: [Ind AS 19]**

**Short-term employee benefits**

These are liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related employee service. The undiscounted amount of short-term employee benefits expected to be paid in exchange for that service is recognised as a liability (accrued expense), after deducting any amount already paid. If the amount already paid exceeds the undiscounted amount of the benefits, an entity shall recognise that excess as an asset (prepaid expense). Or else recognised as an expense, unless another Standard requires or permits the inclusion of the benefits in the cost of an asset.

**Post-employment obligations**

The Company operates the following postemployment schemes:

- (a) defined benefit plans such as gratuity and pension; and
- (b) defined contribution plans such as provident fund etc.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**(a) Defined Benefit Plans**

In accordance with the Payment of Gratuity Act, 1972, applicable for Indian companies, the Company provides for a lump sum payment to eligible employees, at retirement or termination of employment based on the last drawn salary and years of employment with the Company. The Company's obligation in respect of the gratuity plan, which is a defined benefit plan, is provided for based on actuarial valuation using the projected unit credit method. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income.

**(b) Defined contribution plans**

Contributions to defined contribution schemes such as employees' state insurance, provident fund, labour welfare fund etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. The Company is a member of recognized Provident Fund scheme established under The Provident Fund & Miscellaneous Act, 1952 by the Government of India. The contribution paid or payable under the scheme is recognized during the period under which the employee renders the related services. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions. Thus, the amount of the post-employment benefits received by the employee is determined by the amount of contributions paid by an entity (and perhaps also the employee) to a post-employment benefit plan or to an insurance company, together with investment returns arising from the contributions; and actuarial risk and investment risk falls on the employee.

**Other Employee Benefits**

Other employee benefit obligations are measured on an undiscounted basis and are recorded as expense as the related service is provided.

**Defined Benefit Plan - Gratuity**

The Company has a defined benefit gratuity plan in India (unfunded). The company's defined benefit gratuity plan is a final salary plan for employees. Gratuity is paid from company as and when it becomes due and is paid as per company scheme for Gratuity.

The Company's obligation in respect of the gratuity plan is provided for based on actuarial valuation using the projected unit credit method. The Company recognizes actuarial gains and losses immediately in other comprehensive income, net of taxes. Gratuity is applicable only to employees drawing a salary in Indian rupees and there are no other foreign defined benefit gratuity plans.

**Amount for the year ended March 31, 2025 and March 31, 2024 recognized in the Standalone Statement of Profit and loss under employee benefit expense:**

	Year ended	
	March 31, 2025	March 31, 2024
Current service cost	47,20,754	41,66,620
Net interest on net defined benefit liability/(asset)	29,21,900	23,29,533
<b>Net gratuity cost/(benefit)</b>	<b>76,42,654</b>	<b>64,96,153</b>

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**Amount for the year ended March 31, 2025 and March 31, 2024 recognized in the statement of Other Comprehensive Income:**

<b>Re-measurements of the net defined benefit liability / (asset)</b>	<b>Year ended</b>	
	<b>March 31, 2025</b>	<b>March 31, 2024</b>
Actuarial (gains) / losses - Net of taxes	(10,77,728)	29,12,943
	<b>(10,77,728)</b>	<b>29,12,943</b>

The principal assumptions used for the purpose of actuarial valuation are as follows:

	<b>Year ended</b>	
	<b>March 31, 2025</b>	<b>March 31, 2024</b>
Discount rate	6.81%	7.22%
Expected return on plan assets	N.A	N.A
Expected rate of salary increase	8.00%	8.00%
<u>Rate of employee turnover</u>		
For service 4 years and below	12.00%	12.00%
For service 5 years and above	3.00%	3.00%
Mortality rate during employment	Indian Assured Lives Mortality (2012-14) (Urban)	Indian Assured Lives Mortality (2012-14) (Urban)
Mortality rate after employment	N.A	N.A

Change in present value of defined benefit obligation is summarized below:

	<b>Year ended</b>	
	<b>March 31, 2025</b>	<b>March 31, 2024</b>
<b>Present value of Defined Benefit Obligation at the beginning of the period</b>	4,04,69,536	3,10,60,440
Current service cost	47,20,754	41,66,620
Past service cost	-	-
Interest cost	29,21,900	23,29,533
Liability transferred In/Acquisitions	-	-
(Liability transferred Out/Divestments)	-	-
(Gains)/Losses on curtailment	-	-
(Liabilities extinguished on settlement)	-	-
(Benefits paid directly by the employer)	(51,96,723)	(10,07,987)
(Benefits paid from the fund)	-	-
The effect of changes in foreign exchange rates	-	-
Actuarial loss/(gain) arising from financial assumptions	19,50,285	12,47,210
Actuarial loss/(gain) arising from demographic assumptions	-	-
Actuarial loss/(gain) arising from experience assumptions	(30,28,013)	26,73,720
<b>Present value of Defined Benefit Obligation at the end of the period</b>	<b>4,18,37,739</b>	<b>4,04,69,536</b>

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**Amount Recognized in the Standalone Balance Sheet:**

	<b>As at</b>	
	<b>March 31, 2025</b>	<b>March 31, 2024</b>
(Present Value of Benefit Obligation at the end of the Period)	(4,18,37,739)	(4,04,69,536)
Fair Value of Plan Assets at the end of the Period	-	-
Funded Status (Surplus/ (Deficit))	(4,18,37,739)	(4,04,69,536)
<b>Net (Liability)/Asset Recognized in the Balance Sheet</b>	<b>(4,18,37,739)</b>	<b>(4,04,69,536)</b>

**Maturity Analysis of the Benefit Payments: From the Employer**

	<b>As at</b>	
	<b>March 31, 2025 (Amt in Rs.)</b>	<b>March 31, 2024 (Amt in Rs.)</b>
<b>Projected Benefits Payable in Future Years from the Date of Reporting</b>		
1st Following Year	29,96,048	25,12,763
2nd Following Year	15,48,739	20,26,423
3rd Following Year	16,31,153	24,35,931
4th Following Year	20,40,544	18,41,197
5th Following Year	13,30,606	25,18,438
Sum of Years 6 To 10	1,39,64,084	1,43,34,089
Sum of Years 11 and above	9,02,88,996	8,87,99,534

Maturity Analysis of Benefit Payments is undiscounted cashflows considering future salary, attrition & death in respective year for members as mentioned above.

**Sensitivity Analysis**

	<b>As at</b>	
	<b>March 31, 2025 (Amt in Rs.)</b>	<b>March 31, 2024 (Amt in Rs.)</b>
Projected Benefit Obligation on Current Assumptions	4,18,37,739	4,04,69,536
Delta Effect of +1% Change in Rate of Discounting	(45,16,036)	(41,83,672)
Delta Effect of -1% Change in Rate of Discounting	54,23,793	50,11,743
Delta Effect of +1% Change in Rate of Salary Increase	53,04,499	49,22,206
Delta Effect of -1% Change in Rate of Salary Increase	(45,08,715)	(41,91,538)
Delta Effect of +1% Change in Rate of Employee Turnover	(5,88,772)	(3,81,485)
Delta Effect of -1% Change in Rate of Employee Turnover	6,69,056	4,31,298

The sensitivity analysis has been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

period, which is the same method as applied in calculating the defined benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

**Risks associated with defined benefit plan**

**Gratuity is a defined benefit plan and company is exposed to the Following Risks:**

**Interest rate risk:** A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision.

**Salary Risk:** The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in salary of the members more than assumed level will increase the plan's liability.

**Asset Liability Matching Risk:** The plan faces the ALM risk as to the matching cash flow. Company has to manage pay- out based on pay as you go basis from own funds.

**Mortality risk:** Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

**(G) Foreign Currency: [Ind AS 21]**

**Functional and presentation currency**

The financial statements are presented in Indian Rupees (INR), which is the company's functional and presentation currency.

**Foreign currency transactions**

- Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Realised gains and losses on settlement of foreign currency transactions are recognised in the Standalone Statement of Profit and Loss.
- Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Standalone Statement of Profit and Loss.
- Non-monetary items, which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of transaction.
- Exchange difference arising on settlement of monetary items or reporting monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expense in the year in which they arise.

**(H) Finance Cost: [Ind AS 23]**

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of such asset. A Qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Interest income earned on the temporary investment of specific borrowing pending their expenditure on qualifying asset is deducted from the

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

borrowing cost eligible for capitalization. All Other borrowing costs are charged to statement of profit and loss for the period in which they are incurred

**(I) Related parties [Ind AS 24]**

As per Ind AS-24 issued by the Institute of chartered Accountants of India, the company's related parties are disclosed below:

**Key Management  
Personnel**

Radheshyam Jaju	<i>w.e.f August 5, 2024</i>
Pratik Jaju	<i>w.e.f August 5, 2024</i>
Rohan Modh	<i>w.e.f January 1, 2025</i>
Ankita Shah	<i>w.e.f September 2, 2024</i>
Saurav Dugar	
Prachi Gandhi	<i>w.e.f January 1, 2025</i>
Shankarlal Somani	<i>up to August 8, 2024</i>
Sumeet Somani	<i>up to August 8, 2024</i>
Zeel Modi	<i>up to September 2, 2024</i>
Anil Kumar Jain	
Abhishek Prasad	

**Relatives of Key  
Management  
Personnel**

Ganga Devi Somani

**Enterprises owned  
by Key Management  
Personnel/Directors  
or their relatives**

Padmini Polytex Private Limited	
JBP Fibres	
Eagle Synthetics Private Limited	
Eagle Fibres Limited	
Eagle Fashion Private Limited	
Eagle Yarns Private Limited	
Eagle Sizers Private Limited	
Somani Overseas Private Limited	<i>up to August 8, 2024</i>
Garuda Yarns Private Limited	
CNM Securities Private Limited	

**Subsidiary  
Company**

Sumeet Global PTE	<i>Wholly owned subsidiary</i>
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**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025**

**Related Party Transactions**

*(Amount In Lakhs)*

Nature of Transaction	Key Management Personnel		Relatives of Key Management Personnel		Enterprises owned by Key Management Personnel/Directors or their relatives		Subsidiary Company	
	Year ended 31.03.2025	Year ended 31.03.2024	Year ended 31.03.2025	Year ended 31.03.2024	Year ended 31.03.2025	Year ended 31.03.2024	Year ended 31.03.2025	Year ended 31.03.2024
<b>Transactions during the year</b>								
Purchase of goods & services	-				31485.37			
Sale of goods	-				9716.38			
Remuneration / salary	11.79	31.54	-		-			
Loan recovered		1.65	-		-			
Loan Taken	-		-		2216.28			
Loan re-paid	-		-		2142.30			
Interest on Unsecured Loan	-				82.20			
Insolvency effect	1.17		5.61		-		348.65	
Proceeds Recd. from Allotment of Equity Shares	2500.00		-		4786.00			
Impairment of Assets	-		-		-		2273.78	
<b>Balance Outstanding as at Balance Sheet date</b>								
Loans & Advances	1.10	2.31						
Unsecured loan				16.13				
Advance from customers					301.25			
Trade Receivables					141.31			446.09
Trade Payables				5.61	0.81			795.80
Advance to suppliers					218.80			
Employee benefits Payable	3.97	3.54						

\*Transactions with related parties are entered on arm's length price. The Purchases are inclusive of GST Amount

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**(J) Separate Financial Statements: [Ind AS 27]**

**Measurement Options:**

Ind AS 27 allows a parent company to account for its investments in subsidiaries, joint ventures, and associates in its separate financial statements either:

-At Cost, or

-At Fair Value through Profit or Loss (FVTPL) or Fair Value through Other Comprehensive Income (FVOCI)(As per Ind AS 109).

**Disclosure:**

The method used (Cost or fair value) must be consistently applied and disclosed in the separate financial statements.

**(K) Earnings Per Share: [Ind AS 33]**

Basic and Diluted earnings/(loss) per share are calculated by dividing the net profit / (loss) for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average numbers of equity shares outstanding during the period are adjusted for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the board of directors.

**Calculation of EPS as appearing in Standalone Statement of Profit and Loss Account:**

*(Amount in Lakhs)*

<b>Sr. No.</b>	<b>Particulars</b>	<b>Current Period</b>	<b>Previous Year</b>
(i)	Net profit/(loss) as per Profit & Loss A/c* (Rs. In Lakhs)	(15,100.97)	(5,901.15)
(ii)	Net Profit/(loss) adjusted from reserves		
(iii)	Net Profit Attributable to ordinary Shareholders[(i)+(ii)]	(15,100.97)	(5,901.15)
(ii)	Weighted average number of shares for Basic Earnings per share	10,52,65,136	10,36,42,389
(iii)	Weighted average number of shares for Diluted Earnings per share	13,32,65,136	10,36,42,389
(iv)	Nominal value per share (Rs.)	10	10
(v)	Basic earnings per share (Rs.)	14.35	(5.69)
(vi)	Diluted earnings per share (Rs.)	11.33	(5.69)

\*The fair value of cash and cash equivalents, trade receivables, borrowings, trade payables, other current financial assets and liabilities approximate their carrying amount largely due to the short-term nature of these instruments. The Company's long-term debt and investment in fixed deposit have been contracted at market rates of interest. Accordingly, the carrying value of such instruments approximates their fair value.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**(L) Provisions and Contingent Liabilities: [Ind AS 37]**

A provision is recognised when the company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimates required to settle the obligation at the balance sheet date.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably.

**Contingent Liabilities:**

The details of outstanding demands of Goods & Service Tax and Tax Deducted at Source, based on records available on the GST and Traces portal, are summarized in the table below. However, the same is not treated as contingent liability considering the company had filed proceedings under the Insolvency and Bankruptcy Code, 2016 and the order of National Company Law Appellate Tribunal (NCLAT) dated 05/04/2024 approved the resolution plan. The resolution plan provides that *“After the payment of the dues to the creditors, as per the resolution plan, all the liabilities/claims of the said stakeholders shall stand extinguished and other claims including Government/Statutory Authority, whether lodged during CIRP or not, shall stand extinguished after approval of the resolution plan.”*

Name of the Statute	Nature of Dues	Period to which the amount relates	Amount (in Lakhs)
Goods and Services Tax Act, 2017	Goods & Service Tax	2017-18	408.28
Goods and Services Tax Act, 2017	Goods & Service Tax	2018-19	6.38
Goods and Services Tax Act, 2017	Goods & Service Tax	2019-20	7.35
Income Tax Act, 1961	Tax Deducted at Source	2010-11	0.01
Income Tax Act, 1961	Tax Deducted at Source	2023-24	0.01

**(M) Intangible assets (Excluding Goodwill): [Ind AS 38]**

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

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortization/depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

**(N) Segment reporting: [Ind AS 108]**

Ind AS 108 establishes standards for the way public business enterprises report information about operating segments and related disclosures about product, services, geographic areas, and major customers.

**Operating segment**

Operating segments are defined as components of a company for which discrete financial information is available that is evaluated regularly by Chief Operating Decision Maker ("CODM"), in deciding how to allocate resources and assessing performance. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The operations of the company are limited to **one segment** viz. Yarn manufacturing.

**Geographical revenue** is allocated based on the location of the customer. Information regarding geographical revenue is as follows:

*(Amount In Lakhs)*

Sr. No.	Particulars	31-03-2025	31-03-2024
(i)	India	100323.36	100456.36
(ii)	Rest of the world	0	35.74

**Significant Clients**

Following customers represented 10% or more of the Company's total revenue during the year ended March 31, 2025 and March 31, 2024.

*(Amount In Lakhs)*

Sr. No.	Name of Customer	31-03-2025	31-03-2024
(i)	Pallas Fincap Private Limited	0	31,843.21/-
(ii)	Aadhudev Polytex Private Limited.	37,618.87/-	37,499.16/-
(iii)	Tirupati Textile Co	30,194.89/-	31,052.57/-
(iv)	Eagle Fashions Pvt Ltd	0	2.12/-

**(O) Financial instruments: [Ind AS 109]**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**Financial assets:**

**Classification**

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
- those measured at amortized cost.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

**Initial recognition and measurement**

Financial assets are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through Profit and Loss are expensed in the Statement of Profit and Loss.

**Subsequent measurement**

After initial recognition, financial assets are measured at:

- fair value (either through other comprehensive income or through Profit and Loss), or
- amortized cost.

**Amortised cost:**

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost is recognized in the Standalone Statement of Profit and Loss when the asset is derecognized or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.

**Fair Value through Other Comprehensive Income (FVOCI):**

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets, cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the Standalone Statement of Profit and Loss. When the financial asset is derecognized, the cumulative gain or loss previously recognised in OCI is reclassified from equity to Standalone Statement of Profit and Loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

**Fair Value through Profit and Loss (FVTPL):**

Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at FVTPL is recognised in Standalone Statement of Profit and Loss in the period in which it arises. Interest income from these financial assets is recognised in the Standalone Statement of Profit and Loss.

**Equity instruments**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVTOCI or FVTPL.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the company changes its business model for managing financial assets.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in Other Comprehensive Income (OCI). There is no recycling of the amounts from OCI to Standalone Statement of Profit and Loss, even on sale of such investments.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Standalone Statement of Profit and Loss.

**Debt instruments**

Debt instruments are subsequently measured at amortized cost on the basis of :

- (i) the entity's business model for managing the financial assets and
- (ii) the contractual cash flow characteristics of the financial asset.

**De-recognition**

A financial asset shall be derecognized only when:

- (a) the contractual rights to the cash flows from the financial asset expire, or
- (b) it transfers the financial asset and the transfer qualifies for derecognition.
- (c) On de-recognition of a financial asset, the difference between:
  - a. the carrying amount (measured at date of derecognition); and
  - b. the consideration received shall be recognized in Standalone Statement of Profit and Loss.

**Note:**

On subsequent measurement of Investments the cumulative balance of OCI account related to those investments is been transferred to OCI Reserve

The fair value of investments as on 31.03.2025 and 31.03.2024 are as follows:

*(Amount in Lakhs)*

<b>Particulars</b>	<b>Fair Value as on 31.03.2025</b>	<b>Fair Value as on 31.03.2024</b>
<b>Investment</b>		
<b>Quoted:</b>		
Stampede Capital Ltd.	0.67	1.39
Tata Steel Ltd.	3.46	3.49
Questfin Ltd.*	0.09	0.09
Zylog Systems Ltd.	0.09	0.09
Garware Hi-tech Films Ltd.	55.11	
<b>Unquoted:</b>		
Inherent Computers Pvt Ltd	0.60	0.60
<b>Mutual Fund:</b>		
Baroda Treasury Advantage Fund	0.29	0.27

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

The fair values of the investments are adjusted as per closing rate quoted in active market through Other Comprehensive Income based on the assessment of the management. Further, investment in Unquoted shares are assessed at cost.

In regards to the market Value of Questfin Ltd. and Zylog Systems Ltd, the management is not receiving any communication from the company and hence the value has been recorded at cost due to lack of data from the party.

During the year, the management identified, based on company records, that 1,400 equity shares of Garware Hi-Tech Films Limited are held in physical form, though the original certificates are currently untraceable. The Company has initiated the process of reclaiming ownership. A dividend of Rs. 14,000/- was received during the year, confirming continued ownership. Accordingly, the investment has been recognized at fair market value as on 31st March 2025 and classified as FVTOCI in accordance with Ind AS 109. The corresponding unrealized gain has been routed through Other Comprehensive Income and presented under equity as FVTOCI.

**Financial liabilities:**

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. In the case of a financial liability not at FVTPL, transaction costs that are directly attributable to the issue/origination of the financial liability.

Preference Shares being redeemable at fixed date and having right of cumulative dividend are considered as financial liability.

Optionally Convertible Preference shares are considered as equity.

**Subsequent measurement**

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such an initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in standalone statement of profit and loss.

Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in Standalone Statement of Profit and Loss. Any gain or loss on de-recognition is also recognized in Standalone Statement of Profit and Loss.

**De-recognition**

A financial liability is derecognized when the obligation specified in the contract is discharged, cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the standalone statement of profit or loss.

**Offsetting of financial instruments:**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**(P) Fair value measurement [Ind AS 113]**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

- Level 1 - Quoted (unadjusted) prices in active market for identical assets or liabilities. Investments in Quoted Shares are valued as per quoted price in active market.
- Level 2 –(Inputs other than quoted prices included in Level 1) Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

For financial assets and liabilities maturing within one year from the Balance Sheet date and which are not carried at fair value, the carrying amount approximates fair value due to the short maturity of these instruments.

**(Q) Revenue from Contracts with Customers: [Ind AS 115]**

- Revenue from contract with customer is recognized when control of Goods or services are transferred to the buyer as per the terms of the contract; the entity retains neither continuing managerial involvement nor effective control over the goods sold; the amount of revenue can be measured reliably; it is probable that the economic benefits associated with the transaction will flow to the entity; and the costs incurred or to be incurred in respect of the transaction can be measured reliably.
- Revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sales.
- Export sales are accounted when the goods have left the premises or when the goods are received by the customers and incoterms are fulfilled at the exchange rate prevailing on the date

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

of invoice. These are net of commission and do not include freight wherever applicable as per the terms of the sales contract.

- Dividend income is recognized when the right to receive the dividend is established by the reporting date, which is generally when shareholders approve the dividend.
- Interest income is recognized using the effective interest method (EIR) and accounted on accrual basis. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of a financial liability or a financial asset to their gross carrying amount.

**(R) Cash and cash equivalents:**

For the purpose of presentation in the Statement of Cash Flows, Cash and Cash Equivalents includes Cash on hand, balance with banks and demand deposits with banks and other short term highly liquid investments that are readily convertible into cash and which are subject to an insignificant risk of changes in value.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025**

**24. Ratios for Current Year and Previous Year**

Particulars		31.03.2025	31.03.2024	Change	Reasons for change by more than 25%
Current Ratio	Current asset	1.62	0.53	195%	Current Ratio has been increased due to decrease in current liability as compared to previous year
	Current liabilities				
Debt Equity Ratio	Current borrowings (Including Current maturities of long term debts)+Non current borrowings	0.38	-4.61	-109%	Debt Equity Ratio has been increased due to increase in equity & decrease in borrowings as compared to previous year.
	Total Equity				
Debt Service Coverage Ratio	Net Profit after Tax but before Interest, Depreciation & Amortization	2.32	-0.08	-2768%	Debt Service Coverage Ratio has been increased due to implementation of resolution plan under IBC.
	Interest + Total Installments				
Return on Equity Ratio	Profit after Tax	0.82	0.64	26%	Return on equity ratio has been increased due to implementation of resolution plan under IBC.
	Total Equity				
Inventory Turnover	Cost of Goods sold	9.21	9.60	-4.05%	Not Applicable
	Average inventory				
Trade Receivables turnover ratio	Net Credit Sale	11.78	10.06	17%	Not Applicable
	Average Trade Receivable				
Trade payables turnover ratio	Net Credit Purchases for Goods	10.63	29.94	-65%	Trade Payable turnover ratio has been decreased due to implementation of resolution plan under IBC.
	Average Accounts Payable for Goods				
Net capital turnover ratio	Revenue from Operation	9.67	-4.44	-338%	Net Capital Turnover ratio has been increased due to increase in revenue from operations
	Working Capital				
Net profit ratio	Profit After Tax	0.1501	-0.0599	-336%	Net profit ratio has been increased due to implementation of resolution plan under IBC.
	Total Revenue				
Return on Capital employed	EBIT	0.71	1.25	-41%	Return on Capital Employed has been decreased due to increased in capital employees.
	Capital Employed				
Return on investment	Profit after Tax	0.82	0.64	26%	Return on investment has been increased due to implementation of resolution plan under IBC.
	Total Equity				

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**25. Corporate Insolvency Resolution Process (CIRP)**

The Company was under Corporate Insolvency Resolution Process (CIRP) during the preceding financial period in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016. The NLCAT vide order dated 30.05.2024 for the appeal no. Company Appeal (AT) (Insolvency) No. 922 of 2024 [Arising out of order dated 05.04.2024 passed by the Adjudicating Authority (National Company Law Tribunal, Ahmedabad Bench, Court – II), in I.A. No. 1394 of 2023 in C.P. (IB) No.38 of 2020] accepted the resolution plan submitted by the SRA. For the implementation of the approved Resolution Plan and in compliance with applicable Ind AS, the following accounting treatments have been made during the current financial year:

i) Non-realisation from Debtors – Quantity Discounts

Amounts under-recovered from trade receivables, arising during the CIRP period and not claimed by the Company as part of the insolvency process, have been recognised as quantity discounts. In accordance with Ind AS 115, these amounts have been reflected as a reduction in revenue in the Statement of Profit and Loss.

ii) Write-off of Obsolete Inventory

Inventories pertaining to the period prior to CIRP commencement and identified as obsolete during the valuation exercise under the Resolution Plan have been written off in the Statement of Profit and Loss. This treatment is in line with the requirements of Ind AS 2 – Inventories, which mandates valuation at the lower of cost and net realisable value.

iii) Write-off of Related Party Unsecured Loans

As per the Resolution Plan, no settlement amount is payable to related parties or entities connected with the erstwhile promoter group. Consequently, unsecured loans from:

Somani Overseas Pvt. Ltd. – Rs. 1,105.91 Lakhs/-

Ganga Devi Somani – Rs. 1,613.22 Lakhs/-

have been derecognised and credited to the Statement of Profit and Loss under “Other Income.” In accordance with Ind AS 109, the extinguishment of these liabilities has been accounted as a gain, and the same is considered taxable as business income.

iv) Corporate Guarantee Claims – Not Admitted

Claims filed by lenders in respect of corporate guarantees given on behalf of related parties (viz. Sitaram Prints Pvt. Ltd. and Somani Overseas Pvt. Ltd.) were not admitted under the CIRP. As per Ind AS 109 and Ind AS 37, no liability has been recorded, and the extinguishment of potential obligations has not resulted in any accounting impact.

v) Extinguishment of NCRPS

Non-Convertible Redeemable Preference Shares (NCRPS) were extinguished under the approved Resolution Plan without any payout to the holders. As these instruments were classified as financial liabilities, the Company has derecognised the same in accordance with Ind AS 109, and the resulting gain has been recognised in the Statement of Profit and Loss.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

vi) Capital Reduction and Reorganisation

As part of the capital restructuring:

- a. The equity share capital held in demat form was reduced in the ratio of 4 shares for every 77 shares.
- b. Total no. of equity shares post reduction is 52,65,136.
- c. Physical shares (22,88,515) were cancelled as per the Resolution Plan.
- d. New capital of Rs. 1,000.00 Lakhs was introduced by the Successful Resolution Applicant (SRA) for 1,00,00,000 equity shares, resulting in total post-resolution number of equity shares of 10,52,65,136.
- e. The condition of maintaining minimum 5% shareholding by existing public shareholders has been complied with.
- f. The reduction of equity share capital does not involve return of funds to shareholders and has been accounted by adjusting against general reserves. No Capital Redemption Reserve (CRR) has been created, in line with Ind AS 32.

vii) Settlement and Write-off of Financial Liabilities-

Financial liabilities were settled through a mix of cash, preference shares, and pre-CIRP cash balances. Gains arising from settlement and remaining write-offs were recognised through the Realisation Account in accordance with Ind AS 109.

viii) Accounting for Operational Creditors and Pre-CIRP Items

Claims of operational creditors not previously recorded have been recognised through a Claim Account and paid as per the Resolution Plan. The unpaid portion and non-recoverable pre-CIRP receivables/payables have been written off through the Realisation Account, in line with Ind AS 109.

ix) Impairment of Investment in Subsidiary

Based on the CIRP valuation report, impairment loss has been recognised against investment in a subsidiary as the fair value was NIL, in accordance with Ind AS 36.

**26. Trade Payables -Total outstanding dues of Micro & Small Enterprises:**

*(Amount in Lakhs)*

<b>Sr. No.</b>	<b>Particulars</b>	<b>As at 31.03.2025</b>	<b>As at 31.03.2024</b>
1	Principal & Interest amount remaining unpaid and due as at year end:		
	(A) Principal Amount	106.27	179.79
	(B) Interest Amount	Nil	Nil
2	Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	Nil	Nil
3	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 Micro, Small and Medium Enterprises Development Act, 2006	Nil	Nil
4	Interest accrued and remaining unpaid as at year end	Nil	Nil

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

5	Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise	Nil	Nil
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27. The Interest payable as per section 16 of MSMED Act 2006 has not been ascertained and not provided for by the company.

**28. Payment to Auditors:**

<i>(Amount In Lakhs)</i>			
Sr. No.	Particulars	Current Period	Previous Year
(a)	Statutory Auditors:		
	(i) Audit Fees	8.5	8.5
	(ii) Tax Audit Fees	1.5	1.5
(b)	Cost Audit	0.4	0.4
(c)	Internal Audit	3.0	3.0

29. As at the reporting date, the Company has an unclaimed public deposit of ₹2.90 lakhs in IDBI Bank disclosed under Other Financial Liabilities. An equivalent amount has been placed in a fixed deposit in IDBI Bank and recognised under Other Financial Assets. Interest accrued pertaining to previous financial years of ₹2.15 lakhs has been recognised as both Interest Receivable and Interest Payable in accordance with Ind AS 1 and Ind AS 109. The amounts shall be released upon valid claims by the deposit holders.

30. Previous year's figures have been regrouped and recasted wherever necessary.

**31. Additional regulatory information required by Schedule III of Companies Act, 2013**

- (i) The Company has not revalued its property, plant and equipment during the current or previous year.
- (ii) 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 there under.
- (iii) The Company has no transactions with struck off companies during the year.
- (iv) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- (v) The Company has not entered into any scheme of arrangement in terms of sections 230 to 237 of the Companies Act, 2013, which has an accounting impact on current or previous financial year.
- (vi) The Company has not advanced or loaned funds to any persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
  - b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

- (vii) 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:
- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries
- (viii) 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.
- (ix) The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

**32.** The figures have been rounded off to the nearest lakhs of rupees upto two decimal places.

**See accompanying notes to the financial statements for and on behalf on Board of Directors**  
**As per our report of even date**

**FOR H T K S & Co.**  
**CHARTERED ACCOUNTANTS**  
**FIRM REG. NO.: 111032W**

**Radheshyam Jaju - Director**

**CA. HARISHANKAR TOSNIWAL**  
**PARTNER**  
**MEMBERSHIP NO. : 055043**

**Pratik Jaju - Director**

**Anil Kumar Jain - Company Secretary.**

**PLACE : SURAT**  
**DATE : 24/04/2025**

**Abhishek Prasad - CFO.**

**UDIN : 25055043BMGXXH5515**

## **INDEPENDENT AUDITORS' REPORT**

TO,  
THE MEMBERS OF,  
**SUMEET INDUSTRIES LIMITED**

### **Report on the Audit of Consolidated Financial Statements**

#### **1. Qualified Opinion**

We have audited the accompanying Consolidated Financial Statements of **SUMEET INDUSTRIES LIMITED** (“The Holding Company”) and its subsidiary (the Holding Company and its subsidiary together referred to as the “Group”) which comprises the Consolidated Balance Sheet as on **March 31, 2025**, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year ended and the notes to the Consolidated Financial Statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as “the Consolidated Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the **Basis for Qualified Opinion paragraph** below, the aforesaid Consolidated Financial Statements give 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 Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standard) Rules 2015, as amended (“Ind AS”), and other accounting principles generally accepted in India, of the state of affairs of the Group as at **March 31 2025** and its **Profit, the changes in equity and its cash flows** for the year ended on that date.

#### **2. Basis for Qualified Opinion**

We conducted our audit of Consolidated Financial Statements in accordance with the Standards on Auditing (SAs) issued by ICAI and specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the financial statements* section of our report. We are independent of the Group in accordance with the Code of ethics issued by ICAI together with ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Companies Act, 2013 and the 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 audit opinion on the Consolidated Financial Statements except for the following.

- The Holding company has neither ascertained nor created provision for Interest on delayed payment of MSME dues. The financial impact is not quantifiable as the provision amount cannot be ascertained based on the material existing.

**Emphasis of Matter:**

We draw attention to the following matters: -

- During the year, the Holding Company assessed the carrying value of its investment in its subsidiary for impairment in accordance with Ind AS 36 – Impairment of Assets. Based on the assessment and independent valuation, the recoverable amount was determined to be NIL. Accordingly, the entire carrying value of the investment has been written down to NIL and the resultant impairment loss has been recognised in the Holding Company's Statement of Profit and Loss.
- In holding Company, we have not received the bank statement and confirmation of balance for the balance lying in Central Bank of India amounting to Rs. 10,000/-. In the absence of sufficient appropriate audit evidence, we are unable to determine any possible impact thereof on the Profit for the year ended March 31, 2025 and on the carrying value of bank balance as on that date.
- In holding Company, we have not received the no due certificate from IDBI bank as a part of confirmation to the effect of resolution plan accepted by NCLAT under the provisions of IBC since the IDBI bank has filed appeal against the resolution plan filed by SRA.
- In holding Company, we have not received the no due certificate from Bremer Kreditbank AG as a part of confirmation to the effect of resolution plan accepted by NCLAT under the provisions of IBC since the Bremer Kreditbank AG has filed appeal against the resolution plan filed by SRA.

Our opinion is not modified in respect of these above matters.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Consolidated Financial Statements of the current year. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, for the year ended March 31, 2025 and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

<b>Key Audit Matters</b>	<b>How was the matter addressed in our audit</b>
Implementation of the Resolution Plan under the Insolvency and Bankruptcy Code, 2016 (IBC)	The Holding Company was under Corporate Insolvency Resolution Process (CIRP) as per the provisions of the IBC, and the Resolution Plan submitted by the Successful Resolution Applicant (SRA) was approved by the Hon'ble NCLAT on 30.05.2024. Implementation of the plan involved significant accounting adjustments, including derecognition of related party loans, extinguishment of corporate guarantees and NCRPS, capital reduction and infusion of new equity, write-off of obsolete inventories and pre-CIRP receivables, settlement of liabilities, and recognition of quantity discounts from under-recovered debtors. These required significant management judgment in interpreting the resolution terms and applying Ind AS standards such as Ind AS 109, Ind AS 115, Ind AS 36, and Ind AS 2. The accounting for these complex transactions had a material impact on the Consolidated Financial Statements and was considered to be of most significance in our audit.

### **3. Information other than the Consolidated Financial Statements and Auditor's Report Thereon**

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information obtained at the date of this auditor's report, 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 other information, we are required to report that fact. We have nothing to report in this regard.

### **4. Responsibility of Management and Those Charged with Governance for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of these Consolidated financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, change in equity and cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act, read with rule 7 of Companies (Accounts) Rules, 2014 and the companies (India Accounting Standards) Rules 2015, as amended.

The respective Board of Directors of the companies included in the Group and its Subsidiary 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; selection and application of the appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the 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 of the companies 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 management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

## **5. Auditor's Responsibility 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 judgment and maintain professional scepticism 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 explaining our opinion on whether the Holding Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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.

Materiality is the magnitude of the 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 Consolidated Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) Planning the scope of our audit work and in evaluating the results of our work; and (ii) To evaluate the effect of any identified misstatements in the Consolidated Financial Statements.

We communicate with those charged with governance of the Holding Company 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 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.

We did not audit the financial statements/financial information of Sumeet Global PTE Limited (Wholly Owned Subsidiary) whose entire value has been impaired during the year.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the consolidated financial statements/ consolidated financial information certified by the management.

## **6. Report on Other Legal and Regulatory Requirements**

1. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/" CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, we report that CARO report is not applicable to our subsidiary company, as it is not registered under the Companies Act, 2013. Hence, the reporting requirement under clause (xxi) of Para 3 of the CARO is not applicable to this Consolidated Financial Statement.
2. As required by section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - b) In our opinion proper books of account as required by law have been kept by the Group so far as it appears from our examination of those books and information of subsidiary provided by the management except for the matters stated below at (h) on reporting Rule 11.
  - 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 Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014;
  - e) On the basis of written representations received from directors of Holding Company as on **March 31, 2025** 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in “**Annexure B**”. Our report expresses un-modified opinion on the adequacy and operating effectiveness of the company’s internal financial control with reference to the financial statements.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirement of Section 197(16) of the Act, as mentioned, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its Directors during the year is in accordance with the provisions of Section 197 of the Act.
- h) With respect to other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Group has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer note 23(K) to the consolidated financial statements.
  - ii. The Group has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.
  - iv.
    - a) The management has represented that, to the best of its knowledge and belief, as disclosed in notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding 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 by or on behalf of the Holding Company or any of such subsidiaries (“Ultimate Beneficiaries”) or
      - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
    - b) The management has represented, that, to the best of its knowledge and belief, as disclosed in notes to the accounts, no funds have been received by the Holding Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding 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 from or on behalf of the Ultimate Beneficiaries.
    - c) Based on such 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 (iv)(b) contain any material mis-statement.

- v. The Group has not paid/declared any dividend during the year and hence compliance of section 123 of the Act is not applicable.
- vi. Based on our examination which included test checks, the holding company, has used an accounting software for maintaining its books of account 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. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. We do not have any information with respect to the impaired subsidiary.

**FOR H T K S & CO**  
**CHARTERED ACCOUNTANTS**  
**FRN : 111032W**

**CA. HARISHANKAR TOSNIWAL**  
**(PARTNER)**  
**M. NO. : 055043**

**PLACE : SURAT**  
**DATE : 24/04/2025**

**UDIN : 25055043BMGXXJ3820**

**ANNEXURE ‘A’ TO THE INDEPENDENT AUDITORS’ REPORT OF**  
**SUMEET INDUSTRIES LTD.**

TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF THE **SUMEET INDUSTRIES LIMITED**

**Report on the Internal Financial Controls 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 **SUMEET INDUSTRIES LIMITED** (hereinafter referred to as the “**Holding Company**”) as on **March 31, 2025** in conjunction with our audit of the Consolidated Financial Statements of the Group for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

The Holding Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding 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 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 Holding 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 Consolidated 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 Holding 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 Consolidated 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 Holding Company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Holding Company are being made only in accordance with authorizations of management and directors of the Holding Company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Holding Company's assets that could have a material effect on the Consolidated 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.

### **Opinion**

In our opinion, the Holding 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 Holding 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.

**FOR H T K S & CO**  
**CHARTERED ACCOUNTANTS**

**CA. HARISHANKAR TOSNIWAL**  
**(PARTNER)**  
**M. NO. : 055043**  
**FRN : 111032W**

**PLACE : SURAT**  
**DATE : 24/04/2025**

**UDIN : 25055043BMGXXJ3820**

# SUMEET INDUSTRIES LTD

CIN:L45200GJ1988PLC011049

## CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2025

			Rs. In Lakhs	Rs. In Lakhs
	Particulars	Note No.	As at 31st March, 2025	As at 31st March, 2024
<b>I. ASSETS</b>				
(1) <b>Non-Current Assets</b>				
	<b>PROPERTY, PLANT &amp; EQUIPMENT AND INTANGIBLE ASSET</b>			
	(a) Property, Plant and Equipment	1	14,191.78	16,096.15
	(b) Capital Work in Progress	2	77.08	-
	(c) Investment Property			
	(d) Goodwill			
	(e) Other Intangible Aseets			
	(f) Intengible Aseets under Development			
	(g) Financial Assets			
	(i) Investments	3	60.30	5.93
	(ii) Trade Receivables	4	-	-
	(iii) Loans	5	1,300.13	1,491.83
	(iv) Other Financial Assets	6	41.14	35.54
	(h) Deferred Tax Assets			
	(i) Other non current assets	7	-	-
(2) <b>Current Assets</b>				
	(a) Inventories	8	10,552.12	10,252.34
	(b) Financial Assets			
	(i) Investments			
	(ii) Trade Receivables	4	8,392.22	8,202.06
	(iii) Cash and Cash Equivalents	9	4,041.64	2,110.94
	(iv) Loans			
	(v) Other Financial Assets			
	(b) Others Current Assets	7	4,191.25	4,575.02
	<b>TOTAL ASSETS</b>		<b>42,847.66</b>	<b>42,769.83</b>
<b>II EQUITY AND LIABILITIES</b>				
(1) <b>Equity</b>				
	Equity Share Capital	10	13,326.51	10,364.24
	Other Equity	11	5,194.31	-28,033.35
	<b>Total Equity</b>		<b>18,520.82</b>	<b>-17,669.11</b>

(2)	<b>Liabilities</b>			
	<b>Non Current Liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings	12	4,686.23	4,124.45
	(ii) Trade Payable	13	-	-
	(iii) Other Financial Liabilities		-	-
	(b) Provisions			
	(c) Deferred Tax liabilities (Net)	14	2,419.75	2,816.15
	(d) Other non current liabilities	15	418.38	454.94
	<b>Current Liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings	12	2,430.80	44,885.03
	(ii) Trade Payable Due to :	13		
	Micro ,Small & Medium Enterprises		633.52	1,616.22
	Other than Micro, Small & Medium Enterprises		12,603.12	3,661.96
	(iii) Other Financial Liabilities		-	-
	(b) Other Current Liabilities	15	1,135.05	2,866.62
	(c) Provisions		-	13.58
	<b>Total Liabilities</b>		<b>24,326.84</b>	<b>60,438.94</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>		<b>42,847.66</b>	<b>42,769.83</b>

1-32

As per our report of even date  
**FOR H T K S & CO.**  
 CHARTERED ACCOUNTANTS  
 FIRM REG. NO: 111032W

**CA. HARISHANKAR TOSNIWAL**  
**PARTNER**  
**MEMBERSHIP NO. : 055043**  
**PLACE : SURAT**  
**DATE : 24/04/2025**

For and on behalf on Board of Directors

**Radheshyam Jaju - Director**

**Pratik Jaju - Director**

**Anil Kumar Jain - Company Secretary.**

**Abhishek Prasad - CFO.**

**SUMEET INDUSTRIES LTD**

CIN:L45200GJ1988PLC011049

**CONSOLIDATED PROFIT & LOSS STATEMENT FOR YEAR ENDED ON 31ST MARCH, 2025**

		<i>Rs. In Lakhs</i>		<i>Rs. In Lakhs</i>
	<b>Particulars</b>	<b>Note No.</b>	<b>For the year ended on 31st March, 2025</b>	<b>For the year ended on 31st March, 2024</b>
I.	Revenue from Operations	16	1,00,337.05	98,485.69
II.	Other Incomes	17	236.80	85.32
III.	Share of profits/losses in a Partnership firm/AOP			
IV.	Share of profits/losses in a Limited Liability Partnership			
III.	Total Income (I + II)		<b>1,00,573.85</b>	<b>98,571.01</b>
IV	Expenses:			
	<u>Manufacturing Expenses</u>			
	Cost of Materials Consumed	18	95,780.42	98,610.90
	Purchases of Stock-in-Trade		-	-
	Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	19	-1,042.05	-213.88
	<u>Administrative &amp; Selling Expenses</u>			
	Employee Benefit Expenses	20	3,008.66	2,837.10
	Finance Costs	21	358.74	1.81
	Depreciation and Amortization Expense	1	2,078.64	2,390.90
	Other Expenses	22	1,358.37	1,290.89
	Total Expenses		<b>1,01,542.77</b>	<b>1,04,917.72</b>
V	Profit before Exceptional Items and Tax (III-IV)		-968.92	-6,346.71
VI	Exceptional Items		18,928.23	-
VII	Profit Before Tax		17,959.31	-6,346.71
X	Tax Expense:			
	(1) Current tax		1,329.61	-
	(2) Income Tax of Earlier Year		-	-
	(3) Deferred Tax		-396.40	-445.55
	(4) MAT credit		-	-
			933.21	-445.55
XI	Profit/ (Loss) for the period from Continuing Operations (VII - VIII-X)		17,026.10	-5,901.16
XII	Profit/ (Loss) from discontinuing Operations		-	-
XIII	Tax expense of discontinued operation		-	-
XVI	Profit/ (Loss) from discontinuing Operations (after tax)(XII-XIII)		-	-
XV	Profit/ (Loss) for the period (IX-XII)		<b>17,026.10</b>	<b>-5,901.16</b>
XVI	Other Comprehensive Income			

	<b>A Items that will not be reclassified to profit or loss</b>			
	(a) Remeasurements of defined benefit obligations		-10.78	-39.21
	Less : Income tax relating to above item			
	Total		<b>-10.78</b>	<b>-39.21</b>
	(b) Fair value of equity instruments through other comprehensive income		-54.37	1.57
	Less : Income tax relating to above item			
	Total		<b>-54.37</b>	<b>1.57</b>
	<b>B Items that will be reclassified to profit or loss</b>		-	-
	(a) Exchange differences on translation of financial statement of foreign operations		-	-96.66
	<b>Total Comprehensive Income for the period</b>		<b>-65.15</b>	<b>-134.30</b>
	Earning per equity share (for continuing operation):			
	(1) Basic		16.17	-5.69
	(2) Diluted		12.78	-5.69

As per our report of even date  
**FOR H T K S & CO.**  
 CHARTERED ACCOUNTANTS  
 FIRM REG. NO: 111032W

**CA. HARISHANKAR TOSNIWAL**  
**PARTNER**  
**MEMBERSHIP NO. : 055043**  
**PLACE : SURAT**  
**DATE : 24/04/2025**

For and on behalf on Board of Directors

**Radheshyam Jaju - Director**

**Pratik Jaju - Director**

**Anil Kumar Jain - Company Secretary.**

**Abhishek Prasad - CFO.**

**SUMEET INDUSTRIES LTD**  
**CIN:L45200GJ1988PLC011049**  
**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH 2025**

		Rs. In Lakhs		Rs. In Lakhs	
	PARTICULARS	F.Y. 2024-25		F.Y. 2023-24	
		Amount	Amount	Amount	Amount
<b>A</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>				
	Net Profit before tax and Extraordinary Items	18,024.46		(6,384.34)	
	Adjustment For:				
	Add:				
	Depreciation	2,078.64		2,390.90	
	Fair Value on investment				
	Foregin Exchange	-		(96.66)	
	Loss on sale of Asset	(27.67)		-	
	Interest on Income Tax				
	Loss on sale of Investment	-		-	
	Interest Paid	250.00		0.09	
	Other Adjustment to reconcile profit	16,136.40		-	
		18,437.37		2,294.32	
	Less:				
	Fair Value on investment	-		-	
	Interest Income	191.45		75.21	
	Profit on sale of Asset	-		-	
	Dividend Income	0.22		0.22	
		191.67		75.43	
			18,245.70		2,218.89
	<b>Operating Profit before Working Capital Changes</b>				
	Trade Receivables	(190.16)		2,276.16	
	Other asset	378.17		(346.09)	
	Inventories	(299.76)		46.88	
	Trade Payables	7,958.48		1,437.12	
	Other Financial Liability	-		-	
	Other Liabilities	(1,768.15)		2,230.26	
	Provision	(13.58)		0.20	
			6,065.01		5,644.53
	Tax Paid		1,329.61		
	<b>NET CASH FLOW FROM OPERATING ACTIVITIES (A)</b>		41,005.56		1,479.09
<b>B</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES:</b>				
	<u>Fixed Assets &amp; Work in Progress</u>				
	Sale of Fixed Assets	105.84		-	
	Purchase of Fixed Assets	(329.52)		(0.99)	
	(Increase)/Decrease in Fixed Asset due to Exchange Difference				
	Increase in Capital Work in progress				
	<u>Investments</u>				
	Purchase of Investments	(54.37)		(1.57)	
	Sale of Investments				
	Dividend received	0.22		0.22	
	Interest Income	191.45		75.21	
	<b>NET CASH FLOW FROM INVESTING ACTIVITIES (B)</b>	-	(86.38)		72.87
<b>C</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES:</b>				
	Equity Share Capital raised	2,962.27		-	
	Security premium received	-		-	
	Increase / Decrease in Borrowings	(41,892.45)		96.33	
	Increase / Decrease in Loans & Advances	191.70		-	
	Interest Paid	(250.00)		(0.09)	

	PARTICULARS	F.Y. 2024-25		F.Y. 2023-24	
		Amount	Amount	Amount	Amount
	<b>NET CASH FLOW FROM FINANCING ACTIVITIES (C)</b>		(38,988.47)		96.24
	<b>Net Increase in Cash &amp; Cash equivalents</b>		<b>1,930.70</b>		<b>1,648.20</b>
<b>D</b>	Opening Cash and Cash equivalents		2,110.94		462.74
<b>E</b>	Closing Cash and Cash equivalents		4,041.64		2,110.94
			<b>1,930.70</b>		<b>1,648.20</b>

As per our report of even date  
**FOR H T K S & CO.**  
 CHARTERED ACCOUNTANTS  
 FIRM REG. NO: 111032W

**CA. HARISHANKAR TOSNIWAL**  
 PARTNER  
 MEMBERSHIP NO. : 055043  
 PLACE : SURAT  
 DATE : 24/04/2025

For and on behalf on Board of Directors

Radheshyam Jaju - Director

Pratik Jaju - Director

Anil Kumar Jain - Company Secretary.

Abhishek Prasad - CFO.

# SUMEET INDUSTRIES LTD

CIN:L45200GJ1988PLC011049

## NOTE # 1

### Property, plant and equipment

Rs. In Lakhs

Particulars	Land	Building	Road Development	Plant & Machinery	Plant & Machinery (Foreign Exchange)	Furniture & Fixture	Intangible Asset	Vehicle	Total
<b>Opening Gross Carrying Amount</b>	50.23	2,836.49	120.53	54,466.32	695.36	263.81	1.45	244.46	58,678.65
Additions	-	-	-	-	-	0.99	-	-	0.99
Disposal/Adjustment	-	-	-	-	-	-	-	-	-
<b>Closing gross carrying amount as at March 31, 2024</b>	<b>50.23</b>	<b>2,836.49</b>	<b>120.53</b>	<b>54,466.32</b>	<b>695.36</b>	<b>264.80</b>	<b>1.45</b>	<b>244.46</b>	<b>58,679.64</b>
<b>Opening Gross Carrying Amount</b>	50.23	2,836.49	120.53	54,466.32	695.36	264.80	1.45	244.46	58,679.64
Additions	203.03	-	-	45.15	-	4.26	-	-	252.44
Disposal/Adjustment	-	-	-	221.58	-	-	-	-	221.58
<b>Closing gross carrying amount as at March 31, 2025</b>	<b>253.26</b>	<b>2,836.49</b>	<b>120.53</b>	<b>54,289.89</b>	<b>695.36</b>	<b>269.06</b>	<b>1.45</b>	<b>244.46</b>	<b>58,710.50</b>
<b>Accumulated amortization and impairment :</b>									
<b>Opening Accumulated Depreciation</b>	-	2,055.39	95.27	37,605.39	-	211.44	0.53	224.57	40,192.59
Depreciation/Amortization charge during the year	-	69.53	6.54	2,306.20	-	4.67	0.41	3.55	2,390.90
Disposal/Adjustment	-	-	-	-	-	-	-	-	-
<b>Closing accumulated depreciation as at March 31, 2024</b>	<b>-</b>	<b>2,124.92</b>	<b>101.81</b>	<b>39,911.59</b>	<b>-</b>	<b>216.11</b>	<b>0.94</b>	<b>228.12</b>	<b>42,583.49</b>
<b>Accumulated amortization and impairment :</b>									
<b>Opening Accumulated Depreciation</b>	-	2,124.92	101.81	39,911.59	-	216.11	0.94	228.12	42,583.49
Depreciation/Amortization charge during the year	-	63.13	4.85	2,003.88	-	3.82	0.23	2.73	2,078.64
Disposal/Adjustment	-	-	-	143.41	-	-	-	-	143.41
<b>Closing accumulated depreciation as at March 31, 2025</b>	<b>-</b>	<b>2,188.05</b>	<b>106.66</b>	<b>41,772.06</b>	<b>-</b>	<b>219.93</b>	<b>1.17</b>	<b>230.85</b>	<b>44,518.72</b>
<b>Net carrying amount as at March 31, 2024</b>	<b>50.23</b>	<b>711.57</b>	<b>18.72</b>	<b>14,554.73</b>	<b>695.36</b>	<b>48.69</b>	<b>0.51</b>	<b>16.34</b>	<b>16,096.15</b>
<b>Net carrying amount as at March 31, 2025</b>	<b>253.26</b>	<b>648.44</b>	<b>13.87</b>	<b>12,517.83</b>	<b>695.36</b>	<b>49.13</b>	<b>0.28</b>	<b>13.61</b>	<b>14,191.78</b>

Pari passu mortgage charge of HDFC Bank , Axis Bank and Kotak Bank on immoveable properties being Industrial Property situated at Block No 289/1, 289/1/A, 291 paiki west side, 291 paiki 304 paiki plot no 6 to 8 and 9/A to 9/C and 10, 304 paiki plot no 3 situated at village Karanj, Tal. Mandvi, District Surat owned by the company

Pari passu mortgage charge of HDFC Bank , Axis Bank and Kotak Bank mortgage charge of HDFC Bank on immoveable properties being Office no. 504, 5th floor, Trividh Chambers, opp. Fire station CTS no. 2886/B/1 (P) of ward no. 3 Taluka and district Surat owned by the company

Hypothecation of entire Movable Fixed Assets including Plant & mahcinery, both present and future on pari passu basis by Axis Bank and HDFC Bank

**SUMEET INDUSTRIES LIMITED**

**Property, plant and equipment**

Sr No	Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As At 01.04.2024	Addition	Deletion	As At 31.03.2025	As At 01.04.2024	For the Year	Adjustment	As At 31.03.2025	As At 31.03.2025	As At 31.03.2024
1	Land	50,23,285.00	2,03,03,100.00	-	2,53,26,385.00	-	-	-	-	2,53,26,385.00	50,23,285.00
2	Building	28,36,48,958.00	-	-	28,36,48,958.00	21,24,92,051.13	63,12,938.97	-	21,88,04,990.10	6,48,43,967.90	7,11,56,906.87
3	Road Development	1,20,52,771.00	-	-	1,20,52,771.00	1,01,80,805.85	4,84,651.91	-	1,06,65,457.76	13,87,313.24	18,71,965.15
4	Plant & Machinery	5,44,66,32,237.00	45,14,764.00	2,21,58,091.00	5,42,89,88,910.00	3,99,11,59,184.39	20,03,88,254.78	1,43,40,892.00	4,17,72,06,547.17	1,25,17,82,362.83	1,45,54,73,052.61
5	Plant & Machinery (Foreign Exchange)	6,95,36,029.00	-	-	6,95,36,029.00	-	-	-	-	6,95,36,029.00	6,95,36,029.00
6	Furniture, Fixture & Equipments	2,64,79,665.00	4,25,670.00	-	2,69,05,335.00	2,16,10,369.67	3,82,334.46	-	2,19,92,704.12	49,12,630.88	48,69,295.33
7	Vehicle	2,44,46,147.00	-	-	2,44,46,147.00	2,28,11,687.72	2,73,303.96	-	2,30,84,991.68	13,61,155.32	16,34,459.28
	<b>TOTAL</b>	<b>5,86,78,19,092.00</b>	<b>2,52,43,534.00</b>	<b>2,21,58,091.00</b>	<b>5,87,09,04,535.00</b>	<b>4,25,82,54,098.76</b>	<b>20,78,41,484.07</b>	<b>1,43,40,892.00</b>	<b>4,45,17,54,690.83</b>	<b>1,41,91,49,844.17</b>	<b>1,60,95,64,993.24</b>
8	Intangible Assets Software	1,45,000.00	-	-	1,45,000.00	94,659.66	22,688.39	-	1,17,348.05	27,651.95	50,340.34
	<b>Grand Total</b>	<b>5,86,79,64,092.00</b>	<b>2,52,43,534.00</b>	<b>2,21,58,091.00</b>	<b>5,87,10,49,535.00</b>	<b>4,25,83,48,758.42</b>	<b>20,78,64,172.46</b>	<b>1,43,40,892.00</b>	<b>4,45,18,72,038.88</b>	<b>1,41,91,77,496.12</b>	<b>1,60,96,15,333.58</b>

# SUMEET INDUSTRIES LTD

CIN:L45200GJ1988PLC011049

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025

### NOTE # 2

#### Capital Work in Progress

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
Capital Work in Progress	77.08	-
<b>Total</b>	<b>77.08</b>	<b>-</b>

### NOTE # 3

#### Investments

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
Financial instruments at FVTOCI		
Equity instruments [Note 3.1]	60.00	5.66
Mutual Funds [Note 3.2]	0.30	0.27
<b>Total</b>	<b>60.30</b>	<b>5.93</b>
Non-current	60.30	5.93
Current	-	-
<b>Aggregate amount of quoted investments (FMV)</b>		
Non-current	59.70	5.33
Current	-	-
<b>Aggregate amount of unquoted investments (FMV)</b>		
Non-current	0.60	0.60
Current	-	-

#### 3.1 Details of investments in equity instruments:

Quoted:		
Stampede Capital Ltd.	0.67	1.39
Tata Steel Ltd.	3.45	3.49
Questfin Ltd.	0.09	0.09
Zylog Systems Ltd.	0.08	0.09
Garware Hi-tech Films Ltd.	55.11	
	59.40	5.06
Unquoted:		
Inherent Computers Pvt Ltd	0.60	0.60
	0.60	0.60
<b>Total</b>	<b>60.00</b>	<b>5.66</b>

**SUMEET INDUSTRIES LTD**

CIN:L45200GJ1988PLC011049

**NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31ST MARCH, 2025****3.2 Investment in Mutual funds - Quoted**

Baroda Treasury Advantage Fund	0.30	0.27
<b>Total</b>	<b>0.30</b>	<b>0.27</b>

1. The fair values of the investments are adjusted as per closing rate quoted in active market through Other Comprehensive Income based on the assessment of the management. Further, investment in Unquoted shares are assessed at cost.

2. In regards to the market Value of Questfin Ltd. and Zylog Systems Ltd, the management is not receiving any communication from the company and hence the value has been recorded at cost due to lack of data from the party.

3. During the year, the management identified, based on company records, that 1,400 equity shares of Garware Hi-Tech Films Limited are held in physical form, though the original certificates are currently untraceable. The Company has initiated the process of reclaiming ownership. A dividend of Rs. 14,000/- was received during the year, confirming continued ownership. Accordingly, the investment has been recognized at fair market value as on 31st March 2025 and classified as FVTOCI in accordance with Ind AS 109. The corresponding unrealized gain has been routed through Other Comprehensive Income and presented under equity as FVTOCI.

**NOTE # 4****Trade Receivables**

<b>Particulars</b>	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Unsecured		
<b>Related Parties</b>		
Considered Good		-
Doubtful	-	-
<b>Others</b>		
Considered Good	8,392.22	8,202.06
Doubtful		
<b>Less : Allowance for expected credit loss</b>	-	-
<b>Total</b>	<b>8,392.22</b>	<b>8,202.06</b>
Non - current	-	
Current	8,392.22	8,202.06

Trade receivables are classified as current on the basis of normal operating cycle of twelve months and other are classified as non-current.

Trade Receivables, both present and future, are hypothecated on Pari Passu basis by Axis Bank, Kotak Bank and HDFC Bank

**NOTE 4****Trade Receivables as at 31/03/25***Rs. In Lakhs*

Sr. No.	Particulars	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	Undisputed Trade receivables – considered good	8392.22	0.00	0.00	0.00	0.00	8392.22
(ii)	Undisputed Trade Receivables – which have significant increase in credit risk	0.00	0.00	0.00	0.00	0.00	0.00
(iii)	Undisputed Trade Receivables – credit impaired	0.00	0.00	0.00	0.00	0.00	0.00
(iv)	Disputed Trade Receivables– considered good	0.00	0.00	0.00	0.00	0.00	0.00
(v)	Disputed Trade Receivables – which have significant increase in credit risk	0.00	0.00	0.00	0.00	0.00	0.00
(vi)	Disputed Trade Receivables – credit impaired	0.00	0.00	0.00	0.00	0.00	0.00

**Trade Receivables as at 31/03/24***Rs. In Lakhs*

Sr. No.	Particulars	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	Undisputed Trade receivables – considered good	7811.00	0.00	391.07	0.00	446.09	8648.16
(ii)	Undisputed Trade Receivables – which have significant increase in credit risk	0.00	0.00	0.00	0.00	0.00	0.00
(iii)	Undisputed Trade Receivables – credit impaired	0.00	0.00	0.00	0.00	0.00	0.00
(iv)	Disputed Trade Receivables– considered good	0.00	0.00	0.00	0.00	0.00	0.00
(v)	Disputed Trade Receivables – which have significant increase in credit risk	0.00	0.00	0.00	0.00	0.00	0.00
(vi)	Disputed Trade Receivables – credit impaired	0.00	0.00	0.00	0.00	0.00	0.00

**SUMEET INDUSTRIES LTD**

CIN:L45200GJ1988PLC011049

**NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31ST MARCH, 2025****NOTE # 5****Loans**

Particulars	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
<b>Loans to Related Parties</b>		
Non - Current	-	-
Current	-	-
<b>Loans to Others</b>		
Non - Current	1,300.13	1,491.83
Current	-	-
<b>Total</b>	<b>1,300.13</b>	<b>1,491.83</b>

**NOTE # 6****Other Financial Assets**

Particulars	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Security deposits	41.14	35.54
<b>Total</b>	<b>41.14</b>	<b>35.54</b>

**NOTE # 7****Other Current Assets**

Particulars	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Non - Current	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
Current		
Balance with Revenue Authorities	2,158.45	4,049.11
Others	2,032.80	525.91
<b>Total</b>	<b>4,191.25</b>	<b>4,575.02</b>

*All Current Assets both present and future, are hypothicated on Pari Passu basis by Axis Bank, Kotak Bank and HDFC Bank*

**SUMEET INDUSTRIES LTD**

CIN:L45200GJ1988PLC011049

**NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31ST MARCH, 2025****NOTE # 8****Inventories**

<b>Particulars</b>	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Raw Materials	2,720.2093	2,238.89
Work-in-progress	1,578.9000	2,399.31
Finished goods	2,484.4000	1,440.93
Stores, Spares and Consumables	3,768.6082	4,173.21
<b>Total</b>	<b>10,552.12</b>	<b>10,252.34</b>

*Inventories, both present and future, are hypothicated on Pari Passu basis by Axis Bank, Kotak Bank and HDFC Bank*

**NOTE # 9****Cash and cash equivalents**

<b>Particulars</b>	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Balances with Banks		
Current accounts	51.86	15.33
Demand deposits (Fixed deposits/Security against borrowings )	3,987.71	2,093.70
Cash on hand	2.07	1.91
<b>Total</b>	<b>4,041.64</b>	<b>2,110.94</b>

*Cash and Cash equivalents, both present and future, are lien on Pari Passu basis by Axis Bank, Kotak Bank and HDFC Bank*

# SUMEET INDUSTRIES LTD

CIN:L45200GJ1988PLC011049

## NOTE # 10 Share Capital

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
<b>Authorised Capital</b>		
11,50,00,000 Equity shares of Rs. 10/- each. <b>14,50,00,000 Equity Shares Earlier</b>	11,500.00	14,500.00
3,00,00,000 6% Non-convertible Redeemable Preference Shares of Rs. 10/- each <b>3,00,00,000 Preference Shares Earlier</b>	3,000.00	3,000.00
3,00,00,000 Optionally Convertible/Redeemable Preference Shares of Rs. 10/- each <b>0 Preference Shares Earlier</b>	3,000.00	-
<b>Total Authorised Capital</b>	<b>17,500.00</b>	<b>17,500.00</b>
<b>Issued, Subscribed and paid up capital</b>		
10,52,65,136 Equity shares of Rs. 10/- each. <b>10,36,42,389 Equity Shares Earlier</b>	10,526.51	10,364.24
	-	-
2,80,00,000 Optionally Convertible/Redeemable Preference Shares of Rs. 10/- each <b>0 Preference Shares Earlier</b>	2,800.00	-
<b>Total Issued, Subscribed and paid up capital</b>	<b>13,326.51</b>	<b>10,364.24</b>

6% Non-convertible Redeemable Preference Shares issued being redeemable & non- convertible have been classified as financial liability (Unsecured Borrowings) and not equity.

# SUMEET INDUSTRIES LTD

CIN:L45200GJ1988PLC011049

## NOTE # 10 Share Capital

Rs. In Lakhs

Rs. In Lakhs

### (i) Reconciliation of number of shares and share capital

Particulars	As at March 31, 2025		As at March 31, 2024	
	No of shares	Amount in Lakhs	No of shares	Amount in Lakhs
<b><u>Authorised Capital</u></b>				
<b>Number of Equity shares at the beginning</b>	14,50,00,000	14,500.00	14,50,00,000	14,500.00
Add : Increased during the year	-	-	-	-
Less: Reduction during the year	3,00,00,000	3,000.00		
<b>Number of equity shares at the end</b>	<b>11,50,00,000</b>	<b>11,500.00</b>	<b>14,50,00,000</b>	<b>14,500.00</b>
<b>Number of Preference shares at the beginning</b>	3,00,00,000	3,000.00	3,00,00,000	3,000.00
Add : Increased during the year	3,00,00,000	3,000.00	-	-
Less: Reduced during the year	-	-		
<b>Number of Preference shares at the end</b>	<b>6,00,00,000</b>	<b>6,000.00</b>	<b>3,00,00,000</b>	<b>3,000.00</b>
<b>Total Authorised Share Capital at the end</b>	<b>17,50,00,000</b>	<b>17,500.00</b>	<b>17,50,00,000</b>	<b>17,500.00</b>
<b><u>Issued, Subscribed and Paid up</u></b>				
Number of <b>equity shares</b> at the beginning	10,36,42,389	10,364.24	10,36,42,389	10,364.24
Add : Issued during the year	10,00,00,000	10,000.00	-	-
Less: Reduced during the year	9,83,77,253	9,837.73		
<b>Number of shares at the end</b>	<b>10,52,65,136</b>	<b>10,526.51</b>	<b>10,36,42,389</b>	<b>10,364.24</b>
Number of <b>preference shares</b> at the beginning	3,00,00,000	3,000.00	3,00,00,000	3,000.00
Add : Issued during the year	2,80,00,000	2,800.00	-	-
Less: Reduced during the year	3,00,00,000	3,000.00		
<b>Number of shares at the end</b>	<b>2,80,00,000</b>	<b>2,800.00</b>	<b>3,00,00,000</b>	<b>3,000.00</b>

**SUMEET INDUSTRIES LTD**

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**NOTE # 10****Share Capital***Rs. In Lakhs**Rs. In Lakhs***(ii) Terms and rights attached to equity shares.**

The company has only one class of equity shares having face value of Rs. 10 per share. Each holder of equity shares 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. The distribution will be in proportion to the number of equity shares held by the shareholder.

**(iii) Shares held by Shareholder holding more than 5% shares and number of shares held is as follows.**

<b>Particulars</b>	<b>As at March 31,2025</b>	<b>%</b>	<b>As at March 31,2024</b>	<b>%</b>
JPB Fibres	76,10,000	7.23	-	-
Padmini Polytex Private Limited	3,52,50,000	33.49	-	-
Rohan Dipakbhai Modh	2,00,00,000	19.00	-	-
Shankarlal Somani	-	-	55,00,000	5.31
Somani Overseas Private Limited	-	-	1,02,88,855	9.77

# SUMEET INDUSTRIES LTD

CIN:L45200GJ1988PLC011049

## NOTE # 10 Share Capital

Rs. In Lakhs

Rs. In Lakhs

### (iv) Shares held by promoters

Shares held by promoter as at 31/03/2025

Sr. No.	Promoter name	No. of shares	% of total shares	% change during the year
1	RADHESHYAM BHAWARLAL JAJU	25,00,000	2.37	-
2	AMIT GHANSHYAM JAJU	15,00,000	1.42	-
3	ANOOB RADHESHYAM JAJU	10,00,000	0.95	-
4	UMADEVI RADHESHYAM JAJU	10,00,000	0.95	-
5	ANUBHA AMIT JAJU	9,00,000	0.85	-
6	BHAVNA MANISH JAJU	8,00,000	0.76	-
7	MANISH GHANSHYAM JAJU	15,00,000	1.42	-
8	SHAILESH GHANSHYAM JAJU	20,00,000	1.90	-
9	ARTI SHAILESH JAJU	13,00,000	1.23	-
10	SHUBH AMIT JAJU	10,00,000	0.95	-
11	VEDANT MANISH JAJU	10,00,000	0.95	-
12	PRATIK RAJESH JAJU	25,00,000	2.37	-
13	HEMLATA S. BHANDARI	5,00,000	0.47	-
14	SANJAY S. BHANDARI	15,00,000	1.42	-
15	RAGHAV S. BHANDARI	3,50,000	0.33	-
16	KAVITA S. BHANDARI	5,00,000	0.47	-
17	SRIVALLABH S. BHANDARI	20,00,000	1.90	-
18	EAGLE FIBRES LIMITED	50,00,000	4.75	-
19	SUPREME (INDIA ) IMPEX LIMITED	18,50,000	1.76	-
20	JPB FIBRES	76,10,000	7.23	-
21	PREKSHA A JAJU	5,00,000	0.47	-
22	SUDHA RAJESH JAJU	10,00,000	0.95	-
23	Shreya Pratik Jaju	15,00,000	1.42	-
24	PADMINI POLYTEX PRIVATE LIMITED	3,52,50,000	33.49	-
25	ROHAN DIPAKBHAI MODH	2,00,00,000	19.00	-
<b>Total</b>		<b>9,45,60,000.00</b>	<b>89.83</b>	

**SUMEET INDUSTRIES LTD**

CIN:L45200GJ1988PLC011049

**NOTE # 10**

**Share Capital**

*Rs. In Lakhs*

*Rs. In Lakhs*

**Shares held by promoter as at 31/03/2024**

Sr. No.	Promoter name	No. of shares	% of total shares	% change during the year
1	Shankarlal Sitaram Somani	5500000	5.31	-
2	Gangadevi Shankarlal Somani	1500000	1.45	-
3	Sumandevi Somani	299291	0.29	-
4	Manisha Sumeet Somani	625000	0.60	-
5	Sushil Shankarlal Somani	677292	0.65	-
6	Sumeet Shankarlal Somani	2456337	2.37	-
7	Neelam Sushil Somani	737516	0.71	-
<b>Total</b>		<b>11795436</b>	<b>11.38</b>	

**(v) Other details of Equity Shares for a period of five years immediately preceding March 31, 2025:**

Particulars	As at March 31,2025	As at March 31,2024	As at March 31,2023	As at March 31,2022	As at March 31,2021
Aggregate number of share allotted as fully paid up pursuant to contract(s) without payment being received in cash	-	-	-	-	-
Aggregate number of shares allotted as fully paid bonus shares	-	-	-	-	-
Aggregate number of shares bought back	-	-	-	-	-

# SUMEET INDUSTRIES LTD

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## NOTE # 11

### Statement of changes in Equity for the year ended March 31, 2025

#### A. Equity Share Capital

Particulars	Amount in lakhs
<b>As at April 1, 2024</b>	<b>10,364.24</b>
Changes in Equity share capital due to prior period errors	-
Restated balance at the beginning of the current reporting period	-
Changes in equity share capital during the current year	-
<b>As at March 31, 2024</b>	<b>10,364.24</b>
<b>As at April 1, 2024</b>	<b>10,364.24</b>
Changes in Equity share capital due to prior period errors	-
Restated balance at the beginning of the current reporting period	-
Changes in equity share capital during the current year	162.27
<b>As at March 31, 2025</b>	<b>10,526.51</b>

#### B. Other Equity

Particulars	Reserves and surplus							Rs. In Lakhs
	Capital Reserve	Securities premium reserve	General Reserve	Retained earnings	Remeasurement gain / (loss) on defined benefit obligations	Equity instruments through other comprehensive income	Exchange Difference in translating the Financial Statement of a Foreign Operation	Total other equity
<b>Balance as at April 01, 2024</b>	25.00	6,741.20	603.19	-35,468.24	0.22	204.53	-139.25	-28,033.35
Prior period adjustments	-	0.00	-	-0.00		-		-0.00
Provision for taxation								-
<b>Restated balance at the beginning</b>	<b>25.00</b>	<b>6,741.20</b>	<b>603.19</b>	<b>-35,468.24</b>	<b>0.22</b>	<b>204.53</b>		<b>-28,033.35</b>
Other comprehensive income for the year	-	-	-	-	10.78	54.37		65.15
Transfer to general reserve	-		9,837.73	-228.29	-			9,609.44
Transfer from Other Comprehensive Income (Equity Instruments)								-
Transfer from Provision for Taxation (OCI)				-				-
Transfer to retained earnings	-	-	-	23,553.06	-	-		23,553.06
<b>Balance as at March 31, 2025</b>	<b>25.00</b>	<b>6,741.20</b>	<b>10,440.92</b>	<b>-12,143.46</b>	<b>11.00</b>	<b>258.90</b>		<b>5,194.31</b>

**SUMEET INDUSTRIES LTD**

CIN:L45200GJ1988PLC011049

**NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31ST MARCH, 2025****NOTE # 12****Borrowings**

	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
<b>Particulars</b>	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Non - current Borrowings		
Secured		
Term loans from banks	4,683.33	-
Term loans from others	-	-
Unsecured		
Loans and Deposits	2.90	1,124.45
30,000,000 6% Non-convertible Redeemable Preference Shares of Rs. 10/- each	-	3,000.00
<b>Total</b>	<b>4,686.23</b>	<b>4,124.45</b>
Current Borrowings		
Cash Credit facilities	2,075.10	30,333.27
Inland LCs and Current a/c	0.22	1,591.18
Bank Overdraft		6,513.94
<b>Total</b>	<b>2,075.32</b>	<b>38,438.39</b>
Current Maturities of Long Term Borrowings		
Current maturities of long term debt	316.67	5,769.02
Interest accrued but not paid	38.81	677.62
	<b>355.48</b>	<b>6,446.64</b>

**Nature of security :****Primary-**

*Hypothecation charge on reciprocal basis over the entire Current assets including stock & book debts of the borrower, both present and future on Pari Passu basis by Axis Bank, Kotak Bank and HDFC Bank*

*Hypothecation of entire Movable Fixed Assets including plant & machineries etc of the borrower, both present and future on Pari Passu basis by Axis Bank and HDFC Bank*

**Collateral-** *Equitable Mortgage of the following Properties:*

1. Block No. 289/1, 289/1/A, 291 Paiki west side, 291 Paiki, 304 Paiki Plot No. 06 to 08 and 9/A to 9/C and 10, 304 Paiki Plot No. 03

*Situated at Village: Karanj, Tal. Mandvi, Dist: Surat*

*Owner: Sumeet Industries Ltd*

2. Office Building Situated at 504, Trividh Chamber, Opp. Fire Brigade Station, Ring Road, Surat

*Owner: Sumeet Industries Ltd*

3. Plot 9A and Plot 9B, block No. 289, Village Karanj, Taluka Mandvi, Surat

*Owner: Somani Overseas (P) Ltd*

*Ranking: Pari Passu basis by Axis Bank, Kotak Bank and HDFC Bank*

**Guarantee****Personal Guarantors:**

1.Radheshyam Jaju

2.Pratik Jaju

3.Rohan Modh

**Corporate Guarantors:**

1.JPB Fibers

2.Eagle Fibers Pvt Ltd

3.Padmini Polytex Pvt Ltd

**SUMEET INDUSTRIES LTD**  
**Long & Short Term of Borrowing (Term Loans)**

**Terms of repayment of term loans & other loans**  
**F.Y. 2024-25**

Term	Original Amt.	Tenor	Term of Repayment	Month on which last inst. Due	Balance as on 31.03.2025 Rs. In Lakhs		Prevailing Rate of Interest
					Share in Long term	Share in Short term	
Axis Bank Term Loan-74032	2000	60 Month + 12 Month Moratorium Period	Monthly	Oct'30	1,833.33	166.67	9.20%
HDFC Bank Term Loan-70004	3000	60 Month + 12 Month Moratorium Period	Monthly	Dec'30	2,850.00	150.00	9.00%
				<b>TOTAL ₹</b>	<b>4,683.33</b>	<b>316.67</b>	

**F.Y. 2023-24**

Long & Short Term of Borrowings	Original Amount Of Borrowings	Tenor at Inception (in years)	Terms of Repayment	Months in Which Last Installment is Due	Balance as on 31.03.2024 Rs. In Lakhs		Prevailing Interest Rate % Per Annum
					Shown in long Term Borrow	Shown in Short Term Borrow	
ECB Loan 2 (BOB London)	Rs. 50 Crores (10M UDS)	7	Quarterly	-	-	2,977.56	5.36%
Bremer Kredit Bank AG	10441142 Euro	8.5	Half-Yearly	-	-	138.23	2.20%
Term Loan (BOB FDY Winder Loan)	Rs. 29.45 Crores	4	Quarterly	-	-	1,085.00	11.70%
Term Loan (Canara Bank Text)	Rs. 4.12 Crores	6	Monthly	-	-	40.45	13.65%
IDBI Loan (Corporate)	Rs. 25 Crores	4.5	Monthly	-	-	1,527.78	11.90%
				<b>TOTAL ₹</b>	<b>-</b>	<b>5,769.02</b>	

**NOTE # 13****Trade Payables**

Particulars	Rs. In Lakhs	Rs. In Lakhs
	As at March 31,2025	As at March 31,2024
Creditors for Goods	12,290.95	2,300.05
Creditors for Expenses	312.17	1,361.91
Micro ,Small & Medium Enterprises	633.52	1,616.22
<b>Total</b>	<b>13,236.64</b>	<b>5,278.17</b>
Non Current	-	-
Current	13,236.64	5,278.17

**NOTE 13****Trade Payables as at 31/03/25***Rs. In Lakhs*

Sr. No.	Particulars	Outstanding for following periods from due date of payment					
		Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	MSME	459.13	174.39	0.00	0.00	0.00	633.52
(ii)	Others	0.00	12603.12	0.00	0.00	0.00	12603.12
(iii)	Disputed dues – MSME	0.00	0.00	0.00	0.00	0.00	0.00
(iv)	Disputed dues - Others	0.00	0.00	0.00	0.00	0.00	0.00

**Trade Payables as at 31/03/24***Rs. In Lakhs*

Sr. No.	Particulars	Outstanding for following periods from due date of payment					
		Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	MSME	171.51	504.97	939.74	0.00	0.00	1616.22
(ii)	Others	0.00	1152.75	1697.77	805.82	800.91	4457.26
(iii)	Disputed dues – MSME	0.00	0.00	0.00	0.00	0.00	0.00
(iv)	Disputed dues - Others	0.00	0.00	0.00	0.00	0.00	0.00

**SUMEET INDUSTRIES LTD**

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**NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31ST MARCH, 2025****NOTE # 14****Deferred Tax Liabilities**

	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
<b>Particulars</b>	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Opening Balance	2,816.15	3,261.69
Provision for the period	-396.40	-445.55
Closing Balance	<b>2,419.75</b>	<b>2,816.15</b>

**NOTE # 15****Other liabilities**

	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
<b>Particulars</b>	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Non-current		
Security Deposit from Staff	-	0.24
Security Deposit from Others	-	50.00
Provision for employee benefits - Gratuity Payable	418.38	404.70
	418.38	454.94
Current		
Advance from Customers	301.25	0.09
Provision for Expenses	808.16	838.55
Statutory Dues Payable	25.64	27.48
Bidder Margin Money	-	2,000.00
Somani Overseas Pvt. Ltd.	-	0.50
	1,135.05	2,866.62
<b>Total</b>	<b>1,553.43</b>	<b>3,321.56</b>

**SUMEET INDUSTRIES LTD**  
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**NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025**

**NOTE # 16**

**Revenue From Operations**

	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
<b>Particulars</b>	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Sale of Products		
Domestic sales	1,00,337.05	98,449.95
Export		
Export against Bond	-	35.74
	1,00,337.05	98,485.69
<b>Total</b>	<b>1,00,337.05</b>	<b>98,485.69</b>

**NOTE # 17**

**Other Incomes**

	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
<b>Particulars</b>	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Dividend received	0.22	0.22
Discount received	13.98	-
Int. on FDR'S	190.86	47.72
Others - Interest	0.59	27.49
Exchange Diff Income	6.59	4.45
Interest on IT Refund	24.36	3.40
Other Income	0.20	2.04
<b>Total</b>	<b>236.80</b>	<b>85.32</b>

*\*Other Income includes BOB Recovery amount and miscellaneous income*

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**NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025**

**NOTE # 18**

**Cost of Materials Consumed**

	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
<b>Particulars</b>	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
<b>Purchases of Raw Materials and Stores</b>		
Opening stock	2,238.90	2,483.53
Add:Purchase(net)	81,314.52	83,747.28
	83,979.80	86,230.81
Less:Closing Stock	2,720.20	2,238.90
	<b>80,833.22</b>	<b>83,991.91</b>
<b>Direct/Production expenses</b>		
Security Expense	37.74	34.87
Power & Fuel	10,891.14	11,225.47
Freight & Octroi	482.68	54.10
Stores & Spares	843.76	837.57
Factory Expense	37.13	6.12
Repair & Maintenance:Factory Building	3.33	12.48
Repair & Maintenance:Plant&Machinery	89.69	67.73
Packing Expenses	2,561.72	2,380.65
	<b>14,947.20</b>	<b>14,618.99</b>
<b>Total</b>	<b>95,780.42</b>	<b>98,610.90</b>

**NOTE # 19**

**Change in inventories**

	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
<b>Particulars</b>	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Opening Stock	3,840.24	3,621.52
Add:Purchase	-	4.84
Add:Revaluation	-819.00	
Less: Closing Stock	4,063.29	3,840.24
<b>Total</b>	<b>-1,042.05</b>	<b>-213.88</b>

**SUMEET INDUSTRIES LTD**  
CIN:L45200GJ1988PLC011049

**NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025**

**NOTE # 20**

**Employment Benefit Expenses**

<b>Particulars</b>	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Salary	2,712.62	2,592.72
Director Remuneration	5.48	
Gratuity	76.43	64.96
Bonus	152.19	130.06
Provident Fund	39.53	40.65
Leave Encashment	22.41	8.68
ESIC	-	0.01
Staff Welfare expenses		0.02
<b>Total</b>	<b>3,008.66</b>	<b>2,837.10</b>

**NOTE # 21**

**Financial Cost**

<b>Particulars</b>	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Interest paid to Banks	167.29	-
Interest paid to others	82.71	0.09
Bank Charges & Guarantee commission	108.74	1.51
Overseas Bank Charges	-	0.21
<b>Total</b>	<b>358.74</b>	<b>1.81</b>

**SUMEET INDUSTRIES LTD**  
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**NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025**

**NOTE # 22**

**Other Expenses**

	<i>Rs. In Lakhs</i>	<i>Rs. In Lakhs</i>
<b>Particulars</b>	<b>As at March 31,2025</b>	<b>As at March 31,2024</b>
Advertisement & Publicity	1.06	0.54
Auditors Remuneration	10.00	8.00
BIS charges	1.77	6.34
Restructuring Services	72.23	110.62
Brokerage & Overseas Agency Commission	135.03	105.54
Carraige outward	766.89	738.90
Computer and printer expenses	6.93	7.37
Claim & Discount	0.46	-
Depository Charges	3.76	3.81
Director Sitting Fees	8.10	4.80
Electricity Expenses	4.98	-
Insurance Expenses	24.70	20.50
Legal & Professional	241.43	198.71
Membership & Subscriptions	0.10	0.10
Office & General Expenses	26.32	47.78
Postage & Telegram & Telephone	5.14	5.91
Printing & Stationery Expenses	10.46	10.17
Rent, Rates & Taxes	3.77	0.70
Repairs Office Building	2.00	2.00
Repairs Other	-	0.23
Travelling & Conveyance	1.56	0.24
Vehicle Expense	18.04	18.63
Advance Written-Off	13.64	-
<b>Total</b>	<b>1,358.37</b>	<b>1,290.89</b>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**Company Overview and Notes to the Consolidated Financial Statements**

**CORPORATE INFORMATION:**

SUMEET INDUSTRIES LTD. is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956; now referred as Companies Act, 2013. The address of its registered office is SUMEET INDUSTRIES LIMITED, 504, Trividh Chamber, Opp. Fire Station, Ring Road, Surat 395002, Gujarat, India. The Holding Company has its primary listings on the Bombay Stock Exchange (BSE) Limited and National Stock Exchange (NSE) of India Limited.

The Holding Company is engaged in the business of manufacturing and exporting Polyester Yarn (POY and FDY), Polyester Chips and Texturizing Yarn. The company caters to both domestic and international markets.

**23. SIGNIFICANT ACCOUNTING POLICIES**

The significant accounting policies applied by the Company in the preparation of its consolidated financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these consolidated financial statements.

**(A) BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS:**

**(i) Compliance with Ind AS**

The Consolidated Financial Statements are prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, the provisions of the Companies Act, 2013 (“the Companies Act”) as applicable and guidelines issued by the Securities and Exchange Board of India (“SEBI”).

The accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

**(ii) Historical cost convention**

These consolidated financial statements have been prepared on a historical cost convention basis, except for the following material items which have been measured at fair value as required by relevant Ind AS;

- The defined benefit asset (liability) is as the present value of defined benefit obligation less fair value of plan assets and
- Financial instruments classified as fair value through other comprehensive income.

**(iii) Current and non-current classification**

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- 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 current when:

- 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.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. Based on the nature of products / services and time between acquisition of assets for processing / rendering of services and their realization in cash and cash equivalents, operating cycle is less than 12 months. However, for the purpose of current/non-current classification of assets & liabilities period of 12 months has been considered as normal operating cycle.

**(iv) Rounding of amounts**

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III except number of shares and per share data, unless otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

**(v) Use of estimates and judgment**

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the consolidated financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements.

In particular, information about significant areas of estimation, uncertainty and critical judgment in applying accounting policies that have the most significant effect on the amounts recognized in consolidated financial statements are included in the following notes:

- Useful lives of Property, plant and equipment
- Measurement of defined benefit obligations
- Provision for inventories
- Measurement and likelihood of occurrence of provisions and contingencies
- Deferred taxes

**(B) Inventories: [Ind AS 2]**

**Inventories are assets:**

- Held for sale in the ordinary course of business
- In the process of production for such sale
- In the form of materials or supplies to be consumed in the production process or in the rendering of services.

**Measurement of Inventory**

Inventories consist of raw materials, stores & spares, work-in-progress, finished goods, Stock-in-trade are stated 'at lower of cost and net realizable value' except for raw materials which is valued at cost.

**Cost of Inventories**

Cost comprises of all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formulae/ method for valuation used is 'Weighted Average cost'. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

**Net Realisable Value**

Net realisable value (NRV) is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Estimate of net realisable value must be based on the most reliable evidence available and take into account fluctuations of price or cost after the end of the period, if this is evidence of conditions existing at the end of the period.

The Cost and net realisable value has been compared for each separately identifiable item of inventory, or group of similar inventories, rather than for inventory in total.

**(C) Cash flow statement [Ind AS 7]**

Cash flows are reported using the Indirect Method, as set out in Ind AS 7 'Statement of Cash Flow', whereby profit for the year is adjusted for the effects of transaction of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**(D) Income Taxes (Ind AS 12)**

Tax expenses for the period, comprising current and deferred income tax. Income tax expense is recognized in net profit in the Consolidated Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income.

Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Provision for current tax is made based on tax liability computed after considering tax allowances and exemptions in accordance with the provisions of the Income Tax Act, 1961.

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

A deferred tax liability is recognized based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted, or substantively enacted, by the end of the reporting period.

A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Tax expense/(credit) recognized in the Consolidated Statement of Profit and Loss for the year ended 31.03.2025:

Sr. No.	Description	Amount (In Lakhs.)	Amount (In Lakhs.)
1.	Difference in closing Balance of Depreciations		
	Depreciation as Per Companies Act	2,078.64	
	Depreciation as per Income Tax Act	(891.24)	
		1,187.39	
	Deferred Tax (Assets)/Liability at 33.384%		(396.39)

Sr. No.	Particulars	Amount (In Lakhs.)
1.	Opening Balance of (DTA) / DTL	2,816.14
2.	Deferred Tax (Assets) / Liabilities of the period	(396.39)
3.	Closing Balance of (DTA) / DTL	2,419.74

**(E) Property, Plant and Equipment (PPE): [Ind AS 16]**

**Recognition and Measurement**

Items of Property, plant and equipment acquired or constructed are initially recognized at historical cost net of recoverable taxes, duties, trade discounts and rebates, less accumulated depreciation and impairment loss, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the Management.

The historical cost of Property, plant and equipment comprises of its

- purchase price including import duties and non-refundable purchase taxes,
- borrowing costs directly attributable to the qualifying asset in accordance with accounting policy on borrowing cost,
- the cost of dismantling, removing the item and restoring the site on which it is located and
- Adjustment arising for exchange rate variations attributable to the assets, including any cost directly attributable to bringing the assets to their working condition for their intended use.

**Subsequent Expenditure**

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Consolidated Statement of Profit and Loss during the reporting period in which they are incurred.

Advances paid towards the acquisition of PPE outstanding at each Balance Sheet date is classified as capital advances under 'Other non-current assets' and cost of assets not put to use before such date are disclosed under 'Capital work-in progress'. The Group identifies and determines cost of each component of the plant and equipment separately, if the component/part has a cost which is significant to the total cost of the plant and equipment and has useful lives that is materially different from that of the remaining plant and equipment.

Machinery spares which meet the criteria of PPE is capitalised and depreciated over the useful life of the respective asset.

**Depreciation methods, estimated useful lives and residual values**

Depreciation is provided on written down value method based on the respective estimate of useful lives.

Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Management believes that useful lives of assets are same as those prescribed in Schedule II to the Act.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

Useful life considered for calculation of depreciation for various assets class are as follows:-

Asset Class	Useful Life
Building	30 years
Road Development	10 Years
Plant & Machinery	15 Years
Furniture, Fixture	10 Years
Computers	3 Years
Office Equipment's	5 Years
Vehicle	10 Years

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end, taking into account commercial and technological obsolescence as well as normal wear and tear and adjusted prospectively, if appropriate.

**Disposal**

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in Consolidated Statement of Profit and Loss. The carrying amount of any component accounted for as a separate asset is derecognised when replaced.

**(F) Employee Benefits: [Ind AS 19]**

**Short-term employee benefits**

These are liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related employee service. The undiscounted amount of short-term employee benefits expected to be paid in exchange for that service is recognised as a liability (accrued expense), after deducting any amount already paid. If the amount already paid exceeds the undiscounted amount of the benefits, an entity shall recognise that excess as an asset (prepaid expense). Or else recognised as an expense, unless another Standard requires or permits the inclusion of the benefits in the cost of an asset.

**Post-employment obligations**

The Holding Company operates the following post-employment schemes:

- (a) defined benefit plans such as gratuity and pension; and
- (b) defined contribution plans such as provident fund etc.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**(a) Defined Benefit Plans**

In accordance with the Payment of Gratuity Act, 1972, applicable for Indian companies, the Holding Company provides for a lump sum payment to eligible employees, at retirement or termination of employment based on the last drawn salary and years of employment with the Holding Company. The Holding Company's obligation in respect of the gratuity plan, which is a defined benefit plan, is provided for based on actuarial valuation using the projected unit credit method. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income.

**(b) Defined contribution plans**

Contributions to defined contribution schemes such as employees' state insurance, provident fund, labour welfare fund etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. The Holding Company is a member of recognized Provident Fund scheme established under The Provident Fund & Miscellaneous Act, 1952 by the Government of India. The contribution paid or payable under the scheme is recognized during the period under which the employee renders the related services. The above benefits are classified as Defined Contribution Schemes as the Holding Company has no further defined obligations beyond the monthly contributions. Thus, the amount of the post-employment benefits received by the employee is determined by the amount of contributions paid by an entity (and perhaps also the employee) to a post-employment benefit plan or to an insurance company, together with investment returns arising from the contributions; and actuarial risk and investment risk falls on the employee.

**Other Employee Benefits**

Other employee benefit obligations are measured on an undiscounted basis and are recorded as expense as the related service is provided.

**Defined Benefit Plan - Gratuity**

The Holding Company has a defined benefit gratuity plan in India (unfunded). The Holding company's defined benefit gratuity plan is a final salary plan for employees. Gratuity is paid from Holding company as and when it becomes due and is paid as per Holding company scheme for Gratuity.

The Holding Company's obligation in respect of the gratuity plan is provided for based on actuarial valuation using the projected unit credit method. The Holding Company recognizes actuarial gains and losses immediately in other comprehensive income, net of taxes. Gratuity is applicable only to employees drawing a salary in Indian rupees and there are no other foreign defined benefit gratuity plans.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**Amount for the year ended March 31, 2025 and March 31, 2024 recognized in the Consolidated Statement of Profit and loss under employee benefit expense:**

	<b>Year ended</b>	
	<b>March 31, 2025</b>	<b>March 31, 2023</b>
Current service cost	47,20,754	41,66,620
Net interest on net defined benefit liability/(asset)	29,21,900	23,29,533
<b>Net gratuity cost/(benefit)</b>	<b>76,42,654</b>	<b>64,96,153</b>

**Amount for the year ended March 31, 2025 and March 31, 2024 recognized in the statement of Other Comprehensive Income:**

<b>Re-measurements of the net defined benefit liability / (asset)</b>	<b>Year ended</b>	
	<b>March 31, 2025</b>	<b>March 31, 2024</b>
Actuarial (gains) / losses - Net of taxes	(10,77,728)	29,12,943
	<b>(10,77,728)</b>	<b>29,12,943</b>

The principal assumptions used for the purpose of actuarial valuation are as follows:

	<b>Year ended</b>	
	<b>March 31, 2025</b>	<b>March 31, 2024</b>
Discount rate	6.81%	7.22%
Expected return on plan assets	N.A	N.A
Expected rate of salary increase	8.00%	8.00%
<u>Rate of employee turnover</u>		
For service 4 years and below	12.00%	12.00%
For service 5 years and above	3.00%	3.00%
Mortality rate during employment	Indian Assured Lives Mortality (2012-14) (Urban)	Indian Assured Lives Mortality (2012-14) (Urban)
Mortality rate after employment	N.A	N.A

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

Change in present value of defined benefit obligation is summarized below:

	<b>Year ended</b>	
	<b>March 31, 2025</b>	<b>March 31, 2024</b>
<b>Present value of Defined Benefit Obligation at the beginning of the period</b>	4,04,69,536	3,10,60,440
Current service cost	47,20,754	41,66,620
Past service cost	-	-
Interest cost	29,21,900	23,29,533
Liability transferred In/Acquisitions	-	-
(Liability transferred Out/Divestments)	-	-
(Gains)/Losses on curtailment	-	-
(Liabilities extinguished on settlement)	-	-
(Benefits paid directly by the employer)	(51,96,723)	(10,07,987)
(Benefits paid from the fund)	-	-
The effect of changes in foreign exchange rates	-	-
Actuarial loss/(gain) arising from financial assumptions	19,50,285	12,47,210
Actuarial loss/(gain) arising from demographic assumptions	-	-
Actuarial loss/(gain) arising from experience assumptions	(30,28,013)	26,73,720
<b>Present value of Defined Benefit Obligation at the end of the period</b>	<b>4,18,37,739</b>	<b>4,04,69,536</b>

Amount Recognized in the Consolidated Balance Sheet:

	<b>As at</b>	
	<b>March 31, 2025</b>	<b>March 31, 2024</b>
(Present Value of Benefit Obligation at the end of the Period)	(4,18,37,739)	(4,04,69,536)
Fair Value of Plan Assets at the end of the Period	-	-
Funded Status (Surplus/ (Deficit))	(4,18,37,739)	(4,04,69,536)
<b>Net (Liability)/Asset Recognized in the Balance Sheet</b>	<b>(4,18,37,739)</b>	<b>(4,04,69,536)</b>

**Maturity Analysis of the Benefit Payments: From the Employer**

	<b>As at</b>	
	<b>March 31, 2025 (Amt in ₹)</b>	<b>March 31, 2024 (Amt in ₹)</b>
<b>Projected Benefits Payable in Future Years from the Date of Reporting</b>		
1st Following Year	29,96,048	25,12,763
2nd Following Year	15,48,739	20,26,423
3rd Following Year	16,31,153	24,35,931
4th Following Year	20,40,544	18,41,197
5th Following Year	13,30,606	25,18,438
Sum of Years 6 To 10	1,39,64,084	1,43,34,089
Sum of Years 11 and above	9,02,88,996	8,87,99,534

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

Maturity Analysis of Benefit Payments is undiscounted cashflows considering future salary, attrition & death in respective year for members as mentioned above.

**Sensitivity Analysis**

	As at	
	March 31, 2025 (Amt in ₹)	March 31, 2024 (Amt in ₹)
Projected Benefit Obligation on Current Assumptions	4,18,37,739	4,04,69,536
Delta Effect of +1% Change in Rate of Discounting	(45,16,036)	(41,83,672)
Delta Effect of -1% Change in Rate of Discounting	54,23,793	50,11,743
Delta Effect of +1% Change in Rate of Salary Increase	53,04,499	49,22,206
Delta Effect of -1% Change in Rate of Salary Increase	(45,08,715)	(41,91,538)
Delta Effect of +1% Change in Rate of Employee Turnover	(5,88,772)	(3,81,485)
Delta Effect of -1% Change in Rate of Employee Turnover	6,69,056	4,31,298

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the defined benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

**Risks associated with defined benefit plan**

**Gratuity is a defined benefit plan and Holding company is exposed to the Following Risks:**

Interest rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in salary of the members more than assumed level will increase the plan's liability.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Company has to manage pay- out based on pay as you go basis from own funds.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

**(G) Foreign Currency: [Ind AS 21]**

**Functional and presentation currency**

The financial statements are presented in Indian Rupees (INR), which is the company's functional and presentation currency.

**Foreign currency transactions**

- Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Realised gains and losses on settlement of foreign currency transactions are recognised in the Consolidated Statement of Profit and Loss.
- Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Consolidated Statement of Profit and Loss.
- Non-monetary items, which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of transaction.
- Exchange difference arising on settlement of monetary items or reporting monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expense in the year in which they arise.

**The Effects of Changes in Foreign Exchange Rates [Ind AS 21]**

The results and financial position of an entity whose functional currency is not the currency of a hyperinflationary economy shall be translated into a different presentation currency using the following procedures:

- I. Assets and liabilities for each balance sheet presented [i.e. including comparatives] shall be translated at the closing rate at the date of that balance sheet;
- II. Income and expenses for each statement of profit and loss presented [i.e. including comparatives] shall be translated at exchange rates at the dates of the transactions; and
- III. All resulting exchange differences shall be recognised in other comprehensive income.

**(H) Finance Cost: [Ind AS 23]**

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of such asset. A Qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

Interest income earned on the temporary investment of specific borrowing pending their expenditure on qualifying asset is deducted from the borrowing cost eligible for capitalization. All Other borrowing costs are charged to statement of profit and loss for the period in which they are incurred.

**(I) Related parties [Ind AS 24]**

As per Ind AS-24 issued by the Institute of chartered Accountants of India, the company's related parties are disclosed below:

**Key Management  
Personnel**

Radheshyam Jaju	<i>w.e.f August 5, 2024</i>
Pratik Jaju	<i>w.e.f August 5, 2024</i>
Rohan Modh	<i>w.e.f January 1, 2025</i>
Ankita Shah	<i>w.e.f September 2, 2024</i>
Saurav Dugar	
Prachi Gandhi	<i>w.e.f January 1, 2025</i>
Shankarlal Somani	<i>up to August 8, 2024</i>
Sumeet Somani	<i>up to August 8, 2024</i>
Zeel Modi	<i>up to September 2, 2024</i>
Anil Kumar Jain	
Abhishek Prasad	

**Relatives of Key  
Management  
Personnel**

Ganga Devi Somani

**Enterprises owned  
by Key Management  
Personnel/Directors  
or their relatives**

Padmini Polytex Private Limited	
JBP Fibres	
Eagle Synthetics Private Limited	
Eagle Fibres Limited	
Eagle Fashion Private Limited	
Eagle Yarns Private Limited	
Eagle Sizers Private Limited	
Somani Overseas Private Limited	<i>up to August 8, 2024</i>
Garuda Yarns Private Limited	
CNM Securities Private Limited	

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025**

**Related Party Transactions**

**(Amount in Lakhs.)**

Nature of Transaction	Key Management Personnel		Relatives of Key Management Personnel		Enterprises owned by Key Management Personnel/Directors or their relatives	
	Year ended 31.03.2025	Year ended 31.03.2024	Year ended 31.03.2025	Year ended 31.03.2024	Year ended 31.03.2025	Year ended 31.03.2024
<b>Transactions during the year</b>						
Purchase of goods & services	-				31485.37	
Sale of goods	-				9716.38	
Remuneration / salary	11.79	31.54	-		-	
Loan recovered		1.65	-			
Loan Taken	-		-		2216.28	
Loan re-paid	-		-		2142.30	
Interest on Unsecured Loan	-				82.20	
Insolvency effect	1.17		5.61		-	
Proceeds Recd. from Allotment of Equity Shares	2500.00		-		4786.00	
<b>Balance Outstanding as at Balance Sheet date</b>						
Loans & Advances	1.10	2.31				
Unsecured loan				16.13		
Advance from customers					301.25	
Trade Receivables					141.31	
Trade Payables				5.61	0.81	
Advance to suppliers					218.80	
Employee benefits Payable	3.97	3.54				

\*Transactions with related parties are entered on arm's length price. The Purchases are inclusive of GST Amount

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**(J) Earnings Per Share: [Ind AS 33]**

Basic and Diluted earnings/(loss) per share are calculated by dividing the net profit / (loss) for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average numbers of equity shares outstanding during the period are adjusted for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the board of directors.

**Calculation of EPS as appearing in Consolidated Statement of Profit and Loss Account:**

(Amount in Lakhs.)

<b>Sr. No.</b>	<b>Particulars</b>	<b>Current Period</b>	<b>Previous Year</b>
(i)	Net profit/(loss) as per Profit & Loss A/c* (Rs. In Lakhs)	17,026.10	(5,901.15)
(ii)	Net Profit/(loss) adjusted from reserves		
(iii)	Net Profit Attributable to ordinary Shareholders[(i)+(ii)]	17,026.10	(5,901.15)
(ii)	Weighted average number of shares for Basic Earnings per share	10,52,65,136	10,36,42,389
(iii)	Weighted average number of shares for Diluted Earnings per share	13,32,65,136	10,36,42,389
(iv)	Nominal value per share	10	10
(v)	Basic earnings per share (Rs.)	16.17	(5.69)
(vi)	Diluted earnings per share (Rs.)	12.78	(5.69)

\*The fair value of cash and cash equivalents, trade receivables, borrowings, trade payables, other current financial assets and liabilities approximate their carrying amount largely due to the short-term nature of these instruments. The Company's long-term debt and investment in fixed deposit have been contracted at market rates of interest. Accordingly, the carrying value of such instruments approximates their fair value.

**(K) Provisions and Contingent Liabilities: [Ind AS 37]**

A provision is recognised when the company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimates required to settle the obligation at the balance sheet date.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably.

**Contingent Liabilities of Holding Company:**

The details of outstanding demands of Goods & Service Tax and Tax Deducted at Source, based on records available on the GST and Traces portal, are summarized in the table below. However, the same is not treated as contingent liability considering the company had filed proceedings under the Insolvency and Bankruptcy Code, 2016 and the order of National Company Law Appellate Tribunal (NCLAT) dated 05/04/2024 approved the resolution plan. The resolution plan provides that *“After the payment of the dues to the creditors, as per the resolution plan, all the liabilities/claims of the said stakeholders shall stand extinguished and other claims including Government/Statutory Authority, whether lodged during CIRP or not, shall stand extinguished after approval of the resolution plan.”*

Name of the Statute	Nature of Dues	Period to which the amount relates	Amount (in Lakhs)
Goods and Services Tax Act, 2017	Goods & Service Tax	2017-18	408.28
Goods and Services Tax Act, 2017	Goods & Service Tax	2018-19	6.38
Goods and Services Tax Act, 2017	Goods & Service Tax	2019-20	7.35
Income Tax Act, 1961	Tax Deducted at Source	2010-11	0.01
Income Tax Act, 1961	Tax Deducted at Source	2023-24	0.01

**(L) Intangible assets (Excluding Goodwill): [Ind AS 38]**

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

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortization/depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

**(M) Segment reporting: [Ind AS 108]**

Ind AS 108 establishes standards for the way public business enterprises report information about operating segments and related disclosures about product, services, geographic areas, and major customers.

**Operating segment**

Operating segments are defined as components of a company for which discrete financial information is available that is evaluated regularly by Chief Operating Decision Maker ("CODM"), in deciding how to allocate resources and assessing performance. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The operations of the company are limited to **one segment** viz. Yarn manufacturing.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**Geographical revenue** is allocated based on the location of the customer. Information regarding geographical revenue is as follows:

(Amount in Lakhs)

Sr. No.	Particulars	31-03-2025	31-03-2024
(i)	India	100323.36	100456.36
(ii)	Rest of the world	0.00	35.74

**Significant Clients**

Following customers represented 10% or more of the Company's total revenue during the year ended March 31, 2025 and March 31, 2024.

(Amount in Lakhs)

Sr. No.	Name of Customer	31-03-2025	31-03-2024
(i)	Pallas Fincap Private Limited	0	31,843.21/-
(ii)	Aadhudev Polytex Private Limited.	37,618.87/-	37,499.16/-
(iii)	Tirupati Textile Co	30,194.89/-	31,052.57/-
(iv)	Eagle Fashions Pvt Ltd	0	2.12/-

**(N) Financial instruments: [Ind AS 109]**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**Financial assets:**

**Classification**

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
- those measured at amortized cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

**Initial recognition and measurement**

Financial assets are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit and Loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through Profit and Loss are expensed in the Statement of Profit and Loss.

**Subsequent measurement**

After initial recognition, financial assets are measured at:

- fair value (either through other comprehensive income or through Profit and Loss), or
- amortized cost.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**Amortised cost:**

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost is recognized in the Statement of Profit and Loss when the asset is derecognized or impaired. Interest income from these financial assets are included in other income using the effective interest rate method.

**Fair Value through Other Comprehensive Income (FVOCI):**

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the Statement of Profit and Loss. When the financial asset is derecognized, the cumulative gain or loss previously recognised in OCI is reclassified from equity to Statement of Profit and Loss and recognized in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

**Fair Value through Profit and Loss (FVTPL):**

Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at FVTPL is recognised in Statement of Profit and Loss in the period in which it arises. Interest income from these financial assets is recognised in the Statement of Profit and Loss.

**Equity instruments**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVTOCI or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the company changes its business model for managing financial assets.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in Other Comprehensive Income (OCI). There is no recycling of the amounts from OCI to Consolidated Statement of Profit and Loss, even on sale of such investments.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Consolidated Statement of Profit and Loss.

**Debt instruments**

Debt instruments are subsequently measured at amortized cost on the basis of :

- (i) the entity's business model for managing the financial assets and
- (ii) the contractual cash flow characteristics of the financial asset.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**De-recognition**

A financial asset shall be derecognized only when:

- (a) the contractual rights to the cash flows from the financial asset expire, or
- (b) it transfers the financial asset and the transfer qualifies for derecognition.
- (c) On de-recognition of a financial asset, the difference between:
  - a. the carrying amount (measured at date of derecognition); and
  - b. the consideration received shall be recognized in the Consolidated Statement of Profit and Loss.

**Note:** On de recognition of Investments, the cumulative balance of OCI account related to those investments is been transferred to OCI Reserve.

The fair value of investments as on 31.03.2025 and 31.03.2024 are as follows: **(Amount in Lakhs.)**

<b>Particulars</b>	<b>Fair Value as on 31.03.2025</b>	<b>Fair Value as on 31.03.2024</b>
<b>Investment</b>		
<b>Quoted:</b>		
Stampede Capital Ltd.	0.67	1.39
Tata Steel Ltd.	3.46	3.49
Questfin Ltd.*	0.09	0.09
Zylog Systems Ltd.	0.09	0.09
Garware Hi-tech Films Ltd.	55.11	
<b>Unquoted:</b>		
Inherent Computers Pvt Ltd	0.60	0.60
<b>Mutual Fund:</b>		
Baroda Treasury Advantage Fund	0.29	0.27

The fair values of the investments are adjusted as per closing rate quoted in active market through Other Comprehensive Income based on the assessment of the management. Further, investment in Unquoted shares are assessed at cost.

In regards to the market Value of Questfin Ltd. and Zylog Systems Ltd, the management is not receiving any communication from the company and hence the value has been recorded at cost due to lack of data from the party.

During the year, the management identified, based on company records, that 1,400 equity shares of Garware Hi-Tech Films Limited are held in physical form, though the original certificates are currently untraceable. The Company has initiated the process of reclaiming ownership. A dividend of Rs. 14,000/- was received during the year, confirming continued ownership. Accordingly, the investment has been recognized at fair market value as on 31st March 2025 and classified as FVTOCI in accordance with Ind AS 109. The corresponding unrealized gain has been routed through Other Comprehensive Income and presented under equity as FVTOCI.

**Financial liabilities:**

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate., in the case of a financial liability not at FVTPL, transaction costs that are directly attributable to the issue/origination of the financial liability.

Preference Shares being redeemable at fixed date and having right of cumulative dividend are considered as financial liability.

**Subsequent measurement**

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in statement of profit and loss.

Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in the Consolidated Statement of Profit and Loss. Any gain or loss on de-recognition is also recognized in the Consolidated Statement of Profit and Loss.

**De-recognition**

A financial liability is derecognized when the obligation specified in the contract is discharged, cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the consolidated statement of profit or loss.

**Offsetting of financial instruments:**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**(O) Consolidated Financial Statements: [Ind AS 110]**

Consolidated financial statements are the financial statements of a group in which the assets, liabilities, equity, income, expenses and cash flows of the parent and its subsidiaries are presented as those of a single economic entity.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

In its consolidated financial statements, an entity shall:

- I. Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries.
- II. Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary [Ind AS 103 explains how to account for any related goodwill].

Eliminate in full intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group [profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full]. Ind AS 12, Income Taxes, applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements shall be in the form specified in Schedule III to the Act and comply with Accounting Standards or Indian Accounting Standards as applicable. Provided that the items contained in the financial statements shall be prepared in accordance with the definitions and other requirements specified in the Accounting Standards or the Indian Accounting Standards, as the case may be."

**(P) Fair value measurement [Ind AS 113]**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

- Level 1 - Quoted (unadjusted) prices in active market for identical assets or liabilities. Investments in Quoted Shares are valued as per quoted price in active market.
- Level 2 – (Inputs other than quoted prices included in Level 1) Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

For financial assets and liabilities maturing within one year from the Balance Sheet date and which are not carried at fair value, the carrying amount approximates fair value due to the short maturity of these instruments.

**(Q) Revenue from Contracts with Customers: [Ind AS 115]**

- Revenue from contract with customer is recognized when control of Goods or services are transferred to the buyer as per the terms of the contract; the entity retains neither continuing managerial involvement nor effective control over the goods sold; the amount of revenue can be measured reliably; it is probable that the economic benefits associated with the transaction will flow to the entity; and the costs incurred or to be incurred in respect of the transaction can be measured reliably.
- Revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sales.
- Export sales are accounted when the goods have left the premises or when the goods are received by the customers and incoterms are fulfilled at the exchange rate prevailing on the date of invoice. These are net of commission and do not include freight wherever applicable as per the terms of the sales contract.
- Dividend income is recognized when the right to receive the dividend is established by the reporting date, which is generally when shareholders approve the dividend.
- Interest income is recognized using the effective interest method (EIR) and accounted on accrual basis. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of a financial liability or a financial asset to their gross carrying amount.

**(R) Cash and cash equivalents:**

For the purpose of presentation in the Consolidated Statement of Cash Flows, Cash and Cash Equivalents includes Cash on hand, balance with banks and demand deposits with banks and other short term highly liquid investments that are readily convertible into cash and which are subject to an insignificant risk of changes in value.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025**

**24. Ratios for current and previous year**

Particulars		31/03/2025	31/03/2024	Change	Reasons for change by more than 25%
Current Ratio	Current asset	1.62	0.47	230%	Current Ratio has been increased due to decrease in current liability as compared to previous year
	Current liabilities				
Debt Equity Ratio	Current borrowings(Including Current maturities of long term debts)+Non-current borrowings	0.38	-2.77	-115%	Debt Equity Ratio has been increased due to increase in equity & decrease in borrowings as compared to previous year.
	Total Equity				
Debt Service Coverage Ratio	Net Profit after Tax but before Interest, Depreciation & Amortization	2.58	-0.07	-3537%	Debt Service Coverage Ratio has been increased due to implementation of resolution plan under IBC.
	Interest + Total Installments				
Return on Equity Ratio	Profit after Tax	0.92	0.33	174%	Return on equity ratio has been increased due to implementation of resolution plan under IBC.
	Total Equity				
Inventory Turnover	Cost of Goods sold	9.21	9.60	-4.05%	Not Applicable
	Average inventory				
Trade Receivables turnover ratio	Net Credit Sale	12.09	10.54	15%	Not Applicable
	Average Trade Receivable				
Trade payables turnover ratio	Net Credit Purchases for Goods	11.20	41.84	-73%	Trade Payable turnover ratio has been decreased due to implementation of resolution plan under IBC.
	Average Accounts Payable for Goods				
Net capital turnover ratio	Revenue from Operation	9.67	-3.53	-399%	Net Capital Turnover ratio has been increased due to increase in revenue from operations
	Working Capital				
Net profit ratio	Profit After Tax	0.1693	-0.0599	-368%	Net profit ratio has been increased due to implementation of resolution plan under IBC.
	Total Revenue				
Return on Capital employed	EBIT	0.79	0.47	75%	Return on Capital Employed has been increased due to increase in capital employees.
	Capital Employed				
Return on investment	Profit after Tax	0.92	0.33	174%	Return on investment has been increased due to implementation of resolution plan under IBC.
	Total Equity				

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

**25. Corporate Insolvency Resolution Process (CIRP) of the Holding Company**

The Holding Company was under Corporate Insolvency Resolution Process (CIRP) during the preceding financial period in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016. The NLCAT vide order dated 30.05.2024 for the appeal no. Company Appeal (AT) (Insolvency) No. 922 of 2024 [Arising out of order dated 05.04.2024 passed by the Adjudicating Authority (National Company Law Tribunal, Ahmedabad Bench, Court – II), in I.A. No. 1394 of 2023 in C.P. (IB) No.38 of 2020] accepted the resolution plan submitted by the SRA. For the implementation of the approved Resolution Plan and in compliance with applicable Ind AS, the following accounting treatments have been made during the current financial year:

i) Non-realisation from Debtors – Quantity Discounts

Amounts under-recovered from trade receivables, arising during the CIRP period and not claimed by the Company as part of the insolvency process, have been recognised as quantity discounts. In accordance with Ind AS 115, these amounts have been reflected as a reduction in revenue in the Statement of Profit and Loss.

ii) Write-off of Obsolete Inventory

Inventories pertaining to the period prior to CIRP commencement and identified as obsolete during the valuation exercise under the Resolution Plan have been written off in the Statement of Profit and Loss. This treatment is in line with the requirements of Ind AS 2 – Inventories, which mandates valuation at the lower of cost and net realisable value.

iii) Write-off of Related Party Unsecured Loans

As per the Resolution Plan, no settlement amount is payable to related parties or entities connected with the erstwhile promoter group. Consequently, unsecured loans from:

Somani Overseas Pvt. Ltd. – Rs. 1,105.91 Lakhs/-

Ganga Devi Somani – Rs. 1,613.22 Lakhs/-

have been derecognised and credited to the Statement of Profit and Loss under “Other Income.”

In accordance with Ind AS 109, the extinguishment of these liabilities has been accounted as a gain, and the same is considered taxable as business income.

iv) Corporate Guarantee Claims – Not Admitted

Claims filed by lenders in respect of corporate guarantees given on behalf of related parties (viz. Sitaram Prints Pvt. Ltd. and Somani Overseas Pvt. Ltd.) were not admitted under the CIRP. As per Ind AS 109 and Ind AS 37, no liability has been recorded, and the extinguishment of potential obligations has not resulted in any accounting impact.

v) Extinguishment of NCRPS

Non-Convertible Redeemable Preference Shares (NCRPS) were extinguished under the approved Resolution Plan without any payout to the holders. As these instruments were classified as financial liabilities, the Company has derecognised the same in accordance with Ind AS 109, and the resulting gain has been recognised in the Statement of Profit and Loss.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

vi) Capital Reduction and Reorganisation

As part of the capital restructuring:

- a. The equity share capital held in demat form was reduced in the ratio of 4 shares for every 77 shares.
- b. Total no. of equity shares post reduction is 52,65,136.
- c. Physical shares (22,88,515) were cancelled as per the Resolution Plan.
- d. New capital of Rs. 1,000.00 Lakhs was introduced by the Successful Resolution Applicant (SRA) for 1,00,00,000 equity shares, resulting in total post-resolution number of equity shares of 10,52,65,136.
- e. The condition of maintaining minimum 5% shareholding by existing public shareholders has been complied with.
- f. The reduction of equity share capital does not involve return of funds to shareholders and has been accounted by adjusting against general reserves. No Capital Redemption Reserve (CRR) has been created, in line with Ind AS 32.

vii) Settlement and Write-off of Financial Liabilities-

Financial liabilities were settled through a mix of cash, preference shares, and pre-CIRP cash balances. Gains arising from settlement and remaining write-offs were recognised through the Realisation Account in accordance with Ind AS 109.

viii) Accounting for Operational Creditors and Pre-CIRP Items

Claims of operational creditors not previously recorded have been recognised through a Claim Account and paid as per the Resolution Plan. The unpaid portion and non-recoverable pre-CIRP receivables/payables have been written off through the Realisation Account, in line with Ind AS 109.

ix) Impairment of Investment in Subsidiary

Based on the CIRP valuation report, impairment loss has been recognised against investment in a subsidiary as the fair value was NIL, in accordance with Ind AS 36

**26. Trade Payables -Total outstanding dues of Micro & Small Enterprises:**

<b>(Amount in Lakhs)</b>			
<b>Sr. No.</b>	<b>Particulars</b>	<b>As at 31.03.2025</b>	<b>As at 31.03.2024</b>
1	Principal & Interest amount remaining unpaid and due as at year end:		
	(A) Principal Amount	106.27	179.79
	(B) Interest Amount	Nil	Nil
2	Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	Nil	Nil
3	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 Micro, Small and Medium Enterprises Development Act, 2006	Nil	Nil
4	Interest accrued and remaining unpaid as at year end	Nil	Nil

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

5	Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise	Nil	Nil
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27. The Interest payable as per section 16 of MSMED Act 2006 has not been ascertained and not provided for by the company.

(Amount in Lakhs)

**28. Payment to Auditors:**

Sr. No.	Particulars	Current Period	Previous Year
(a)	Statutory Auditors:		
	(i) Audit Fees	8.50	6.50
	(ii) Tax Audit Fees	1.50	1.00
(b)	Cost Audit	0.40	0.40
(c)	Internal Audit	3.00	4.00

29. As at the reporting date, the Company has an unclaimed public deposit of ₹2.90 lakhs in IDBI Bank disclosed under Other Financial Liabilities. An equivalent amount has been placed in a fixed deposit in IDBI Bank and recognised under Other Financial Assets. Interest accrued pertaining to previous financial years of ₹2.15 lakhs has been recognised as both Interest Receivable and Interest Payable in accordance with Ind AS 1 and Ind AS 109. The amounts shall be released upon valid claims by the deposit holders.

30. Previous year's figures have been regrouped and recasted wherever necessary.

**31. Additional regulatory information required by Schedule III of Companies Act, 2013**

- (i) The Holding Company has not revalued its property, plant and equipment during the current or previous year.
- (ii) The Holding Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- (iii) The Holding Company has not entered into any scheme of arrangement in terms of sections 230 to 237 of the Companies Act, 2013, which has an accounting impact on current or previous financial year.
- (iv) The Holding Company has not advanced or loaned funds to any persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
  - b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- (v) The Holding 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 Holding Company shall:
  - c. 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
  - d. provide any guarantee, security or the like on behalf of the ultimate beneficiaries

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED**  
**MARCH 31, 2025**

- (vi) 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.

**32.** The figures have been rounded off to the nearest lakhs of rupees upto two decimal places.

**See accompanying notes to the financial statements for and on behalf on Board of Directors  
As per our report of even date**

**FOR H T K S & Co.  
CHARTERED ACCOUNTANTS  
FIRM REG. NO: 111032W**

**Radheshyam Jaju – Director**

**CA. HARISHANKAR TOSNIWAL  
PARTNER  
MEMBERSHIP.NO. : 055043**

**Pratik Jaju – Director**

**Anil Kumar Jain - Company Secretary.**

**PLACE : SURAT  
DATE : 24/04/2025  
UDIN :25055043BMGXXJ3820**

**Abhishek Prasad - CFO.**



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