



UNIROYAL MARINE EXPORTS LIMITED

CP8/495(11/19), Vengalam P.O, Calicut - 673 303, Kerala, India

Tel : 0496 2633781, 2633782, Fax : +91496 2633783

E-mail : ume@uniroyalmarine.com

www.uniroyalmarine.com

CIN:L15124KL1992PLC006674

Ref: UME/BSE/50/2025

02/09/2025

To,
The Manager,
Department of Corporate Services,
BSE Limited, P.J. Towers, Dalal
Street, Mumbai - 400 001

Sub: Notice of the 33rd Annual General Meeting and Annual Report for the FY 2024-25

**Ref: Scrip code No:526113 Scrip ID: UNRYLMA
ISIN: INE602H01010**

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the 33rd Annual General Meeting ("AGM") of the Company will be held on Saturday, September 27, 2025, at 02:30 P.M. (IST) through video conferencing / other audio-visual means.

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Notice convening the 33rd AGM of the shareholders and the electronic copy of the Annual Report of the Company for the financial year 2024-25 which is sent only through electronic mode to the Members, who have registered their e-mail addresses with the Company/ Depositories.

The Company has provided the facility to vote by electronic means (remote e-voting as well as e-voting at the AGM) on the resolution as set out in the AGM Notice. The e-voting shall commence on Wednesday, September 24, 2025 at 09:00 A.M.(IST) and will end on Friday, September 26, 2025 at 05.00 P.M. (IST).

The above information will also be available on the website of the Company at www.uniroyalmarine.com

Kindly take the above information on record and acknowledge it.

Thanking you,

Yours faithfully,
For **Uniroyal Marine Exports Limited**

Sajeesh Kurian P
Company Secretary & Compliance Officer

Place: Kozhikode



Uniroyal Marine Exports Limited



33RD ANNUAL REPORT
2024-25

UNIROYAL MARINE EXPORTS LIMITED

CHAIRMAN	:	Mr. SACHU RAJAN EAPEN
MANAGING DIRECTOR	:	Mr. ANUSH KALLUVILA THOMAS
DIRECTORS	:	Mr. THOMAS KADAKKETH CHANDY Mr. MOHANLAL VISWANATHAN NAIR Mr. AMBRISH NARESH SAMPAT Mr. SACHU RAJAN EAPEN Ms. NITHYA ALEX
COMPANY SECRETARY	:	Ms. SAJEESH KURIAN P
CHIEF FINANCIAL OFFICER	:	Ms. BINDU SURESH
AUDITORS	:	M/s. B.S.J & Associates Chartered Accountants Ernakulam
SECRETARIAL AUDITOR	:	Gopimohan Satheesan and Associates LLP Practicing Company Secretary Calicut – 673001
BANKERS	:	1.THE FEDERAL BANK LTD Kozhikode 673 011 2. UCO Bank Kozhikode 673 001
REGISTERED OFFICE	:	11/19, Chamancheri, Vengalam P O, Calicut, Kerala, India, Phone: 0496 – 2633781, 2633782
REGISTRARS & SHARE TRANSFER AGENTS	:	MUFG Intime India Private Limited Surya, 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore - 641028 Tamil Nadu Phone: 0422-2539835
ISIN	:	NSDL & CDSL - INE602H01010

UNIROYAL MARINE EXPORTS LIMITED

CIN: L15124KL1992PLC006674

Regd. Office: 11/19 Chamancheri, Vengalam P O, Calicut, Kerala, India, 673303

Email ID: ume@uniroyalmarine.com Website: www.uniroyalmarine.com Phone: 0496 2633781

NOTICE OF THE 33RD ANNUAL GENERAL MEETING

NOTICE is hereby given that the **33rd ANNUAL GENERAL MEETING** of the Members of **UNIROYAL MARINE EXPORTS LIMITED** ("the Company") will be held on Saturday, September 27, 2025, at 02:30 p.m. (IST) through Video Conferencing / Other Audio-Visual Means (VC/OAVM) to transact the following businesses:

ORDINARY BUSINESSES:

1. Adoption of Audited Standalone Financial Statements together with the Reports of the Board of Directors and the Auditors thereon

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon.

2. Re-appointment of Ms. Nithya Alex (DIN: 02191256) as Director, who is liable to retire by rotation

To re-appoint Ms. Nithya Alex (DIN: 02191256), who retires by rotation and being eligible, offers herself for re-appointment, as a Director liable to retire by rotation.

3. Re- appointment of Statutory Auditors of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s. B.S.J & Associates, Chartered Accountants (ICAI Firm Registration No. 010560S), be and are hereby re-appointed as Statutory Auditors of the Company to hold office for the second consecutive term of 5 years, from the conclusion of this the 33rd Annual General Meeting (AGM) of the Company till the conclusion of the 38th AGM of the Company to be held in the year 2030, to examine and audit the accounts of the Company at such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company."

For and on Behalf of the Board of Directors

UNIROYAL MARINE EXPORTS LIMITED

Sd/-

ANUSH KALLUVILA THOMAS

DIN: 01254212 |Managing Director

Place: Kochi

Date: 27.08.2025

Notes:

1. The Ministry of Corporate Affairs ("MCA") inter-alia vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") has permitted the holding of the Annual General Meeting through Video Conferencing ("VC") or through other audiovisual means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the 33rd Annual General Meeting ("Meeting" or "AGM") of the Company is scheduled to be held through VC / OAVM on Saturday, September 27, 2025, at 02:30 p.m. (IST). The proceedings of the AGM deemed to be conducted at the Registered Office of the Company situated at 11/19 Chamancheri, Vengalam P O, Calicut, Kerala, India - 673303.
2. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF THE AGM VENUE ARE NOT ANNEXED TO THIS NOTICE.**
3. The relevant details, pursuant to Regulations 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed hereto.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after 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. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for

facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

7. In line with the aforesaid MCA Circulars and SEBI Circulars, the Notice of the AGM along with the Annual Report is being sent through electronic mode to those Members whose email addresses are registered with the Company / Depositories / Registrar and Share Transfer Agent (RTA) and physical copies to those shareholders who request for the same. Further, pursuant to regulation 36(1)(b) of Listing Regulations, a letter providing the weblink of annual report has been sent to those shareholders who have not registered their email id's. The Notice convening the 33rd AGM has been uploaded on the website of the Company at www.uniroyalmarine.com and may also be accessed from the relevant section of the websites of BSE Limited at www.bseindia.com. The AGM Notice is also available on the website of CDSL at www.evotingindia.com.
8. Members are requested to notify immediately any change in their address to the Registered Office of the Company.
9. Relevancy of question and the order of speakers will be decided by the chairman. Members are requested to forward in writing to the Company any question on the accounts, so as to reach the Registered Office one week before the date of the AGM
10. Voting at AGM:

- i. Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is pleased to provide voting by electronic means ("**e-Voting**") facility to its Members, to enable them to cast their votes electronically.

The Company has engaged the services of CDSL to provide e-Voting facility to its Members. Voting rights will be reckoned on the paid up value of share registered in the names of members on Saturday, September 20, 2025.

- ii. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evotingindia.com to reset the password.

- iii. Members holding shares either in physical mode or dematerialization mode are entitled to exercise their vote through electronic mode.

- iv. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

- v. The Company shall also provide voting facility at venue of the Annual General Meeting. Members who have not voted through remote e-Voting are entitled to cast their vote at the meeting. The members who have cast their vote through remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

- vi. The Company has appointed Mr. Panakkat Sandeep Kumar (FCS 11006, CP 26562) of Panakkat Sandeep & Associates, Practicing Company Secretaries, as the Scrutinizer for conducting the Remote e-Voting process and Voting during the AGM in a fair and

transparent manner.

vii. Any person, who acquires shares of the Company and becomes member of the Company after sending of the Notice and holding shares as on cut-off date i.e. Friday, August 29, 2025 may obtain the login ID and password by sending an email to www.cdslindia.com.

viii. The Cut-off date for the purpose of e-Voting is Saturday, September 20, 2025. Members whose names are appearing on Register of Members on Saturday, September 20, 2025 are entitled to vote through e-Voting. Person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

ix. The remote e-Voting facility will be start from Wednesday, September 24 2025 at 9:00 a.m. and will end on Friday, September 26, 2025 at 5:00 p.m. The remote e-Voting module shall be disabled by CDSL for voting thereafter.

x. Voting shall be allowed at the end of discussion on the resolutions on which voting is to be held with the assistance of Scrutiniser, by use of electronic voting system for all those members who are present at the AGM but have not cast their votes by availing the remote e-Voting facility.

xi. The Scrutiniser will, after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-Voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two working days of the conclusion of the AGM, a consolidated Scrutiniser's report of the total votes cast in favour or against, if any, to the Chairman or to a person authorised by the Chairman in writing, who shall countersign the same and declare the results of the voting forthwith.

xii. The Results declared along with the report of the Scrutiniser will be placed on the website of the Company www.uniroyalmarine.com and on the website of CDSL immediately after the declaration of result by the Chairman or any one Director of the Company. The results shall also be immediately forwarded to the BSE Limited, where the equity shares of the Company are listed. The results shall also be displayed on the Notice Board at the Registered Office of the Company.

xiii. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to have been passed on the date of the AGM i.e. Saturday, September 27, 2025.

11. The Prominent land mark near the venue of the AGM is registered office of the Company at Vengalam.

12. Procedure / Instructions for e-Voting:

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 as per Regulation 44 of the SEBI Listing Regulations, the Company is providing e-Voting facility through CDSL on the resolution set forth in this Notice, to Members holding shares as on Saturday, September 20, 2025, being the **cut - off** date fixed for determine eligible members to participate in the remote e-Voting process. The instructions for e-Voting are given herein below.

As per the SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", and as part of increasing the efficiency of the voting process, e-Voting process has been enabled to all individual

shareholders holding securities in demat mode to vote through their demat account maintained with depositories / websites of depositories / depository participants.

Individual demat account holders would be able to cast their vote without registering again with the e-Voting service providers (ESPs) thereby not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

The details of the process and manner for remote e-Voting are explained herein below:

The way to vote electronically on CDSL e-Voting system consists of “Two Steps” which are mentioned below:

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode

(i) The voting period begins on September 24, 2025 9:00 am and ends on September 26, 2025 5:00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Saturday, September 20, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL 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.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode:

(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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat-mode with CDSL Depository	<ol style="list-style-type: none">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 users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.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 the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none">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: https://eservices.nsdl.com 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

	<p>provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com.Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectRegjsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ 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 and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4) For OTP based login you can click on: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<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.</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 CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with NSDL .	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode:

(V) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- a. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- b. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- c. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- d. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- e. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- f. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- g. **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@psacs.in (Scrutinizer), ume@uniroyalmarine.com (Company) if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai -400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT

[Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings]

Name of the Director	Ms. Nithya Alex
DIN	02191256
Date of Birth	22/01/1981
Qualifications	B. Tech
Experience / Expertise in specific functional areas	She has over 10 years of experience in the seafood industry
Remuneration last drawn (for financial year 2024-25)	NA
Date of first appointment on the Board	07/02/2015
Type of Appointment	Non-Executive Director retiring by rotation.
Number of shares held in the Company	401560
Relationship with other Directors, Manager and KMP of the Company	NA
Membership/Chairmanship of Committees of other Companies	Nil
Number of Board Meetings attended during the Financial Year 2024-25	7
Listed Entities from which he/she has resigned as Director in past 3 years	NA
Directorships held in other Companies	<ol style="list-style-type: none"> 1. Hedge Cafe and Club Private Limited 2. Hedge Commodities Limited 3. Hedge Equities Limited 4. Enso Financial Consultancy Private Limited 5. Niyog Consultancy Services Private Limited 6. Hedge School of Applied Economics Limited 7. Himax Builders India Private Limited 8. Casper Securities Private Limited

BOARD'S REPORT

Dear Members,

The Board of Directors of your Company is pleased to present the 33rd Annual Report along with the audited standalone financial statements for the financial year ended March 31, 2025, and other accompanying reports and disclosures, in compliance with the applicable provisions of the Companies Act, 2013 ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

1. FINANCIAL SUMMARY

The Company's financial performance for the financial year ended March 31, 2025, is as follows:

[Amount in Rs (Lakhs)]

Particulars	For the year ended 31.03.2025	For the year ended 31.03.2024
Revenue from operations	2845.22	1928.52
Other Income	33.25	40.40
Total Revenue	2878.47	1968.92
Total expense	2871.73	2244.15
Profit before Tax	6.74	(275.22)
Profit After tax	6.74	(275.22)
Earnings per Equity share:		
Basic	0.12	(4.27)
Diluted	0.12	(4.27)

2. STATE OF AFFAIRS/ HIGHLIGHTS

- a) The Company is engaged in the business of purchasing, processing, curing, canning, freezing, selling, exporting and dealing in marine products.
- b) There has been no change in the business of the Company during the financial year ended March 31, 2025.

3. DIVIDEND

The Board of Directors has not recommended any dividend on the equity shares of the Company for the financial year 2024-25.

4. TRANSFER TO RESERVE

The Board of Directors of your company has decided not to transfer any amount to the

Reserves for the financial year under review.

5. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

There is no amount required to be transferred to Investor Education and Protection Fund.

6. SHARE CAPITAL

During the year under review, there were no changes in the issued, subscribed and paid-up share capital of the Company. The paid-up capital remains at INR. 6,47,95,000/- comprising of 64,79,500 equity shares of INR. 10/- each.

7. DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

As on March 31, 2025, the Company does not have any Subsidiary, Joint Venture, or Associate Company.

8. PARTICULARS OF LOANS AND INVESTMENT

The Company has not made any investments, given guarantees, and provided securities during the financial year under review. Therefore, there is no need to comply with the provisions of Section 186 of the Companies Act, 2013.

9. DEPOSITS

The company has not accepted any deposits during the financial year under review.

10. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

The particulars as prescribed under Sub-section (3)(m) of Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, are enclosed as **Annexure – 1** to the Boards Report.

11. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All related party transactions that were entered into during the financial year ended March 31, 2025 were on an arm's length basis and were in the ordinary course of business. Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted.

However, the disclosure of transactions with related parties for the financial year, as per Accounting Standard -18 Related Party Disclosures is given in Note no 32 to the Financial Statements.

12. MATERIAL CHANGES AND COMMITMENTS

There have been no material changes and commitments, which affect the financial position of the company which have occurred between the end of the financial year to which the financial statements relate and the date of this Report. However, the Members of the Company, at the Extraordinary General Meeting held on July 31, 2025, approved the proposal to sell and transfer, through an open bid/public tender process, the land and building admeasuring approximately 180 cents situated at 11/19, Chamancheri, Vengalam P.O., Calicut, Kerala – 673303, and further authorized the Board to enter into a lease-back arrangement in respect of the said property.

13. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

No significant and material order has been passed by the regulators, courts or tribunals impacting the going concern status or Company's operations in future.

14. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Board Composition:

As on March 31, 2025, the Board comprises of six Directors including one Executive Director (Managing Director) and five Non-Executive Directors, of which two are Independent Directors. The existing composition of the Company's Board is fully in conformity with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As on March 31, 2025, the Board comprises the following Directors:

Sl. No.	Name of Director	Category
1	Mr. Sachu Rajan Eapen	Chairman, Independent Director
2	Mr. Ambrish Naresh Sampat	Independent Director
3	Mr. Anush Kalluvila Thomas	Managing Director
4	Mrs. Nithya Alex	Non-executive Woman Director
5	Mr. Mohanlal Viswanathan Nair	Non-executive Director
6	Mr. Thomas Kadakketh Chandy	Non-executive Director

Change in Directorship:

There has been no change in the composition of the Board during the financial year under review; the structure of the Board has remained unchanged.

Director Retiring by Rotation:

In accordance with Section 152 of the Act, Ms. Nithya Alex (DIN: 02191256), Woman Director, retires by rotation and being eligible, offers herself for reappointment. The Board

of Directors recommend for her re-appointment and the relevant resolution seeking shareholders' approval forms part of the Notice of the ensuing Annual General Meeting.

Key Managerial Personnel:

As on March 31, 2025, the following persons have been designated as the Key Managerial Personnel of the Company:

- Mr. Anush Kalluvila Thomas - Managing Director
- Mrs. Bindu Suresh - Chief Financial Officer
- Mr. Sajeesh Kurian P - Company Secretary and Compliance Officer

During the year under review, Ms. Manjusha Nair resigned and ceased to be Company Secretary and Compliance Officer of the Company with effect from August 31, 2024. Thereafter, the Board appointed Mr. Arun Kumar V K as the Company Secretary and Compliance Officer with effect from September 30, 2024. Subsequently, Mr. Arun Kumar V K resigned from the said position with effect from March 05, 2025. The Board thereafter appointed Mr. Sajeesh Kurian P as the Company Secretary and Compliance Officer of the Company with effect from March 13, 2025.

15. STATEMENT ON DECLARATION FROM INDEPENDENT DIRECTORS

The Company has complied according to the provisions of Section 149(6) of the Companies Act, 2013. The Company has also obtained declaration from all the Independent Directors pursuant to Section 149(7) of the Companies Act, 2013.

16. COMMITTEES OF THE BOARD

The Board has constituted three committees in accordance with statutory requirements, which are Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. Each Committee of the Board functions according to the terms of reference as approved by the Board. Meeting of each committee is convened by the respective committee Chairman. The composition and terms of reference of these sub-committees including the number of meetings held during the financial year and the related attendance are given below:

a) Audit Committee

Our Audit Committee consists of three Directors as its members. They are Mr. Sachu Rajan Eapen, Mr. Thomas Kadakketh Chandy and Mr. Ambrish Naresh Sampat.

All the members of the Committee are non-executive Directors. The Committee assists the Board in ensuring correctness of the Company's financial reporting and disclosure processes, internal controls, risk management policies and processes, appointment and / or reappointment of Statutory and Internal Auditors and associated matters.

b) Nomination and Remuneration Committee

Our Nomination and Remuneration Committee consists of three Directors as its members. They are Mr. Sachu Rajan Eapen, Mr. Thomas Kadakketh Chandy and Mr. Ambrish Naresh Sampat.

All the members of the Committee are non-executive Directors. The Nomination and Remuneration Committee reviews the remuneration payable to the Managing Director and Senior Management officials of the Company and advising the Board over the general remuneration policies of the Company.

c) Stakeholders Relationship Committee

The Company has constituted Stakeholders Relationship Committee to look into the redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend / notices / annual reports etc., and to approve the share transfer, issue of duplicate share certificates, transmission and dematerialization of equity shares.

The Stakeholders Relationship Committee consists of three Directors. They are Mr. Sachu Rajan Eapen, Mr. Thomas Kadakketh Chandy and Mr. Ambrish Naresh Sampat.

Total number of letters and complaints received and replied to the satisfaction of shareholders during the year under review was NIL as on March 31, 2025 there are NIL complaints pending with the Company.

17. NUMBER OF BOARD MEETINGS/ COMMITTEE MEETINGS

The Meetings of the Board are held at regular intervals with a time gap of not more than 120 days between two consecutive Meetings. Additional Meetings of the Board of Directors are held when necessary.

During the year under review, 7 Board Meetings, 4 Audit Committee Meetings, 2 Nomination and Remuneration Committee and a Stakeholders Relationship Committee meeting were held. Necessary quorum was present in all the meetings.

18. FORMAL ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES & OF INDIVIDUAL DIRECTORS

The performance evaluation of non-Independent Directors is done by the Independent Directors of the company at their meeting held on 13.08.2024.

The performance evaluation of Independent Directors is done by the entire Board of Directors, excluding the director being evaluated at the Board Meeting held on 09.04.2024.

The performance evaluation of the Board was carried out on a questionnaire template on the basis of criteria such as flow of information to the Board, effective role played by the

Board in decision making etc. The evaluation of all the directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board. The Board approved the evaluation results as collated by the nomination and remuneration committee.

A separate meeting of Independent Directors of the Company was held during the year under review, in which the members evaluated the performance of the Chairman on the basis of criteria such as giving guidance to the Board and ensuring the Independence of the Board etc. The performance of the Non- Independent Directors was also evaluated on the basis of their contribution to the Board deliberations

19. PARTICULARS OF EMPLOYEES, DIRECTORS AND KEY MANAGERIAL PERSON

During the year under review, no employee of the Company was in receipt of remuneration requiring disclosure under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The table containing the names and other particulars of employees in accordance with the provisions of Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is appended as **Annexure – 2** to the Board's report.

20. CORPORATE SOCIAL RESPONSIBILITY

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

21. COST RECORD

As per section 148 of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Rules, 2014, your Company is not required to maintain cost records.

22. RISK MANAGEMENT POLICY

During the year, your Directors have adopted a Risk Management Policy which is intended to formalize the risk management procedures, the objective of which is identification, evaluating, monitoring, and minimizing identifiable risks. The risk management policy is successfully implemented by the company to protect the value of the Company on behalf of the shareholders.

23. INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY

The details in respect of internal financial control and their adequacy are included in the Management discussion and Analysis, which forms part of this report.

24. AUDITORS

Statutory Auditor:

Pursuant to the provisions of Section 139 of the Companies Act, 2013, BSJ & Associates, Chartered Accountants (Firm Registration No: 0105605), Ernakulam, have been appointed as Statutory Auditors of the company to audit the accounts of the Company for a period of five financial years starting from the financial year 2020-21 to Financial year 2024-25 and shall hold office till the conclusion of the ensuing Annual General Meeting of the Company on a such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company. The Board recommends the re-appointment of BSJ & Associates, Chartered Accountants (Firm Registration No. 010560S), Ernakulam, as the Statutory Auditors of the Company for another term of five years, subject to the approval of the shareholders at the ensuing AGM.

The Auditor's Report for the financial year ended March 31, 2025 does not contain any qualification, reservation, or adverse remark and forms part of the Financial Statements.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder, the Company has appointed Gopimohan Satheesan and Associates LLP, Practicing Company Secretaries, as the Secretarial Auditor of the Company for the financial year 2024-25. The Secretarial Audit Report issued in Form MR-3 is annexed as **Annexure – 3** to this Report and does not contain any qualification, observation, or adverse remark.

Internal Auditors:

In terms of Section 138 of the Companies Act, 2013, the Board of Directors appointed Mr. Sandeep Kumar, Company Secretary, as the Internal Auditors of the Company for the financial year 2024-25.

25. DETAILS IN RESPECT OF FRAUD

During the year under review, the Statutory Auditor in their report have not reported any instances of frauds committed in the Company by its officers or employees under Section 143(12) of the Companies Act, 2013.

26. BOARD'S COMMENT ON THE AUDITORS' REPORT

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and do not call for any further comment.

27. DIRECTORS RESPONSIBILITY STATEMENT

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

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures.
- ii. They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- iii. They have taken proper and sufficient care for the 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 fraud and other irregularities.
- iv. They have prepared the annual accounts on a Going Concern basis
- v. They have laid down Internal Financial Controls to be followed by the Company and such Internal Financial Controls are adequate and operating effectively.
- vi. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

28. COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has Complied with the applicable Secretarial Standards (as amended from time to time) on meetings of the Board of Directors and Meeting of Shareholders (EGM/AGM) i.e. SS-1 and SS-2 issued by The Institute of Company Secretaries of India and approved by Central Government under section 118(10) of the Companies Act, 2013.

29. PREVENTION OF SEXUAL HARRASMENT AT WORKPLACE

Our Company has always believed in providing a safe and harassment-free workplace for every individual working on its premises. The company always endeavors to create and provide an environment that is free from discrimination and harassment.

The policy on prevention of sexual harassment at the workplace aims to prevent harassment of employees, {whether permanent, temporary, ad hoc, consultants, interns, or contract workers, irrespective of gender, and lays down guidelines for identification, reporting, and prevention of undesired behavior. The company has duly constituted an internal complaints committee as per the said Act.

During the financial year ended March 31, 2025, there will nil complaints recorded

pertaining to sexual harassment.

30. ANNUAL RETURN

In accordance with Sections 92(3) and 134(3)(a) of the Companies Act, 2013, the draft Annual Return of the Company for the financial year ended March 31, 2025, in Form MGT-7, is available on the website of the Company and can be accessed at: <https://uniroyalmarine.com/investorrelations>

31. ESTABLISHMENT OF VIGIL MECHANISM/WHISTLE BLOWER POLICY

The company has put in place a mechanism of reporting illegal or unethical behavior. Employees are free to report violations of laws, rules, regulations or unethical conduct to their immediate supervisor/ notified persons. The policy is available on our website at the link: <http://uniroyalmarine.com/wp-content/uploads/2015/02/UME-Whistle-Blower-Policy-Vigil-Mechanism.pdf>

32. MANAGEMENT DISCUSSION AND ANALYSIS

The management discussion and analysis of the financial conditions including the result of the operations of the company for the year under review as required under Regulation 34 of the SEBI Listing Regulations is separately attached with this report.

33. CORPORATE GOVERNANCE REPORT

The Company does not meet the criteria specified in Regulation 15(2) (a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, since the Company's paid-up capital does not exceed Rupees ten crore and the Company's Net-worth does not exceed Rupees twenty-five crore as on the last day of the Previous financial year. Thus, compliance with the Corporate Governance provisions as specified para C, D and E of Schedule V shall not apply to the company.

34. PROCEEDINGS PENDING, IF ANY, UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the financial year 2024-25, there were no applications made or proceedings pending under the Insolvency and Bankruptcy Code, 2016 against the Company.

35. DIFFERENCE IN VALUATION

The Company has not made any one-time settlement for loans taken from the Banks or Financial Institutions, and hence 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 is not applicable.

36.ACKNOWLEDGMENT

Your directors place on the record their appreciation of the Contribution made by employees, consultants at all levels, who with their competence, diligence, solidarity, co-operation and support have enabled the Company to achieve the desired results.

The Board of Directors gratefully acknowledge the assistance and co-operation received from the Central and State Governments Departments, Shareholders and Stakeholders.

For and on behalf of the Board
Uniroyal Marine Exports Limited

	Sd/-	Sd/-
	Anush Kalluvila Thomas	NITHYA ALEX
Place: Kochi	Managing Director	Director
Date: 27.08.2025	DIN: 01254212	DIN: 02191256

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN
EXCHANGE EARNINGS & OUTGO**

A. Energy Conservation Measures:

The Company continues its efforts to improve methods for energy conservation and utilization by: -

- (1) More usage of electricity purchased from KSEB.
- (2) Improved efficiency of own generation by usage of diesel generator only for emergencies and as stand by.
- (3) Intensified vigil on wastage/ leakage control.

Disclosure of particulars with respect to conservation of energy

Particulars			Energy Consumption during	
(A)	Power and Consumption		2025-26	2024-25
	1.Electricity			
	i) Purchased Units	KWH	1792550	1507972
	ii) Total Amount	Rs.	14949855	12499597
	iii) Rate per unit	Rs.	8.34	8.29
	2.Own Generation through Diesel Generator			
	i) Unit	KWH	64860	62840
	ii) Unit/Ltr.of Diesel Oil	KWH	2.86	2.36
	iii) Cost per Unit	Rs.	41.85	40.57
(B)	Consumption per Unit of Production			
	a) Electricity	KWH	2.75	2.29
	b) Diesel	Ltrs.	0.16	0.14

B. Technology Absorption Research & Development:

1. Specific areas in which R&D carried out by the company.

- a) Quality up-gradation
- b) Developing variety products
- c) Productivity enhancement
- d) Quality Control Management

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

- a) Increase in production and capacity utilization.
- b) Repeat order from customers due to consistency in quality.

C. Foreign Exchange Earnings & Outgo:

[Amount in Rs (Lakhs)]

Particulars	For the year ended 31.03.2025	For the year ended 31.03.2024
Exports of Goods on FOB Basis	2084.36	1455.00
Royalty, Know-How, Professional Charges	Nil	Nil
Interest and Dividend	Nil	Nil
Other Income	Nil	Nil

PARTICULARS OF EMPLOYEES, DIRECTORS AND KEY MANAGERIAL PERSON

- a) Information as per Rule 5(1) of Chapter XIII, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Board of Directors of the Company affirms that the remuneration is as per the remuneration policy of the Company.

(i)	The Ratio of the remuneration of each Director to the median remuneration of the employees of the company for the financial year 2024-25		
	Director's Name	Ratio to mean remuneration	
	Mr. Anush K Thomas- Managing Director	1:0.92	
(ii)	The Percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager if any in the financial year 2024-25 compared to 2023-24		
	Director's/CFO/CEO/CS/Manager Name	% increase in remuneration	
	Mr. Anush K Thomas - Managing Director	NIL	
	Ms. Manjusha M Nair - Company Secretary	NIL	
	Mr. Arun Kumar - Company Secretary	14.29	
	Mr. Sajeesh Kurian - Company Secretary	12.50	
	Mrs. Bindu Suresh-Chief Financial Officer	NIL	
(iii)	Percentage increase in the median remuneration of employees in the financial year 2024-25 compared to 2023-24		Decrease of 7.97%
(iv)	Number of permanent Employees on the rolls of the company	As on 31.03.2025	As on 31.03.2024
		48	50
(v)	Explanation on the relationship between average increase in remuneration and the company performance		As per industry standards
(vi)	Comparison of the remuneration of the Key Managerial Personnel against the performance of the company		
	Particulars		Amount &Percentage
	Total amount of remuneration of KMP		10.99 Lakh
	Revenue for the FY ended on 31.03.2025		2878.47 Lakh
	Remuneration of KMP as a % of Revenue		0.38%
	Profit Before Tax for the FY ended on 31.03.2025		6.74 Lakh
	Remuneration of KMP as a % of Profit Before Tax		1.38%
(vii)	Average percentile increase in salaries of Employees other than managerial personnel		
	During 2024-25		During 2023-24
	-4.38%		-11%
	Normal industry standards applied based on		Normal industry standards

	increase in turnover			applied based on increase in turnove	
(viii)	Comparison of each remuneration of the Key ManagerialPersonnel against the performance of the Company				
	Name of Key Managerial personnel	Remuneration for the years ended			Reason against performance of the Company
		31.03.2025	31.03.2024	% change	
	Mr. Anush K Thomas Managing Director	252000	252000	Nil	As per Normal industry standards
	Ms. Manjusha M Nair- Company Secretary	175000	420000		As per Normal industry standards
	Mr. Arun Kumar - Company Secretary	240000	0		As per Normal industry standards
	Mr. Sajeesh Kurian P- Company Secretary	45000	0	9.52	As per Normal industry standards
	Mrs. Bindu Suresh– Chief Financial Officer	387000	342000	13.16	As per Normal industry standards
(ix)	Key parameter for any variable component of remuneration availed by the Directors				NA
(x)	Ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess the highest paid director during the year				1:5.80

b) Information as per Rule 5(2) of Chapter XIII, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

During the year under review, no employee of the Company was in receipt of remuneration requiring disclosure under Rule 5(2) of Chapter XIII, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Secretarial audit report for the financial year ended March 31, 2025

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

[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,
Uniroyal Marine Exports Limited
11/19, Vengalam, PO
Calicut-673303

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and adherence to good corporate practices by UNIROYAL MARINE EXPORTS LTD (hereinafter called the Company). Secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/ statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also information 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 31st March, 2024, 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by UNIROYAL MARINE EXPORTS LTD for the financial year ended on 31st March, 2025 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the Rules made thereunder;
2. Provisions of the Reserve Bank of India Act, 1934 to the extent the same is applicable to the Company.
3. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of compliance by the Indian company receiving amount of consideration for issue of shares under company's stock option scheme.

We further states that as the Company is a listed Company, the following Acts, Rules, Regulations are applicable to the Company

- (i) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.

- (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ;
- (e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; is not applicable to the Company during the Audit period;
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 ; is not applicable to the Company during the Audit period;
- (g) 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;
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, ; is not applicable to the Company during the Audit period;
and
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 ; is not applicable to the Company during the Audit period;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited;

We further report that, based on the representation made by the Company and its Officers in respect of systems and mechanism formed/ followed by the Company and on examination of the relevant documents and records in pursuance thereof, the following laws, regulations, directions, orders are applicable to the Company and to the best of our knowledge the company has complied with the applicable provisions thereof:

1. Factories Act 1948.
2. Industrial Dispute Act 1947.
3. Child Labour (Prohibition and Regulation) Act 1986.
4. Sexual Harassment of Women at work place (Prevention, Prohibition and Redressal) Act 2013.
5. Payment of Wages Act, 1936, and rules made there under,
6. The Minimum Wages Act, 1948, and rules made there under,
7. Employees' State Insurance Act, 1948, and rules made there under,
8. The Employees' Provident Fund and Miscellaneous Provisions Act, 1952, and rules made there under,
9. The Payment of Bonus Act, 1965, and rules made there under,
10. Payment of Gratuity Act, 1972, and rules made there under,
11. Contract Labour (Regulation & Abolition) Act, 1970,
12. The Water (Prevention & Control of Pollution) Act, 1974, Read with Water (Prevention & Control of Pollution) Rules, 1975,
13. Hazardous Waste Handling and Management Act, 1989
14. Food Safety and Standards Act, 2006, and rules made there under.
15. Kerala Shops and Commercial Establishment Act, 1960

16. Kerala Fire Force Act, 1962
17. The Foreign Trade (Development & Regulation) Act, 1992
18. The Marine Products Export Development Authority Act, 1972
19. Export (Quality Control and Inspection) Act, 1963.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non- Executive Directors and Independent Directors. 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.

Adequate notice was given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a reasonable 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 and proper system is in place which facilitates/ ensure to capture and record, the dissenting member's views, if any, as part of the Minutes. Based on the representation made by the Company and its Officers explaining us in respect of internal systems and mechanism established by the Company which ensures compliances of other Acts, Laws and Regulations applicable to the Company, We 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.

We further report that during the audit period, there are no specific events / actions having a major bearing on the Company's affairs in pursuance of the laws, rules, regulations, guidelines, etc. referred to above.

For Gopimohan Satheesan and Associates LLP

Date: 25/08/2025

Place : Calicut

UDIN: F004173G001071822

PEER REVIEW NO: 4073/2023

K P Satheesan

Practicing Company Secretary

Membership No. 4173

Note: This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.

Annexure A

To,

The Members,
Uniroyal Marine Exports Limited
11/19, Vengalam, PO Calicut-673303

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 as opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test-check 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 verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever 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-check 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.

For Gopimohan Satheesan and Associates LLP

Date: 25/08/2025

Place : Calicut

UDIN: F004173G001071822

PEER REVIEW NO: 4073/2023

K P Satheesan
Practicing Company Secretary
Membership No. 4173

MANAGEMENT DISCUSSION AND ANALYSIS

Industry structure and development

India is second major producer of aquaculture in the world producing 7 per cent of the world output. Aquaculture sector of the country witnessed boom with increased production of monodon and vannamei. Indian quality has been broadly accepted in the International market. During the previous financial years, exports of marine products reached an all-time high. MPEDA ensures exporters facilities are able to comply with international standards. India has wide varieties of species landing in both west and East coast. Indian Government through MPEDA has provided various subsidies in the form of financial assistance for 'setting cold stores', 'purchase refrigerated trucks', 'seafood units up gradation', 'purchase antibiotic testing kit', 'insurance coverage for worker' etc.

Exporters receive assistance for promoting exports, hygiene and sanitation, research and development, and acquisition of machinery. Indian seafood has significant presence in the world seafood in commodity trade. Increased commodity diversification has been one of the major strength achieved over the years. HACCP has helped the Indian seafood industry in becoming more organized and process-oriented. The international trade scenario is changing fast and the importers are insisting on stringent quality standards. India produces about 6 per cent of the global aquaculture supply. Introduction of L. vannamei in the culture has improved performance of the seafood export industry. MPEDA envisages export target for marine products exports at USD 6.6 for 2015-16. Indian Seafood growth has been supplemented by the growth of shipment connectivity. India can ship to most of the destinations in the world.

Opportunities/ Risks Opportunities

1. Our Company has adopted IQF (Individually Quick Frozen) technology, ensuring higher value addition in its production.
2. Proximity to main fish landing centers namely Beypore and Puthiyappa in North Kerala.
3. Our Company enjoys the Green Channel Status for export of cooked product to USA and also approval for export of IQF and Block fishery products to the European Union.
4. The cost control measures introduced by the management are being continued.
5. The increasing demand for sea food all over the world.

Risks/ Threats

1. The Company is largely dependent on natural sea caught material. Availability of raw material would depend upon the seasons.
2. Selling prices are governed by international market.

3. Export realization is affected by changes in Rupee Dollar exchange rate.
4. There is a possibility of the shrimps getting affected by virus and diseases which may affect the availability of cultured shrimp.

Internal Control System and their adequacy

Company has been maintaining adequate internal control systems commensurate with the size and volume of the business with respect to the purchase of stocks, raw materials (including components), plant and machinery, other assets and sale of goods. It also ensures that all the assets of the company are adequately protected against loss and all the transactions are properly authorized, recorded and reported. The Internal Control System is supplemented by Internal Audit conducted by an independent Chartered Accountant.

Financial Performance

As the company is engaged in manufacture of marine products only, segment wise analysis is not significant.

Industrial relation and human resource management

Your Management firmly believes that success of any organization comes from good Human resources. Employees are considered as important and valuable assets of the organization and key to its success. Total number of employees directly employed by the company was 48.

Cautionary Statement

Statement given in this section describing the company's objectives, projection, estimates, and expectations may be "forward looking statements" based on the present environment, rules and regulations. The actual result could differ materially from those expressed or implied. The important factors that could make a difference among others are economic situation affecting demand and supply, price fluctuation both in domestic and international markets in which the company operates, changes in Govt. regulations, consumer taste, tax laws and other statutes and other incidental factors. The company assumes no responsibility to publicly amend, modify or revise any of the forward-looking statements on the basis of any subsequent developments or events

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Uniroyal Marine Exports Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of UNIROYAL MARINE EXPORTS LIMITED (the "Company"), which comprise the standalone Balance Sheet as at March 31, 2025, and the standalone Statement of Profit and Loss (including Other Comprehensive Income), the standalone Statement of Changes in Equity and the standalone Statement of Cash Flows for the year then ended, and 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").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, (the "Act") in the manner so required and give a true and fair view in conformity with the Accounting principles generally accepted in India, of the state of affairs of the company as at March 31, 2025, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for Opinion

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

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the financial year ended March 31, 2025. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Sl. No.	Key Audit Matters	How our audit addressed the key audit matters
1	The Company is engaged in the export of Value-added marine products. The company procures raw materials and ingredients, process the same. The Export is on the basis of Purchase order received from buyers. The Company is also eligible to claim Export Incentive in the nature of Duty Draw back and (Remission of Duties and Taxes on Exported Products) RoDTEP scheme as rates [provided by the Foreign Trade Policy based on Fob Value of Exports and realization of export earnings	<p>Our audit procedures include the following</p> <ul style="list-style-type: none">• We have evaluated the Company's processes in export of Marine Products• The Company exports its products on the basis of orders.• We have verified the export transactions based on Invoice raised, Shipping bills for export realization of money as per terms in the purchase order.• We have sought information from the management personal on the follow up of receivables• We have verified the realization of foreign exchange with entries in bank statement, realization certificate etc• We have verified the records of Export documents and the claim of incentives in the nature of duty Drawback and Ro DTEP scheme <p>Based on the above procedures performed, we did not identify any material exceptions in revenue recognition of export of goods</p>

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

5. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and

Analysis, Report on Corporate Governance and Business Responsibility and Sustainability Report but does not include the standalone financial statements and our auditor's report thereon.

6. Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.
7. In connection with our audit of the standalone financial statements, our responsibility is to read the other information identifies above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in audit, or otherwise appears to be materially misstated.
8. We have nothing to report in this regard.

Responsibilities of Management and those charged with Governance for the Standalone Financial Statements

9. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
10. In preparing the standalone financial statements, management 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.
11. The Board of Directors is responsible for overseeing the Company's financial reporting process.

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

12. 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.
13. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the 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 expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statement in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management and Board of Directors.
 - Conclude on the appropriateness of management's and Board of Director's use of the going concern basis of accounting in preparation of standalone financial statement 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.
14. 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.
 15. 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.
 16. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

17. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books subject to point referred below on Rule 11(g) by Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on maintaining its books of account which has a feature of recording audit trail (edit log),
 - 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 Statement of Cash Flows 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 Accounting Standards specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors and taken on record by the Boards of directors, none of the directors is disqualified as on March 31, 2025, from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls with reference to standalone financials statement of the company over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure A**”.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, (as amended), in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations as at March 31, 2025 on its financial position On its standalone financial statements – There are no pending litigations as at March 31, 2025.
 - 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. The Company is discharging the liabilities towards various employees benefit scheme like PF/ESI only to direct employees, even though Company engaged services of casual workers and workers employed through contractors.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year.
 - iv. a. The Management has represented that, to the best of its knowledge and belief, as disclosed in the Note .46 (iii) to the financial statements, 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 (“Ultimate Beneficiaries”) by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- b. The Management has represented that, to the best of its knowledge and belief, as disclosed in the Note 46 (xii) to the financial statements, 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 Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - c. Based on such audit procedures performed that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
 - d. The company has not declared or paid dividend during the year under report and accordingly nothing to report with regard to compliance of provisions of section 123 of the Act.
 - e. 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), but is not maintained for changes to certain records and changes made by certain users with specific access, if any. The company uses a different software for recording transactions of inventory, wherein the audit trail (edit log) facility is not maintained. Since Audit trail is not being implemented in full we are not commenting about the preservation of the audit trail as required by Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).
18. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For BSJ & Associates
Chartered Accountants
(Firm's Registration No.010560S)

CA. Jobby George
Partner (Membership No. 211174)
UDIN: 25211174BMKSHH5439

Place: Kochi
Date: 30.5.2025

Annexure 'A' to the Independent Auditor's Report

(Referred to in paragraph 19 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Uniroyal Marine Exports Limited of even date)

1. (a) (i) The Company is maintaining proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
(ii) The Company is maintaining proper records showing full particulars of intangible assets.
- (b) The Company has a program of verification to cover all items of property, plant and equipment in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to this program, most of the items of property, plant and equipment were physically verified by the management during the year. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and based on the examination of the relevant records provided to us, the title deeds of all the immovable properties disclosed in the 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 records of the company, there are no proceedings initiated or pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
2. (a) The inventory has been physically verified by the management at reasonable intervals. In our opinion, the coverage and procedure of physical verification by the management is appropriate. The aggregate of discrepancies of 10% or more in each class of inventory noticed during the verification have been properly dealt with in the books of account.
- (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 limits of Rs. 5 core above in the form of packing credit limits from bank on the basis of the security of current assets at any point of time during the year. The quarterly statements, in respect of the working capital limits have been filed by the Company with such banks and such statements are not in agreement with the books of account of the Company for the respective periods which were subject to review.

Amount Rs. Lakhs

Name of the Bank	Working Capital Limit sanctioned	Nature of Assets offered as Security	Quarter	Information disclosed as per statement submitted	Information as per books of accounts	Difference
The Feral Bank Limited	1000.00	Paid Inventories	June 2025	1354.89	966.75	388.13
The Feral Bank Limited	1000.00	-do-	September 2025	1344.99	737.57	607.42
The Feral Bank Limited	1000.00	-do-	December 2025	1337.10	543.25	793.85
The Feral Bank Limited	1000.00	-do-	March 2025	1355.87	973.25	362.72

- (c) According and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments in or provided security to companies, firms, limited liability partnerships or any other parties during the year. The Company has not provided loans or provided advance in the nature of loans, or stood guarantee or provided security to any other entity during the year.
- (d) Based on the audit procedure carried by us and as per the information and explanations given to us the Company has not granted secured/unsecured varying interest rate/interest free loans to subsidiary. So clause (iv) of para 3 is not applicable for the year
- (e) During the year, the Company has not been sanctioned any term loan The Company has been sanction term loan under Granted Emergemcu Credit Lime scheme and the re payment is continuing as per the terms of sanction .
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loans granted falling due during the year, which has been renewed

or extended or fresh loans granted to settle the overdues of existing loans or advances in the nature of loans given to same parties.

(g) 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 granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

3. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
4. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2025 and therefore, the provisions of the clause 3(v) of the Order are not applicable to the Company.
5. The maintenance of cost records under sub-section (1) of section 148 of the Act is not applicable for the company's products and therefore reporting under Clause 3 (vi) is not applicable
6. According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Services Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) According to the information and explanations given to us and on the basis of our examination of the records of the company no undisputed amount payable in respect of goods and services tax, Provident Fund, Employees' State Insurance, Income Tax, Service Tax, Customs Duty, Value Added Tax, Cess and other statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable
 - (c) 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 statutory dues relating to Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Services Tax, Value Added Tax, Customs Duty, Cess and other statutory dues which have not been deposited as at March 31, 2025 on account of dispute, except as mentioned below:

7. 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.
8. (a) The Company has not defaulted in repayment of loans and interest taken from financial Institutions:
 - (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, the Company has obtained term loan under the Guaranteed Emergency Credit Line scheme during the year and has been used for the working capital requirement of the Company.
 - (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 in the Act. The Company does not hold any investment in any associate or joint venture (as defined in the Act) during the year ended 31 March 2025.
 - (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 Act).
9. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3(x)(a) of the Order is not applicable to the Company.
 - (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 made any preferential allotment or private placement of shares or fully or partly

convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable

10. (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) According to the information and explanations given to us no whistle blower complaints received by the Company during the year.
11. The Company is not a Nidhi Company under section 406 of the Act and hence reporting under clause 3(xii) of the Order is not applicable to the company.
12. In our opinion and according to the information and explanations given to us, the Company is in compliance with section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
13. (a) Based on information and explanations 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 for the period under audit.
14. 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 Act are not applicable to the Company.
15. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clauses 3(xvi)(a) and 3(xvi)(b) of the Order are not applicable.
(b) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(c) According to the information and explanations provided to us during the course of audit, the Group does not have any CICs.

16. The Company has not incurred cash loss during the year under audit. The Company has incurred cash losses (Rs.217.33 Lakhs) in the immediately preceding year
18. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
19. 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.
20. Based on examination of the books and records of the Company and according to the information and explanations given to us, there are no amounts which are required to be spent in accordance with the provisions of section 135 of the Act and accordingly, clause 3(xx) of the Order is not applicable.

For *BSJ & Associates*
Chartered Accountants
(Firm's Registration No.010560S)

CA. Jobby George
Partner (Membership No. 211174)
UDIN: 25211174BMKSHH5439

Place: Kochi

Date: 30.05.2025

Annexure “B” to the Independent Auditor’s Report

(Referred to in paragraph 18(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Uniroyal Marine Exports Limited of even date)

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

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

Management’s Responsibility for Internal Financial Controls

The Board of Directors of the Company 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 (the “ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of the 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 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, to the best of our information and according to the explanations given to us, 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 financial 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 *BSJ & Associates*
Chartered Accountants
(Firm's Registration No.010560S)

CA. Jobby George
Partner (Membership No. 211174)
UDIN: 25211174BMKSHH5439

Place: Kochi
Date: 30.05.2025

<p style="text-align: center;">UNIROYAL MARINE EXPORTS LIMITED CIN: L15124KL1992PLC006674 11/19, Chamancheri, Vengalam P.O. Calicut - 673 303 KERALA INDIA STANDALONE BALANCE SHEET AS AT MARCH 31, 2025</p>				
			Amount in Lakhs	
	Particulars	Notes	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
I.	ASSETS			
(1)	Non Current Asset			
	(a) Property plant and Equipment	3	119.12	143.83
	(b) Capital work in progress		-	-
	(c) Investment Property		-	-
	(d) Goodwill		-	-
	(e) Other intangible assets		-	-
	(f) Intangible asset under development		-	-
	(g) Biological Assets other than bearer plants		-	-
	(h) Financial asset			
	1. Investments		-	-
	2. Trade receivables		-	-
	3. Loans		-	-
	4. Others		-	-
	(i) Deferred tax asset (Net)		4.90	4.90
	(j) Other non current asset	4	11.09	11.05
	Total Non Current Assets		135.10	159.78
(2)	Current Asset			
	(a) Inventories	5	1,183.66	1,171.66
	(b) Financial asset			
	1. Investments		-	-
	2. Trade receivables	6	285.94	303.41
	3. Cash and cash equivalents	7	76.17	99.70
	4. Bank balance other than (3) above		-	-
	5. Loans	8	9.25	7.00
	6. Others(to be specified)		-	-
	(c) Current tax assets (net)		-	-
	(d) Other current asset	9	123.12	102.98
	Total Current Assets		1,678.15	1,684.75
	Total Assets		1,813.25	1,844.53
II	EQUITY AND LIABILITIES			
(1)	Equity			
	(a) Equity share capital	10	647.95	647.95
	(b) Other equity		-604.05	-612.04
	Total Equity		43.90	35.91
(2)	Liabilities			
	Non current liabilities			
	(a) Financial liabilities			
	i) Borrowings	11	165.07	259.50
	ia) Lease liabilities		-	-
	ii) Trade payables		46.79	47.30
	iii) Other financial liabilities (other than those specified in item (b))		-	-
	(b) Provision	12	74.72	74.64
	(c) Deferred tax liability (Net)		-	-
	Total Non Current Liabilities		286.59	381.45
(3)	Current Liabilities			
	(a) Financial liabilities			
	i) Borrowings	13	1,311.00	1,225.95
	ia) Lease liabilities			
	ii) Trade payables			
	(A) total outstanding dues of micro enterprises and small	14	74.20	3.51
	(B) total outstanding dues of creditors other than micro enterprises and small enterprises	14	58.41	153.42
	iii) Other financial liabilities (other than those specified in item (b))		-	-
	(b) Other current liabilities	15	39.16	44.29
	(c) Provision	16	-	-
	(d) Current tax liability (Net)		-	-
	Total Current Liabilities		1,482.77	1,427.18
	Total Equity and Liabilities		1,813.25	1,844.53
			-0.00	-0.00

The accompanying notes are an integral part of the standalone

1&2

As per our report of even date attached

Anush K Thomas
Managing Director
DIN:01254212

Nithya Alex
Director
DIN:02191256

For *BSJ & Associates*
Chartered Accountants
FRN: 010560S

Sajeesh Kurian P
Company Secretary
M.No. A56562

Bindu Suresh
Chief Financial Officer

CA. Jobby George
Partner (M. No.211174)
UDIN:25211174BMKSHH5439

Place : Kochi
Date : 30/05/2025

UNIROYAL MARINE EXPORTS LIMITED
CIN: L15124KL1992PLC006674
11/19, Chamancheri, Vengalam P.O. Calicut - 673 303 KERALA INDIA
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2025

Amount in Lakhs				
	Particulars	Notes	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
1	INCOME			
	(a) Revenue From Operation	17	2,845.22	1,928.52
	(b) Other Income	18	33.25	40.40
	Total Income		2,878.47	1,968.92
2	EXPENSES			
	(a) Cost of materials consumed	19	1,852.44	1,125.18
	(b) Purchase of stock-in-Trade			
	(c) Changes in inventories of finished goods Stock-in Trade and Work-in-Progress	20	-11.24	206.97
	(d) Employee benefit Expenses	21	223.97	266.14
	(e) Finance Cost	22	152.68	151.58
	(f) Depreciation and Amortization expense	3	54.18	53.63
	(g) Other Expenses	23	599.69	440.64
	Total Expense		2,871.73	2,244.15
3	Profit/(Loss) before exceptional item and tax (1-2)		6.74	-275.22
4	Exceptional item			
5	Profit/Loss before tax (3-4)		6.74	-275.22
6	Tax expense		-	-
	(a) Current Tax		-	-
	(b) Deferred Tax		-	-
7	Profit/Loss for the period continuing operations (5-6)		6.74	-275.22
8	Profit / Loss from discontinued operation		-	-
9	Tax expense of discontinued operation		-	-
10	Profit / Loss from discontinued operation (after tax) (X-XI)		-	-
11	Profit / Loss for the period (IX+XII)		6.74	-275.22
12	Other comprehensive Income			
	A (a) Item that will not be reclassified to profit or loss		1.25	-1.38
	(b) Income tax relating to items that will not be reclassified to profit or loss'		-	-
	B (a) Item that will be reclassified to profit or loss		-	-
	(b) Income tax relating to items that will be reclassified to profit or loss'		-	-
13	Total comprehensive income for the period (XIII+XIV) (Comprising Profit/Loss and Other Comprehensive Income for the period)		7.99	-276.60
14	Earnings per Equity share in Rs.			
	(a) Basic		0.12	-4.27
	(b) Diluted		0.12	-4.27

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached

For and on behalf of the Board of Directors

Anush K Thomas
Managing Director
DIN:01254212

Nithya Alex
Director
DIN:02191256

For BSJ & Associates

Chartered Accountants
FRN: 010560S

Sajeesh Kurian P
Company Secretary
M. No. A56562

Bindu Suresh
Chief Financial Officer

CA. Jobby George
Partner (M. No.211174)
UDIN:25211174BMKSHH5439

Place : Kochi
Date : 30/05/2025

UNIROYAL MARINE EXPORTS LIMITED
CIN: L15124KL1992PLC006674
11/19, Chamancheri, Vengalam P.O. Calicut - 673 303 KERALA INDIA
STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2025

		Amount in Lakhs			
		Figures as at the end of current reporting period		Figures as at the end of the previous reporting period	
A.	CASH FLOW FROM OPERATING ACTIVITIES:				
	Net Profit / (Loss) before tax and exceptional items		6.74		-275.22
	Adjustments for:				
	Depreciation & amortisation expense	54.18		53.63	
	Other Comprehensive Income	1.25		-1.38	
	Interest Expense	152.68		151.58	
	Foreign exchange		208.12	-	203.84
	Cash generated from Operations before Working Capital Changes		214.85		-71.38
	Adjustments for:				
	(Increase)/decrease in other current asset	-22.39		16.71	
	(Increase)/decrease in trade receivables	17.47		-154.72	
	(Increase)/decrease in inventories	-12.01		223.35	
	Increase/(decrease) in trade payable	-24.32		-84.71	
	Increase/(decrease) in non-current provision	0.07		-0.17	
	(Increase)/decrease in other Non current asset	-0.04		-0.67	
	Increase/(decrease) in other current liabilities	-5.64	-46.86	55.29	55.09
	Cash generated from operations		168.00		-16.30
	Taxes paid (net of refunds)		-		-
	Cash flow before exceptional items		168.00		-16.30
	Exceptional Items:				
	Profit from discontinued operations		-		-
	Amounts paid for other restructuring activities		-		-
	Taxes paid for exceptional items		-		-
	Net cash (used in)/generated from operating activities-[A]		168.00		-16.30
B	CASH FLOW FROM INVESTING ACTIVITIES:				
	Purchase of Fixed Assets	-29.47		-6.74	
	Purchase of capital work in progress	-			
	Cash flow before exceptional items		-29.47		-6.74
	Exceptional Items:				
	Consideration received on disposal of surplus properties	-		-	
	Consideration received on disposal of joint venture	-		-	
	Taxes paid for exceptional items	-		-	
	Net cash (used in)/generated from investing activities-[B]		-29.47		-6.74
C	CASH FLOW FROM FINANCING ACTIVITIES:				
	Change in Long Term Borrowing	-94.43		200.00	
	Working Capital Borrowings/(Repayment)	85.05		7.49	
	Interest paid	-152.68		-151.58	
	Net cash (used in)/generated financing activities-[C]		-162.06		55.91
	Net increase/(decrease) in cash and cash equivalents-[A+B+C]		-23.53		32.87
	Add:Cash and cash equivalents at the beginning of the year		99.70		66.83
	Cash & cash equivalents as at the end of the year		76.17		99.70
NOTES:			76.17		99.70

The above cash flow statement has been prepared under the indirect method set out in IND AS - 7 statement of cash flows.
Figures in brackets are outflows.
Previous year figures have been regrouped wherever necessary.

As per our report of even date attached

Anush K Thomas
Managing Director
DIN:01254212

Nithya Alex
Director
DIN:02191256

For **BSJ & Associates**
Chartered Accountants
FRN: 010560S

Sajeesh Kurian P
Company Secretary
M. No. A56562

Bindu Suresh M
Chief Financial Officer

CA. Jobby George
Partner (M. No.211174)
UDIN:25211174BMKSHH5439

Place : Kochi
Date : 30/05/2025

UNIROYAL MARINE EXPORTS LIMITED

Standalone Statement of Changes in Equity For The Year Ended 31 March 2025

UNIROYAL MARINE EXPORTS LIMITED					
Standalone Statement of Changes in Equity For The Year Ended 31. March 2025					
A. EQUITY SHARE CAPITAL			Amount in Lakhs		
1. Current reporting period (2024-25)					
Particulars	Balance at the beginning of the current reporting period	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	Balance at the end of the current reporting period
	01.04.2024 647.95	2024-25 -	01.04.2024 -	2024-25 -	31.03.2025 647.95
Equity shares of Rs.10 each					
1. Previous reporting period (2023-24)					
Particulars	Balance at the beginning of the current reporting period	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	Balance at the end of the current reporting period
	01.04.2023 647.95	2023-24 -	01.04.2023 -	2023-24 -	31.03.2024 647.95
Equity shares of Rs.10 each					

B. OTHER EQUITY

	Reserves and Surplus					Items of Other Comprehensive Income Remeasurements of net defined benefit plans	Total other equity attributable to equity shareholders of the Company
	Securities Premium Reserves	Debtenture Redemption Reserves	General Reserve	Capital Reserve	Retained Earnings		
Current Reporting Period (2024-25)							
Balance at the beginning of the current reporting period (01.04.2024)	-	-	-	25.30	-612.55	-24.80	-612.04
Profit for the year	-	-	-	-	6.74	1.25	7.99
Other Comprehensive income	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	6.74	1.25	7.99
Deferred Hedging gains/losses and cost of hedging transferred to inventory	-	-	-	-	-	-	-
Transfer to retained earnings on acquisition of subsidiary	-	-	-	-	-	-	-
Transaction with owners in their capacity as owners	-	-	-	-	-	-	-
Dividend paid	-	-	-	-	-	-	-
Employee Stock Option expense	-	-	-	-	-	-	-
Issue of equity share	-	-	-	-	-	-	-
Balance at the end of the current reporting period (31.03.2025)	-	-	-	25.30	-605.81	-23.55	-604.05
Previous Reporting Period (2023-24)							
Balance at the beginning of the current reporting period (01.04.2023)	-	-	-	25.30	-337.32	-23.43	-335.44
Profit for the year	-	-	-	-	-275.22	-1.38	-276.60
Other Comprehensive income	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-275.22	-1.38	-276.60
Deferred Hedging gains/losses and cost of hedging transferred to inventory	-	-	-	-	-	-	-
Transfer to retained earnings on acquisition of subsidiary	-	-	-	-	-	-	-
Transaction with owners in their capacity as owners	-	-	-	-	-	-	-
Dividend paid	-	-	-	-	-	-	-
Employee Stock Option expense	-	-	-	-	-	-	-
Issue of equity share	-	-	-	-	-	-	-
Balance at the end of the current reporting period (31.03.2024)	-	-	-	25.30	-612.55	-24.80	-612.04

UNIROYAL MARINE EXPORTS LIMITED
Notes forming part of Financial Statements as at 31 March 2025

Note 1: General Information

Uniroyal Marine Exports Limited (CIN:L15124KL1992PLC006674) is a public company incorporated under the Indian Companies Act, 1956. The company was incorporated in the state of Kerala on 21.08.1992. The company is primarily engaged in the business of purchasing, processing, curing, canning, freezing, selling, exporting and dealing in marine products. The company has its registered office at 11/19, Chamancheri, Vengalam P.O., Calicut Dist., PIN – 673303, Kerala India.

Note 2: Accounting Policies

2.1 Basis of preparation:-

a) Compliance with Ind AS

The financial statements of the company have financial statements that have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016..

b) Current and Non Current Classification

Any asset / liability is classified as current if it satisfies any of the following conditions:

- a) it is expected to be realized / settled in the company's normal operating cycle; or
- b) it is expected to be realized / settled within twelve months after the reporting date;
- c) in the case of an asset,
 - i) it is held primarily for the purpose of being traded; or
 - ii) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date
- d) in the case of a liability, the company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

c) Historical Cost Convention

The financial statements have been prepared on an accrual and going concern basis and under the historical cost convention except for defined Benefit Plans – Plan assets/liabilities are measured at fair value. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year. All assets and liabilities have been classified as current and noncurrent by the Company. The financial statements are prepared in Indian Rupees and all values are rounded off to nearest Lakhs upto two decimal places.

2.2 Material Accounting Policies

a) Property, Plant and Equipment:-

Property, plant and equipment are stated at cost of acquisition less accumulated depreciation and impairment losses. Cost comprises the purchase price and any directly attributable costs of bringing the assets to their working condition for its intended use. 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 Company and the cost of the item can be measured reliably. All other repairs and maintenance cost are charged to the Statement of Profit and Loss during the period in which they are incurred.

Gains or losses arising on retirement or disposal of property, plant and equipment are recognised in the Statement of Profit and Loss.

Property, plant and equipment which are not ready for intended use as on the date of Balance Sheet are disclosed as "Capital work in-progress".

b) Depreciation:-

- a. Depreciation on Fixed Assets is provided based on the useful life of the asset in the manner prescribed in Schedule II to the Companies Act, 2013 in accordance with the straight line method of depreciation
- b. Intangible Assets are recognized only when future economic benefits arising out of the assets flow to the enterprise and are amortized over their useful life ranging from 3 to 5 years.
- c. Cash generating units / Assets are assessed for possible impairment at balance sheet dates based on external and internal sources of information. Impairment losses, if any, are recognized as an expense in the statement of Profit & Loss. No provision is made for impairment loss during the year.
- d. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.
- e. The range of useful lives of the property, plant and equipment are as follows:
 - a) Plant and Machinery - 10 years
 - b) Furniture and fixtures -10 years
 - c) Office Equipments - 5 years
 - d) Factory Building - 30 years
 - e) Vehicles - 8 years

c) Inventory:-

- a. Finished goods are valued at cost or net realizable value whichever is lower and raw material is at cost as certified by the management based on FIFO method. Cost includes all charges incurred for bringing the goods to the point of sales.

- b. Consumables, Stores and Packing Materials are valued at cost less amount written off. The cost formula used is First InFirst Out.

d) Revenue Recognition:-

Sale of goods is recognized at the point of dispatch of finished goods whereby all significant risks and rewards of ownership have been transferred to the buyers and no significant uncertainty exists regarding the amount of consideration that will be derived from the sale of goods.

Export Sales are accounted for as and when Sale Invoices are raised and goods are dispatched out of factory as per RBI reference rate on the date of invoice. The difference if any between negotiation / realization rate and exchange rate of invoice is accounted as foreign exchange difference on receipt of particulars from negotiating bank.

Company is entitled for Duty Draw Back on of Exports done. Accordingly, income on account of Duty Draw Back is recognized for Sale Invoices raised up to March 31, 2024at the applicable rate.

Company is also entitled for Remission of Duties and Taxes on Exported Products scheme (RODTEP) which is introduced from January, 2021. The incentive is in the form of grant of Duty Credit Scrip from D.G.F.T. The said Scripts are in turn, encashed by way of sale to importers at agreed rate. Accordingly, the entitlement of scrips which are saleable is recognised as income on accrual basis at percentage prevailing in the market as at end of the year.

e) Employeesbenefits:-

Retirement benefits: Defined benefit plans –

Contributions to defined contribution schemes such as Provident Fund and ESI are charged to the Profit and Loss Account as incurred. The company also provides for retirement and post-retirement benefits in the form of gratuity and leave encashment. Such defined benefits are charged to the Profit and Loss Account based on valuations, as at the balance sheet date. Provision for gratuity liability has been made on the basis of independent actuarial valuation and the same is not funded.Encashment of leave is charged off at the undiscounted amount in the year in which the related services are rendered.

f) Financial Assets

The Company classifies its financial assets at amortized Costonly if both of the following criteria are met:

the asset is held within a business model whose objective is to collect the contractual cash flows, and
the contractual terms give rise to cash flows that are solely payments of principal and interest

Financial assets classified at amortised cost comprise trade receivables, loans and security deposit.

g) Trade Receivables

Trade receivables are amounts due fromcustomers for goods sold or services performed in the ordinary course of business and reflect the Company's unconditional right to consideration (that is, payment is due only on the passage of

time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance. For trade receivables and contract assets, the company applies the simplified approach required by IndAS 109, which requires expected lifetime losses to be recognised from initial recognition of thereceivables.

2.3 Other Accounting Policies

a) Borrowing costs: -

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset were capitalized as part of the cost of that asset till such time the asset is ready for its intended use.

There are no borrowing cost during the year.

b) Impairment of Assets:-

At each balance sheet date, the Company assesses whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. No such adjustments have been made during the year under consideration. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital. If the carrying amount of the assets exceeds its recoverable amount, an impairment loss is recognized in the Profit and Loss Account to the extent the carrying amount exceeds the recoverable amount.

- c) Depending on the facts of each case and after studying the legal implications, the Company makes a provision when there is a present obligation as a result of a past event where the outflow of economic resources is probable and a reliable estimate of the amount of obligation can be made. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. The disclosure is made for all possible or present obligations that may but probably will not require outflow of resources as contingent liability in the financial statement.

d) Trade Receivables:

Out of the total receivable of Rs. 285.74 lakhs (previous year Rs. 303 Lakhs) Bill discounted with Federal Bank Rs. 205.11 lakhs (previous year Rs 126.01 lakhs) under FDBP limit with them, has been deducted from the trade receivable to arrive at the net amount realizable

e) Use of Estimates:-

The preparation of financial statements in conformity with generally accepted accounting principles, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities at the date of the financial statements and the results of operations during the

reporting year end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

f) Taxation

Current Income Tax: – Tax on Income for current period is NIL and MAT provision applicable u/s. 115 is NIL for the year due to carried forward losses

g) Deferred Tax: - Deferred Tax Asset remaining in books has not been written off during the year as the management considers that it will be made good in the coming years. Based on prudence and considering reasonable certainty of availability future taxable income after setting of the existing losses no additional adjustment on deferred tax has been made for the current year. In accordance with above, no adjustments of Deferred taxes were made during the year for the timing differences.

h) Foreign currency transactions are accounted at the prevailing rates on the date of transaction and exchange rate differences on monetary assets and liability as on closing date are dealt in the Profit & Loss Account wherever material.

i) Cash Flow Statement

Cash Flows are reported using the Indirect Method, whereby net profit before tax is adjusted for the effect of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments

Uniroyal Marine Exports Limited

Amount in Lakhs

Note -3: Property, Plant and Equipment

A. Property Plant and Equipment

	Land	Factory Buildings	Plant and Machinery	Processing Equipments	Laboratory Equipments	Office equipment	Electrical Fittings	Furniture and Fixtures	Vehicles(Motor Vehicles)	Motor Car	Library	Computer	Total
Gross Block													
Balance as at 31 March, 2023	24.04	235.72	1,248.32	74.97	8.33	9.81	35.57	6.14	107.15	22.90	0.16	16.21	1,789.33
Additions	-	6.20	-	-	0.25	0.29	-	-	-	-	-	-	6.74
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at 31 March, 2024	24.04	235.72	1,254.52	74.97	8.58	10.10	35.57	6.14	107.16	22.90	0.16	16.21	1,796.07
Additions	2.17	-	27.20	0.03	-	-	0.08	-	0.01	-	-	-	29.47
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	0.01
Balance as at 31 March, 2025	26.21	235.72	1,281.72	75.00	8.58	10.10	35.64	6.14	107.15	22.90	0.16	16.21	1,825.54
Accumulated Depreciation													
Balance as at 31 March, 2023	-	203.38	1,137.73	61.42	5.65	9.55	33.89	5.65	106.82	22.90	0.16	11.46	1,598.60
Additions	-	7.57	41.92	2.38	0.56	0.34	0.28	0.15	0.33	-	-	0.09	53.63
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at 31 March, 2024	-	210.95	1,179.65	63.80	6.20	9.89	34.17	5.80	107.15	22.90	0.16	11.55	1,652.24
Additions	-	7.57	42.80	2.38	0.56	0.34	0.28	0.15	-	-	-	0.09	54.18
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at 31 March, 2025	-	218.52	1,222.45	66.19	6.76	10.24	34.46	5.94	107.15	22.90	0.16	11.64	1,706.42
Net Block													
Balance as at 31 March, 2024	24.04	24.77	74.87	11.17	2.37	0.21	1.39	0.35	0.01	-	-	4.66	143.83
Balance as at 31 March, 2025	26.21	17.20	59.26	8.82	1.81	-0.14	1.18	0.20	-	-	-	4.57	119.12
B. Capital Work In Progress													
Building Under Construction													
CWIP ageing schedule	(Amount in Rs.)												
	Amount in CWIP for a period of												
	Total												
	Less than 1 year												
	1-2 years												
	2-3 years												
	More than 3 years												
CWIP	-												
Projects in progress	-												
Projects temporarily suspended	-												

The Assets of the Company are hypothecated to bank as security against the Packing credit and Foreign Bill Discounting limits sanctioned to the Company

UNIROYAL MARINE EXPORTS LIMITED
Notes Forming Part of Accounts for the year ended 31st March, 2025

Amount in Lakhs

Note 4: Other Non- Current Assets

	Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
a.	Security Deposits Unsecured , considered good	11.09	11.05
b.	Loans and advances to related parties	-	-
c.	Other loans and advances	-	-
	Total	11.09	11.05

Note 5: Inventories

a.	Raw Materials and components	3.69	1.99
b.	Finished goods	1,168.45	1,157.21
c.	Stores and spares **	2.89	2.83
d.	Consumables	4.06	5.14
e.	Packing Material	4.57	4.49
	Total	1,183.66	1,171.66
**	<p><i>Mode of Valuation: inventories have been valued at lower of cost or net realisable value as taken valued and certified by the Management</i></p> <p><i>Stores and spares have been valued at cost</i></p> <p><i>The inventories of the Company have secondary charge against the Packing credit and Foreign Bill Discounting limits sanctioned to the Company</i></p>		

Note 6: Trade Receivables

	Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
a.	Secured, considered good	-	-
b.	Unsecured, considered good	285.94	303.41
c.	Doubtful	-	-
	Total	285.94	303.41
	<p><i>Note 1: Out of the total receivable of Rs. 285.74 lakhs (previous year Rs. 303 Lakhs) Bill discounted with Federal Bank Rs. 205.11 lakhs (previous year Rs 126.01 lakhs) under FDBP limit with them, . (Pl Ref. Note13)</i></p> <p><i>Note2: The Trade Receivables of the Company have secondary charge against the Packing credit and Foreign Bill Discounting limits sanctioned to the Company</i></p>		

Trade Receivables ageing schedule		Current Reporting Period (2024-25)		
Amount in Rs (Lakhs)				
Particulars	Outstanding for following periods from due date of payment			
	Less than 6 months	6 months -1 year	More than 3 years	Total
(i) Undisputed Trade receivables — considered good	285.94	-	-	285.94
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-
(iv) Disputed Trade Receivables — considered good	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-
(vi) Disputed Trade Receivables —Credit Impaired				

Trade Receivables ageing schedule			Previous Reporting Period (2023-24)	
			Amount in Rs (Lakhs)	
Particulars	Outstanding for following periods from due date of payment			
	Less than 6 months	6 months -1 year	More than 3 years	Total
(i) Undisputed Trade receivables — considered good	303.41		-	303.41
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-
(iv) Disputed Trade Receivables — considered good	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-
(vi) Disputed Trade Receivables — Credit Impaired	-	-	-	-

UNIROYAL MARINE EXPORTS LIMITED

Notes Forming Part of Accounts for the year ended 31st March, 2025

Amount in Lakhs

Note 7: Cash & Cash equivalents

	Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
a.	Cash on hand	0.78	1.10
b.	Balances with banks		
	i) in current accounts	8.20	34.91
	ii) in fixed deposits with original maturity of less than 3 months		
c.	Other Bank Balances		
	i) fixed deposits	67.19	63.69
	Total	76.17	99.70
The Bank deposits includes interest accrued of Rs. 11.05 lakhs/ (Previous year Rs. 10.21 lakhs/-) and an amount of Rs. 9.57 lakhs is pledged with KSEB .			

Note 8: Loans

a.	Loans and advances to related parties		
	Secured, Considered good	-	-
	Unsecured, considered good	-	-
b.	Others		
	Secured, Considered good	-	-
	Unsecured, considered good		
	Advances recoverable in cash or in kind	9.25	7.00
	Total	9.25	7.00

Note 9: Other Current Assets

	Unsecured, considered good		
	Duty Draw Back Receivable	21.64	15.20
	Rodtep Receivable	16.91	17.84
	Prepaid Expenses	-	0.86
	Prepaid Insurance	5.58	5.76
	GST Refund Receivable/Set Off	77.14	61.48
	Mat Credit Receivable	1.85	1.85
	Total	123.12	102.98

Duty Draback and Licence receivable represents amounts due to the Company on the Exports made by the company .

UNIROYAL MARINE EXPORTS LIMITED
Notes Forming Part of Accounts for the year ended 31st March, 2025

Amount in Lakhs

NOTE 10: SHARE CAPITAL

	Particulars	Figures as at the end of current reporting period		Figures as at the end of the previous reporting period	
		Number	Amount	Number	Amount
a)	Authorised 8000000 Equity Shares of Rs.10/- Each	8,000,000.00	800	8,000,000.00	800
b)	Issued, Subscribed & Paid Up Subscribed and fully paid up Equityshares 64,79,500 Equity Shares of Rs.10/- Each	6,479,500.00	647.95	6,479,500.00	647.95
c)	Subscribed but not fully Paid up Partly paid up Equity shares	-	-	-	-
		6,479,500.00	647.95	6,479,500.00	647.95

d) Reconciliation of Number of Shares Outstanding

	Particulars	Equity Shares		Equity Shares	
		Number	Amount	Number	Amount
	Fully paid Shares outstanding at the beginning of the year	6,479,500.00	647.95	6,479,500.00	647.95
	Partly paid Shares converted in to fully paid shares during the year upon receipt of cash from shareholders	Nil	Nil	Nil	Nil
	Shares bought back during the year	Nil	Nil	Nil	Nil
	Balance of fully paid shares at the end of the year	6,479,500.00	647.95	6,479,500.00	647.95
	Partly paid Shares outstanding at the beginning of the year	Nil	Nil	Nil	Nil
	Partly paid Shares converted in to fully paid shares during the year	Nil	Nil	Nil	Nil
	Partly paid shares forefieted during the year	Nil	Nil	Nil	Nil
	Balance of partly paid shares at the end of the year	NIL	NIL	NIL	NIL
	Shares outstanding at the end of the year	6,479,500.00	647.95	6,479,500.00	647.95

e) Shareholding more than 5% of the total share holding

	Name of Shareholder		Figures as at the end of current reporting period		Figures as at the end of the previous reporting period	
			No. of Shares held	% of Holding	No. of Shares held	% of Holding
	Nithya Alex		401560	6.20	401560	6.20

f) Details of equity shares held by the promoters

Figures as at the end of current reporting period

Sl No.	Promoter Name	No. of Shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% Change during the year
1	Anna Samuel	4,977	-	4,977	0.08%	0.00%
2	Oommen John	50,000	-	50,000	0.77%	0.00%
3	Sujith Mathew Iype	5,000	-	5,000	0.08%	0.00%
4	M A Ipe	1,642	-	1,642	0.03%	0.00%
5	Mrs. Suchitra Mohanlal	4,900	-	4,900	0.08%	0.00%
6	C C Usman	50,000	-	50,000	0.77%	0.00%
7	Mr. Mohanlal.V.	200,100	-	200,100	3.09%	0.00%
8	Ganeshan Vakeri	552	-	552	0.01%	0.00%
9	Kamaludeen A	16	-	16	0.00%	0.00%
10	Thomas Varghese	5,000	-	5,000	0.08%	0.00%
11	Shamsudeen Mohammed Kunju	10,000	-	10,000	0.15%	0.00%
12	T Raju Thomas	-	-	-	0.00%	
13	Babu Chandy	268,759	-	268,759	4.15%	0.00%
14	Mrs. Nimmi Mathai	5,000	-	5,000	0.08%	0.00%
15	Mr. V.S.Haridas	5,000	-	5,000	0.08%	0.00%
16	Mr. Ravindra Kumar Reddy. D	10,800	-	10,800	0.17%	0.00%
17	Raju Mathew	5,000	-	5,000	0.08%	0.00%
18	Ninan A K	5,110	-	5,110	0.08%	0.00%
19	K C Thomas	237,500	-	237,500	3.67%	0.00%
20	Philip Kuruvilla	5,000	-	5,000	0.08%	0.00%
21	Kudel Kunhali	10,100	-	10,100	0.16%	0.00%
22	Lillykutty John	85,000	-	85,000	1.31%	0.00%
23	John Mathai	5,000	-	5,000	0.08%	0.00%
24	Basheer Kalarikkal	5,000	-	5,000	0.08%	0.00%
25	Mr. James Jacob	5,000	-	5,000	0.08%	0.00%
26	Nancy Babu	91,400	-	91,400	1.41%	0.00%
27	Alex Kalluvila Babu	23,800	-	23,800	0.37%	0.00%
28	Dr. Suguthan Paramod	19,000	-	19,000	0.29%	0.00%
29	K K Suseela	5,000	-	5,000	0.08%	0.00%
30	Sosamma George	5,000	-	5,000	0.08%	0.00%
31	Mithren Thomas	5,000	-	5,000	0.08%	0.00%
32	Mariamamma Thomas	8,920	-	8,920	0.14%	0.00%
33	Mohammed Chalil Chalakandi	50,000	-	50,000	0.77%	0.00%
34	Molly Pylichen	5,000	-	5,000	0.08%	0.00%
35	Mr. John Mathew Puthenkalam	5,000	-	5,000	0.08%	0.00%
36	Mrs. Leelamma Mathai	5,000	-	5,000	0.08%	0.00%
37	Ms. A.Ramla	5,000	-	5,000	0.08%	0.00%
38	Mrs. Serah Thomas	5,000	-	5,000	0.08%	0.00%
39	Mr. M.Halid	5,000	-	5,000	0.08%	0.00%
40	Mr. Lal Puthenparampil Varghese	1,000	-	1,000	0.02%	0.00%
41	Mr. Iype Koshy	100	-	100	0.00%	0.00%
42	Ms. Susan Kuruvilla	5,000	-	5,000	0.08%	0.00%
43	Mr. N.O.Rajan	5,500	-	5,500	0.08%	0.00%
44	Mr. George Kannikal	5,000	-	5,000	0.08%	0.00%
45	Mrs. Beena Mammen	5,000	-	5,000	0.08%	0.00%
46	Mr. Narayanan Gopinathan	100	-	100	0.00%	0.00%
47	Mrs. G.Sugeetha Menon	5,000	-	5,000	0.08%	0.00%
48	Mr. S.Duraiswamy	10,000	-	10,000	0.15%	0.00%
49	Mrs. S.Noorjehan	5,000	-	5,000	0.08%	0.00%
50	Mr. Narasimhan B.Goray	5,000	-	5,000	0.08%	0.00%
51	Mr. Vinodh Ninan	5,000	-	5,000	0.08%	0.00%
52	Mr. Eapen Jacob	5,000	-	5,000	0.08%	0.00%
53	Dr. Siyali. P.C.	5,000	-	5,000	0.08%	0.00%
54	Mr. C.P.Kunhi Mohamed	5,000	-	5,000	0.08%	0.00%
55	Mr. S.Lalji Sadasivan	5,000	-	5,000	0.08%	0.00%
56	Mr. Jacob Alexander	5,000	-	5,000	0.08%	0.00%
57	Mr. Subray K.Tandel	5,000	-	5,000	0.08%	0.00%
58	Mr. P. Surendran Pillai	5,000	-	5,000	0.08%	0.00%
59	Mr. Pradeep. K.G.	5,000	-	5,000	0.08%	0.00%

60	Mr. M. Yogabalakrishnan	15,000	-	15,000	0.23%	0.00%
61	Mr. M.Jaganathan	15,000	-	15,000	0.23%	0.00%
62	Mr. John Mathai	600	-	600	0.01%	0.00%
63	Mrs. Noorain Salim	5,000	-	5,000	0.08%	0.00%
64	Mr. Thomas George	5,000	-	5,000	0.08%	0.00%
65	Mr. Kurian A.K.	5,000	-	5,000	0.08%	0.00%
66	Mrs. K.Usha Prabhakaran	5,000	-	5,000	0.08%	0.00%
67	Mr. Prince Mathew Puthumana	5,000	-	5,000	0.08%	0.00%
68	Mrs. Jayasree Prakash	5,000	-	5,000	0.08%	0.00%
69	Mr. Mathew Cherian	5,000	-	5,000	0.08%	0.00%
70	Mr. Varghese Daniel	5,000	-	5,000	0.08%	0.00%
71	Mrs. Susannamma Varghese	5,000	-	5,000	0.08%	0.00%
72	Mr. P.J.Thomas	5,000	-	5,000	0.08%	0.00%
73	Mr. Cecil Thomas	5,000	-	5,000	0.08%	0.00%
74	Mr. Jesu. A	5,000	-	5,000	0.08%	0.00%
75	Mr. John. J	10,000	-	10,000	0.15%	0.00%
76	Mr. Ahemed Gani	5,000	-	5,000	0.08%	0.00%
77	Mr. S.T.Pappaian	5,000	-	5,000	0.08%	0.00%
78	Mr. Raja Athisayam. M	5,000	-	5,000	0.08%	0.00%
79	Mr. Shaji Varghese	5,000	-	5,000	0.08%	0.00%
80	Mrs. Mariyamma Peter	5,000	-	5,000	0.08%	0.00%
81	Mr. Avul Rawdher. B.,	5,000	-	5,000	0.08%	0.00%
82	Mr. Suresh Balaje	5,000	-	5,000	0.08%	0.00%
83	Mrs. S.Kasturi	5,000	-	5,000	0.08%	0.00%
84	Mr. K.J.Lukose	5,000	-	5,000	0.08%	0.00%
85	Mr. Paul Varghese	9,100	-	9,100	0.14%	0.00%
86	Mr. Jacob Varghese	5,000	-	5,000	0.08%	0.00%
87	K P Damodaran Nair	5,000	-	5,000	0.08%	0.00%
88	Alexander George	5,000	-	5,000	0.08%	0.00%
89	K P Thomas George	50,000	-	50,000	0.77%	0.00%
90	K J Thomas	10,000	-	10,000	0.15%	0.00%
91	Sobha Balu Mani	5,000	-	5,000	0.08%	0.00%
92	Leena Jacob	5,000	-	5,000	0.08%	0.00%
93	S Shajahan	5,000	-	5,000	0.08%	0.00%
94	Valiyath Thomas Satheesh	15,000	-	15,000	0.23%	0.00%
95	Seshadri T C	5,000	-	5,000	0.08%	0.00%
96	Plamottil Mammen Jose	50,000	-	50,000	0.77%	0.00%
97	B Venugopal	5,000	-	5,000	0.08%	0.00%
98	Joy C Mathew Mathai	50,000	-	50,000	0.77%	0.00%
99	George Joseph K	5,000	-	5,000	0.08%	0.00%
100	S Retnam Pillai	5,000	-	5,000	0.08%	0.00%
101	Malayandi Palaniyandi	5,000	-	5,000	0.08%	0.00%
102	Mangalathu Alexander John	5,000	-	5,000	0.08%	0.00%
103	F M Farook	5,000	-	5,000	0.08%	0.00%
104	A Selvaraj	10,000	-	10,000	0.15%	0.00%
105	K P Sudhakaran	10,000	-	10,000	0.15%	0.00%
106	A Hamsa	5,000	-	5,000	0.08%	0.00%
107	Manju Saro Mammen	5,000	-	5,000	0.08%	0.00%
108	Rajaram Shetty B	5,000	-	5,000	0.08%	0.00%
109	K.P.Sudhakaran	10,000	-	10,000	0.15%	0.00%
110	Mrs Susamma George	40,000	-	40,000	0.62%	0.00%
111	Jolly P.Alex	10,000	-	10,000	0.15%	0.00%
112	Asiya Shajahan	5,000	-	5,000	0.08%	0.00%
113	Mr. V.T.John	125,100	-	125,100	1.93%	0.00%
114	Mrs. Nithya Aleax	401,560	-	401,560	6.20%	0.00%
114	Mr. Verghese Thomas	125,100	-	125,100	1.93%	0.00%

Figures as at the end of the previous reporting period

SI No.	Promoter Name	No. of Shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% Change during the year
1	Anna Samuel	4,977	-	4,977	0.08%	0.00%
2	Oommen John	50,000	-	50,000	0.77%	0.00%
3	Sujith Mathew Iype	5,000	-	5,000	0.08%	0.00%
4	M A Ipe	1,642	-	1,642	0.03%	0.00%
5	Mrs. Suchitra Mohanlal	4,900	-	4,900	0.08%	0.00%
6	C C Usman	50,000	-	50,000	0.77%	0.00%
7	Mr. Mohanlal.V.	200,100	-	200,100	3.09%	0.00%
8	Ganeshan Vakeri	552	-	552	0.01%	0.00%
9	Kamaludeen A	4,897	-4,881	16	0.00%	-99.67%
10	Thomas Varghese	5,000	-	5,000	0.08%	0.00%
11	Shamsudeen Mohammed Kunju	10,000	-	10,000	0.15%	0.00%
12	T Raju Thomas	5,400	-5,400	-	0.00%	-100.00%
13	Babu Chandy	260,300	8,459	268,759	4.15%	3.25%
14	Mrs. Nimmi Mathai	5,000	-	5,000	0.08%	0.00%
15	Mr. V.S.Haridas	5,000	-	5,000	0.08%	0.00%
16	Mr. Ravindra Kumar Reddy. D	10,800	-	10,800	0.17%	0.00%
17	Raju Mathew	5,000	-	5,000	0.08%	0.00%
18	Ninan A K	5,110	-	5,110	0.08%	0.00%
19	K C Thomas	237,500	-	237,500	3.67%	0.00%
20	Philip Kuruvilla	5,000	-	5,000	0.08%	0.00%
21	Kudel Kunhali	10,100	-	10,100	0.16%	0.00%
22	Lillykutty John	85,000	-	85,000	1.31%	0.00%
23	John Mathai	3,000	2,000	5,000	0.08%	66.67%
24	Basheer Kalarikkal	5,000	-	5,000	0.08%	0.00%
25	Mr. James Jacob	5,000	-	5,000	0.08%	0.00%
26	Nancy Babu	91,400	-	91,400	1.41%	0.00%
27	Alex Kalluvila Babu	23,800	-	23,800	0.37%	0.00%
28	Dr. Suguthan Paramod	10,000	9,000	19,000	0.29%	90.00%
29	K K Suseela	5,000	-	5,000	0.08%	0.00%
30	Sosamma George	5,000	-	5,000	0.08%	0.00%
31	Mithren Thomas	5,000	-	5,000	0.08%	0.00%
32	Mariamamma Thomas	8,920	-	8,920	0.14%	0.00%
33	Mohammed Chalil Chalakandi	50,000	-	50,000	0.77%	0.00%
34	Molly Pylichen	5,000	-	5,000	0.08%	0.00%
35	Mr. John Mathew Puthenkalam	5,000	-	5,000	0.08%	0.00%
36	Mrs. Leelamma Mathai	5,000	-	5,000	0.08%	0.00%
37	Ms. A.Ramla	5,000	-	5,000	0.08%	0.00%
38	Mrs. Serah Thomas	5,000	-	5,000	0.08%	0.00%
39	Mr. M.Halid	5,000	-	5,000	0.08%	0.00%
40	Mr. Lal Puthenparampil Varghese	1,000	-	1,000	0.02%	0.00%
41	Mr. Iype Koshy	100	-	100	0.00%	0.00%
42	Ms. Susan Kuruvilla	5,000	-	5,000	0.08%	0.00%
43	Mr. N.O.Rajan	5,500	-	5,500	0.08%	0.00%
44	Mr. George Kannikal	5,000	-	5,000	0.08%	0.00%
45	Mrs. Beena Mammen	5,000	-	5,000	0.08%	0.00%
46	Mr. Narayanan Gopinathan	100	-	100	0.00%	0.00%
47	Mrs. G.Sugeetha Menon	5,000	-	5,000	0.08%	0.00%
48	Mr. S.Duraiswamy	10,000	-	10,000	0.15%	0.00%
49	Mrs. S.Noorjehan	5,000	-	5,000	0.08%	0.00%
50	Mr. Narasimhan B.Goray	5,000	-	5,000	0.08%	0.00%
51	Mr. Vinodh Ninan	5,000	-	5,000	0.08%	0.00%
52	Mr. Eapen Jacob	5,000	-	5,000	0.08%	0.00%

53	Dr. Siyali. P.C.	5,000	-	5,000	0.08%	0.00%
54	Mr. C.P.Kunhi Mohamed	5,000	-	5,000	0.08%	0.00%
55	Mr. S.Lalji Sadasivan	5,000	-	5,000	0.08%	0.00%
56	Mr. Jacob Alexander	5,000	-	5,000	0.08%	0.00%
57	Mr. Subray K.Tandel	5,000	-	5,000	0.08%	0.00%
58	Mr. P. Surendran Pillai	5,000	-	5,000	0.08%	0.00%
59	Mr. Pradeep. K.G.	5,000	-	5,000	0.08%	0.00%
60	Mr. M. Yogabalakrishnan	15,000	-	15,000	0.23%	0.00%
61	Mr. M.Jaganathan	15,000	-	15,000	0.23%	0.00%
62	Mr. John Mathai	5,000	-4,400	600	0.01%	-88.00%
63	Mrs. Noorain Salim	5,000	-	5,000	0.08%	0.00%
64	Mr. Thomas George	5,000	-	5,000	0.08%	0.00%
65	Mr. Kurian A.K.	5,000	-	5,000	0.08%	0.00%
66	Mrs. K.Usha Prabhakaran	5,000	-	5,000	0.08%	0.00%
67	Mr. Prince Mathew Puthumana	5,000	-	5,000	0.08%	0.00%
68	Mrs. Jayasree Prakash	5,000	-	5,000	0.08%	0.00%
69	Mr. Mathew Cherian	5,000	-	5,000	0.08%	0.00%
70	Mr. Varghese Daniel	5,000	-	5,000	0.08%	0.00%
71	Mrs. Susannamma Varghese	5,000	-	5,000	0.08%	0.00%
72	Mr. P.J.Thomas	5,000	-	5,000	0.08%	0.00%
73	Mr. Cecil Thomas	5,000	-	5,000	0.08%	0.00%
74	Mr. Jesu. A	5,000	-	5,000	0.08%	0.00%
75	Mr. John. J	10,000	-	10,000	0.15%	0.00%
76	Mr. Ahemed Gani	5,000	-	5,000	0.08%	0.00%
77	Mr. S.T.Pappaian	5,000	-	5,000	0.08%	0.00%
78	Mr. Raja Athisayam. M	5,000	-	5,000	0.08%	0.00%
79	Mr. Shaji Varghese	5,000	-	5,000	0.08%	0.00%
80	Mrs. Mariyamma Peter	5,000	-	5,000	0.08%	0.00%
81	Mr. Avul Rawdher. B.,	5,000	-	5,000	0.08%	0.00%
82	Mr. Suresh Balaje	5,000	-	5,000	0.08%	0.00%
83	Mrs. S.Kasturi	5,000	-	5,000	0.08%	0.00%
84	Mr. K.J.Lukose	5,000	-	5,000	0.08%	0.00%
85	Mr. Paul Varghese	9,100	-	9,100	0.14%	0.00%
86	Mr. Jacob Varghese	5,000	-	5,000	0.08%	0.00%
87	K P Damodaran Nair	5,000	-	5,000	0.08%	0.00%
88	Alexander George	5,000	-	5,000	0.08%	0.00%
89	K P Thomas George	50,000	-	50,000	0.77%	0.00%
90	K J Thomas	10,000	-	10,000	0.15%	0.00%
91	Sobha Balu Mani	5,000	-	5,000	0.08%	0.00%
92	Leena Jacob	5,000	-	5,000	0.08%	0.00%
93	S Shajahan	5,000	-	5,000	0.08%	0.00%
94	Valiyath Thomas Satheesh	15,000	-	15,000	0.23%	0.00%
95	Seshadri T C	5,000	-	5,000	0.08%	0.00%
96	Plamottil Mammen Jose	50,000	-	50,000	0.77%	0.00%
97	B Venugopal	5,000	-	5,000	0.08%	0.00%
98	Joy C Mathew Mathai	50,000	-	50,000	0.77%	0.00%
99	George Joseph K	5,000	-	5,000	0.08%	0.00%
100	S Retnam Pillai	5,000	-	5,000	0.08%	0.00%
101	Malayandi Palaniyandi	5,000	-	5,000	0.08%	0.00%
102	Mangalathu Alexander John	5,000	-	5,000	0.08%	0.00%
103	F M Farook	5,000	-	5,000	0.08%	0.00%
104	A Selvaraj	10,000	-	10,000	0.15%	0.00%
105	K P Sudhakaran	10,000	-	10,000	0.15%	0.00%
106	A Hamsa	5,000	-	5,000	0.08%	0.00%
107	Manju Saro Mammen	5,000	-	5,000	0.08%	0.00%
108	Rajaram Shetty B	5,000	-	5,000	0.08%	0.00%
109	K.P.Sudhakaran	10,000	-	10,000	0.15%	0.00%
110	Mrs Susamma George	40,000	-	40,000	0.62%	0.00%
111	Jolly P.Alex	10,000	-	10,000	0.15%	0.00%
112	Asiya Shajahan	5,000	-	5,000	0.08%	0.00%
113	Mr. V.T.John	125,100	-	125,100	1.93%	0.00%
114	Mr. Verghese Thomas	125,100	-	125,100	1.93%	0.00%

g) Shares held by holding company/subsidiary/associates

	Name of Company		Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
			Nil	Nil

h) Calls Unpaid			As at 31 March 2025		As at 31 March 2024	
	By Directors		Nil	Nil	Nil	Nil
	By Officers		Nil	Nil	Nil	Nil
	By others		Nil	Nil	Nil	Nil

Notes:

- 1 The company has issued only one class of shares referred to as Equity shares having a par value of Rs.10 per share. Each holder of equity share is entitled to one vote per share.

UNIROYAL MARINE EXPORTS LIMITED

Notes Forming Part of Accounts for the year ended 31st March, 2025

Amount in Lakhs

NOTE -11: LONG TERM BORROWINGS

	Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
	<u>Secured</u>		
a)	Term loans		
	From Banks	Nil	Nil
	From others	Nil	Nil
		-	-
	<u>Unsecured</u>		
a)	Loans and advances from related parties		
	Loan From Directors	Nil	Nil
b)	Long term maturities of finance lease obligations	Nil	Nil
c)	Other Long Term Liabilities		
	Loan from/ Liability to Others **	59.50	59.50
	GECL Loan ***	106	200
		165.07	259.50
**	Loan from/ Liability to others represent amount payable to Erstwhile Director of the company incurred at the time when he was a Director of the company. As per clause 2(1)(C) (viii) of Companies (Acceptance of Deposits) Rules, 2014, the said amout is outside the purview of definition of "Deposits" and therefore provisions of Section 74 of Companies Act 2013 is not applicable.		
***	The Comoany has granted laon under Guaranted Emergecy Credit Line Scheme with reapyment over 33 Equated Monithly isntlaments starting from July 2024 . The amount has been split into curent and Non curret portion		

Amount in Lakhs

Particulars		Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
a)	Provision for employee benefits - Gratuity Note : The Company is paying customary bonus during Onam festival every year and therefore no provision has been made for bonus applying the provisions of the Bonus Act.	74.72	74.64
	Total	74.72	74.64

NOTE 15: Short Term Borrowings		
Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
<u>Secured</u>		
a) Loan Repayable on demand		
i) From Banks		
Federal Bank Ltd. EXPORT- PCL **	999.64	999.94
FDBP/FUBAP/RABC	215.11	126.01
GECL ***	96.24	100.00
Total	1,311.00	1,225.95
** Export packing credit limit of Rs. 10 Crores secured by first charge on all the goods to be exported and the whole of the company's stock of marine products and also charge by way of hypothecation on land, building, machineries and equipments, and also personal guarantee of Mr. K C Babu. Repayable on demand . The Ineterest on the favility is 9.45% earlier on anunual basis and present rate is 8.70%		
** FDBP discounted as on 31.3.2025 amounting to Rs.205.11/- lakhs (previous year Rs.126.01-lakhs) - under FUDP/FDBP has been secured against document of title to goods, evidencing export against LC and also by way of hypothecation of land, building, machineries and equipments, and also personal guarantee of Mr. K C Babu. Repayable on demand .The interest rate is 8.7 0% presently which was earlier 9.45% on this facility		
*** Please refer notes on gGECL loan given in note 11		

	Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
a)	Trade Payables		
	(A) total outstanding dues of micro enterprises and small enterprises; and	74.20	3.51
	(B) total outstanding dues of creditors other than micro enterprises and small enterprises **	58.41	153.42
	Total	132.61	156.93
**	There are no amounts (Previous year Rs. Nil) payable to a firm in which the Directors or their relatives are interested, on account of purchase of raw material during the year in the ordinary course of business		

Figures as at the end of current reporting period						
Trade Payables Ageing Schedule	Outstanding for following periods from due date of payment					
Particulars	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	74.20	-	-	-	74.20
(ii) Others	-	58.41				58.41
(iii) Disputed dues — MSME	-	-	-	-	-	-
(iv) Disputed dues — Others	-	-	-	-	-	-
	-	-	-	-	-	-

Figures as at the end of the previous reporting period

Trade Payables Ageing Schedule	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	-	3.51	-	-	-	3.51
(ii) Others	-	153.42	-	-	-	153.42
(iii) Disputed dues — MSME	-	-	-	-	-	-
(iv) Disputed dues — Others	-	-	-	-	-	-
	-	-	-	-	-	-

Amount due to Micro, Small and Medium enterprises:

Description			Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
a) i) Principal amount remaining unpaid as at the end of each accounting year			74.20	3.51
ii) Interest due thereon			-	-
iii) Interest due and payable for the period of delay in payment			-	-
iv) Interest accrued and remaining unpaid			-	-
v) Interest due and payable even in succeeding years			-	-
b) Dues to Micro, Small and medium enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. Trade payables are non interest bearing and are normally settled in 30 to 60 days in the normal course. No interest has been paid or provided as per the terms agreed with the parties and interest if any to be provided under the MSMED act is not material.				

NOTE 15: OTHER CURRENT LIABILITIES

Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
a) Current Maturities of Long Term Debt		
- Foreign currency Term Loan due within 12 months	-	-
b) Other Payables		
For Employees Benefits		
- Contribution to PF		
- ESI payable	0.35	0.36
- LIC	0.08	0.09
- Peevees Security & Placement Security	0.24	0.23
- TDS Payable	0.68	1.44
- Expense Payable	32.29	37.70
- Provident Fund Payable	1.70	1.77
- Audit Fee Payable	0.62	-
Deferred income	3.20	2.70
Total	39.16	44.29

NOTE 16: SHORT TERM PROVISIONS

Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
a) Provision for employee benefits	Nil	Nil
b) Others		
- Proposed Dividend	Nil	Nil
- Tax on Dividend	Nil	Nil
Total	Nil	Nil

UNIROYAL MARINE EXPORTS LIMITED
Notes Forming Part of Accounts for the year ended 31st March, 2025

Amount in Lakhs

Note 17: Revenue from operations

Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
Sale of products		
Export Sales at C&F rates	2,253.04	1,522.91
Domestic Sales	212.43	171.48
Less : Sales Return		-
Other operating revenues	379.76	234.13
Total	2,845.22	1,928.52
Other operating revenue includes export incentives in the form of duty draw back and RODTEP which are of recurring in nature as per policy of the Government .		

Note 18: Other Income

Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
Other non-operating income	33.25	40.40
Total	33.25	40.40
Other operating includes interest due on deposits and is recurring in nature depending		

Note 19: Cost of Material Consumed

Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
Opening Stock		
Raw Materials	1.99	6.88
Packing Materials	4.49	4.18
Consumables	5.14	16.06
	11.62	27.12
Add: Purchases during the year		
Raw Materials	1,782.63	1,068.94
Packing Materials	39.88	27.27
Finished Goods	4.92	-
Consumables	25.70	13.47
	1,853.14	1,109.68
Less: Closing Stock		
Raw Materials	3.69	1.99
Packing Materials & Consumables	4.57	4.49
Consumables	4.06	5.14
	12.32	11.62
Total	1,852.44	1,125.18

Note 20: Changes in inventories

Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
Opening Stock		
Finished Goods	1,157.21	1,364.18
Closing Stock	-	-
Finished Goods	-1,168.45	-1,157.21
Total	-11.24	206.97

UNIROYAL MARINE EXPORTS LIMITED
Notes Forming Part of Accounts for the year ended 31st March, 2025

Amount in Rs in Lakhs

Note 21: Employee Benefits Expense

Particulars	Figures as at the end of current reporting period		Figures as at the end of the previous reporting period
Salaries and Wages	180.46		223.22
Contribution to provident and other fund	10.58		11.68
Gratuity	8.86		8.84
Staff welfare expenses	24.07		22.41
Total	223.97		266.14

Note 22: Finance Cost

Particulars	Figures as at the end of current reporting period		Figures as at the end of the previous reporting period
Interest expense	140.59		135.42
Other borrowing costs	9.38		13.79
Interest expense on security deposit	2.70		2.37
Total	152.68		151.58

Note 23: Other Expenses

Particulars		Figures as at the end of current reporting period		Figures as at the end of the previous reporting period
Shipping Freight & Expenses		215.89		110.35
Factory Expenses		24.81		27.75
Power & Fuel		201.89		160.48
Repairs & Maintenance				
<i>Building</i>	3.24		0.74	
<i>Plant & Machinery</i>	5.60		10.13	
<i>Others</i>	5.60	14.44	5.23	16.09
Purchase Expenses		90.74		55.65
Loss on foreign exchange				1.05
Audit Fee		2.68		2.28
Commission & Brokerage				-
Donations				0.04
Exgratia on Retirement		6.78		5.30
Insurance		7.13		9.24
Membership Fee				0.30
Printing & Stationery		0.69		0.76
Rates & Taxes		4.78		8.25
Reverse Tax-GST		0.57		0.48
Travelling & Conveyance		6.41		6.11
Advertisement Expenses		1.10		0.95
Professional & Legal Expenses		8.28		7.32
Listing fee		3.25		3.25
Security Charges		2.70		2.77
Telephone Telex Fax Charges		0.15		0.18
Other Administrative Expenses		7.39		22.05
Total		599.69		440.64

Note 23a: Payment to Auditors

Particulars	Figures as at the end of current reporting period		Figures as at the end of the previous reporting period
Audit Fee	1.56		1.20
Tax Audit & Internal Audit	1.00		0.60
Certifications	0.12		0.48
Reimbursement of Expenses			
Total	2.68		2.28

UNIROYAL MARINE EXPORTS LIMITED

Notes Forming Part of Accounts for the year ended 31st March, 2025

Amount in Rs.

Note 24: Earning per share

	Particulars	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
a)	Number of shares	6,479,500	6,479,500
	(Basic and Diluted) comprehensive income	799,166	-27,659,969
	Basic EPS (Rs.)	0.12	-4.27
b)	Number of shares used in computing earning per share	6,479,500	6,479,500
	Total Comprehensive Income	799,166	-27,659,969
	Basic EPS (Rs.)	0.12	-4.27

UNIROYAL MARINE EXPORTS LIMITED

Notes Forming Part of Accounts for the year ended 31st March, 2025

Amount in Rs.

Note 25: Imported/Indigenous value of Materials and Stores consumed

Particulars	Percentage	Figures as at the end of current reporting period	Percentage	Figures as at the end of the previous reporting period
Imported:				
<i>Raw Materials</i>	-	-	-	-
<i>Spares & Consumables</i>	-	-	-	-
Indigenous:				
<i>Raw Materials</i>	96%	1,781	95%	1,074
<i>Spares & Consumables</i>	4%	72	5%	51
		1,852		1,125

Note 26: Value of Imports on CIF Basis

Raw Materials	-	-
Components and Spare Parts	-	-
Capital Goods	-	-
	-	-

Note 27: Expenditure in Foreign Currency

Royalty, Know How Fee	-	-
Professional and Consultancy	-	-
Interest	-	-
Other Matters		
1.Sales Commission	-	-
2. Foreign Tour	-	-
	-	-

UNIROYAL MARINE EXPORTS LIMITED
Notes Forming Part of Accounts for the year ended 31st March, 2025

Amount in Rs.

Note 28: Earnings in Foreign Exchange

Particulars		Figures as at the end of current reporting period		Figures as at the end of the previous reporting period
		(Rs.in Crores)		(Rs.in Crores)
Exports of Goods on FOB Basis		20.84		24.70
Royalty, Know- How, Professional Charges		Nil		Nil
Interest and Dividend		Nil		Nil
Other Income		Nil		Nil

Note 29: Segment reporting

The company has only one segment. The company's operation predominantly related to processing and exporting of marine products and has disclosed exports as its primary segment. Since the income on account of other activities are only incidental to the main business of seafood export and does not individually contribute to 10% or more of the total revenue receipts as per IND AS - 108, separate segment reporting is not applicable. Local turnover is not significant in total turnover. Segment has been identified in time with IND AS 108 on Segment Reporting.

Note 30: Previous year figures

Previous year figures have been regrouped, reclassified wherever necessary, but no such cases during the year

Note 31: Contingent Liabilities and commitments

Amount is Rs.

<u>Contingent liabilities and commitments (to the extent not provided for)</u>		Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
(i) Contingent Liabilities			
(a) Claims against the company not acknowledged as debt			
Income Tax demand under appeal		-	-
(b) Guarantees			
1. Infavour of Spl.Tahsildar		1.28	1.28
2. In favour of KSEB		9.57	9.57
3. In favour of Dy.Commissioner of Customs			-
(c) Other money for which the company is contingently liable (Bills purchased by Banks)		215.11	441.01
(d) Demand of Income tax for the assessment year 2012 against which petition u/s 154 filed was pending before the Assessing Officer			1,938.00
(e) Demand of Income tax for the assessment year 2011 against which petition u/s 154 filed was pending before the Assessing Officer			2,760.00
		225.96	5,149.86
(b) Foreign Bank Guarantee in favour of Navigator Insurance Company -		USD. 50,000	
(ii) Commitments			
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for		-	-
(b) Uncalled liability on shares and other investments partly paid		-	-
(c) Other commitments		-	-
		-	-
TOTAL CONTINGENT LIABILITIES AND COMMITMENTS		225.96	5,149.86

UNIROYAL MARINE EXPORTS LIMITED
Notes Forming Part of Accounts for the year ended 31st March, 2025

Note: 32

Related Parties Disclosure

(a)Details of Related Parties:			
Description of Relationship		Names of Related Parties	
Key Management Personnel	Mr. Anush K Thomas- Managing Director		
	Mr. K C Thomas- Director		
	Ms. Nithya Alex- Director		
	Mr. Mohanlal- Director		
	Mr.Sachu Rajan Eapen		
	Ms. Bindu Suresh- CFO		
	Mr.Ambarish Naren sampath		
	Ms. Manjusha Nair-Company Secretary		
	Mr. Roshan T - Company Secretary		
Company in which KMP/ Relatives of KMP can exercise significant influence			
LAAB M SCREENS PRIVATE LIMITED ANUJA PROPERTY DEVELOPERS PRIVATE LIMITED SUREFIRE SECURITIES PRIVATE LIMITED BABY MEMORIAL HOSPITAL LIMITED CALEB SECURITIES PRIVATE LIMITED ALSTON BUILDERS AND DEVELOPERS PRIVATE LIMITED KENSHA BUILDERS AND DEVELOPERS PRIVATE LIMITED FREO RENTALS AND LEASING PRIVATE LIMITED GILGAL PROPERTY DEVELOPERS PRIVATE LIMITED CASPER SECURITIES PRIVATE LIMITED HIMAX BUILDERS INDIA PRIVATE LIMITED CORNELIAN REALTORS AND DEVELOPERS PRIVATE LIMITED ENSO FINANCIAL CONSULTANCY PRIVATE LIMITED LEXINE BUILDERS AND DEVELOPERS PRIVATE LIMITED CORDATE PROPERTY DEVELOPERS PRIVATE LIMITED CARLTON LOGISTICS PRIVATE LIMITED NIYOG CONSULTANCY SERVICES PRIVATE LIMITED Baby Marine Products, Malpe Baby Marine Eastern Exports Private Limited Baby Marine Seafood Retail Private Limited Pranavam Arts			
Relatives of KMP with whom transactions have taken place during the year (other than those in the ordinary course of business)	NIL		
(b)Details of Related Parties transactions during the year ended March 31, 2025			
	Nature of transaction	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
a. M/s. Baby Marine Eastern Exports, Mandapam	Purchase of raw material	504.26	392.54
b. Key Management			
i. Anush K Thomas- Managing Director	Remuneration	2.52	2.52
ii . Mohanlal- Director	Sitting fee		
iii. K.C.Thomas - Director	Sitting fee		
iv.Nithya Alex - Director	Sitting fee		
v Ambarish Narish	Sitting fee		
vi Sachu Rajan Iype	Sitting fee		
vii			
Company Secretary:			
vii.Manjusha Mohandas Nair (01/04/24 to 31/08/24)	Salaries & Allowances	1.75	0.64
Arun Kumar V K (01/09/2024 to 28/02/2025)		2.40	3.50
Sajeesh Kurian (01/03/2025 onwards)		0.45	
viii .Bindu Suresh -C F O	Salaries & Allowances	3.87	3.42
		10.99	10.08
33.In the opinion of the Board of Directors, all items of Current Assets, Loans and Advances continue to have a realisable value of at least the amounts at which they are stated in the Balance sheet unless otherwise stated.			
34.Balances of Trade Receivables, Loans & Advances and Trade Payables are subject to confirmation and are as per books of account only. However, in the opinion of management, the reconciliation will not have any material impact on profitability of the company for the year.			

UNIROYAL MARINE EXPORTS LIMITED

Notes forming part of financial statement as at 31 March 2025

Note 48: Ratios

Ratio	Numerator	Denominator	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period	% change	Remarks
Current ratio	Current assets	Current liabilities	1.13	1.18	-4%	-
Debt - Equity ratio	Total debt	Shareholder's equity	33.63	41.37	-23%	-
Debt service coverage ratio	Earnings available for	Debt service = Interest and	-	-	0%	
Return on equity ratio	Net profit after tax –	Average shareholder's equity	0.01	-0.42	0%	
Inventory turnover ratio	Cost of goods sold OR sales	Average inventory	1.56	1.04	34%	Increase in inventory holding
Trade receivable turnover ratio	Net Credit sales	Average trade receivables	9.66	8.53	12%	Change in Receivable
Trade payable turnover ratio	Net Credit purchases	Average trade payables	12.80	5.57	56%	increase in trade payable
Net capital turnover ratio	Net sales	Working capital = Current assets – Current liabilities	14.73	7.64	48%	lower working capital
Net profit ratio	Net profit after tax	Net sales	0.00	-0.14	6071%	Change in profitability
Return on capital employed	Earnings before interest and taxes	Capital employed = Tangible Net worth + Total Debt + Deferred Tax Liability	0.10	-0.08	177%	Increase in profit

NOTES ON ACCOUNTS:

UNIROYAL MARINE EXPORTS LIMITED
Notes Forming Part of Accounts for the year ended 31st March, 2025

35. Employee Benefit Obligation

The Company provides for gratuity, a defined benefit gratuity plan covering eligible employees. Obligation with regard to the gratuity plan is determined by an independent actuarial valuation on the reporting date. The liability for the same is not funded against plan assets.

a. Table showing reconciliation of Defined Benefits Obligations (DBO)

	March31, 2025	March31, 2024
Present value of DBO at start of the year	74.64	74.81
Service Cost		
a.Current Service Cost	3.63	3.45
b.Past Service Cost		-
c. Loss/(Gain)from Settlement		-
Interest Cost	5.23	5.39
Benefits Paid	(7.53)	(1.038)
Re-measurements		
a.Actuarial Loss/ (Gain)from changes in demographic assumptions		1.73-
b.Actuarial Loss/ (Gain)from changes in financial assumptions	1.82	67
c.Actuarial Loss/ (Gain) from experience over the past year	(3.07)	(1.03)
Effect of acquisition/(divestiture)		-
Transfer In/(Out)		-
Changes in foreign exchange rates		-
Present value of DBO at end of the year	74.62	74.64

b. Table showing reconciliation of Fair Value of Plan Assets

	March31,2025	March31, 2024
Fair Value of Plan Assets at start of the year		-
Transfer In/(Out)		-
Contributions by Employer	7.53	10.38
Benefits Paid	(7.53)	(10.38)
Interest Income on Plan Assets		
Re-measurements on Plan Assets		
Return on plan assets excluding amount included in net interest on the net defined benefit liability/ (asset)		
Effect of acquisition/(divestiture)		
Changes in foreign exchange rates		
Fair Value of Plan Assets at end of the year		
Actual Return on Plan Assets		-
Expected Employer Contributions for the coming year		-

c. Table showing expenses recognized in the Profit and Loss Account

	March31,2025	March31, 2024
Service Cost		
a. Current Service Cost	3.63	3.45
b.Past Service Cost		
c. Loss/(Gain)from Settlement		
Net Interest on net defined benefit liability/(asset)	5.23	5.39
Employer Expenses	8.86	8.84

d. Table showing Net Liability/(Asset) recognized in the Balance Sheet

	March31,2025	March31, 2024
Present Value of DBO	74.72	74.64
Fair Value of Plan Assets		
Liability/(Asset) recognized in the Balance Sheet	74.72	74.64
Funded Status [Surplus/(Deficit)]	(23.27)	(74.81)
Of which, short term Liability	(74.72)	23.74
Experience Adjustment on Plan Liabilities:(Gain)/Loss	(3.07)	1.03

e. Table showing percentage Break-down of Total Plan Assets

	March31,2025	March31, 2024
Equity instruments	0%	0%
Debt instruments	0%	0%
Real estate	0%	0%
Derivatives	0%	0%
Investment Funds with Insurance Company	0%	0%
Of which, Unit Linked	0%	0%
Of which, Traditional/ Non-Unit Linked	0%	0%
Asset-backed securities	0%	0%
Structured debt	0%	0%
Cash and cash equivalents	0%	0%
Total	0%	0%

f. Table showing Actuarial Assumption

	March31, 2025	March31, 2024
Salary Growth Rate	5%p.a.	5%p.a.
Discount Rate	6.3%p.a.	7.1%p.a.
Interest rate on Net DBO/(Asset)	7%p.a.	6.5%p.a.
Withdrawal Rate	10%p.a.	10%p.a.
Mortality	IALM2012-14(Ult.)	IALM2012-14(Ult.)
Weighted average duration of obligation	3.5 years	4 years

g. Table showing movement in Other Comprehensive Income

	March31,2025	March31, 2024
Balance at start of year (Loss)/Gain	(24.81)	(23.44)
<i>Re-measurements on DBO</i>		
a. Actuarial (Loss)/Gain from changes in demographic assumptions		(1.73)
b.Actuarial (Loss)/Gain from changes in financial assumptions	(1.82)	(67)
c. Actuarial (Loss)/Gain from experience over the past year	(3.07)	(1.03)
<i>Re-measurements on Plan Assets</i>		

Return on plan assets excluding amount included in net interest on the net defined benefit liability/ (asset)		
<i>Re-measurements on Asset Ceiling</i>		
Changes in the effect of limit in ga net defined benefit asset other asset ceiling		
Balance at end of year (Loss)/Gain	(23.56)	(24.81)

h. Table showing Sensitivity Analysis

FY ended March 31, 2025 in Rs'000	Increases 1%	Decreases 1%
Salary Growth Rate	DBO increases by 279	DBO decreases by 263
Discount Rate	DBO decreases by 257	DBO increases by 278
Withdrawal Rate	DBO increases by 12	DBO decreases by 13

Mortality (increase in expected life time by 1year)	Negligible change
Mortality (increase in expected life time by 3years)	DBO decreases by 1

FY ended March 31, 2024 in Rs'000	Increases 1%	Decreases 1%
Salary Growth Rate	DBO increases by 276	DBO decreases by 260
Discount Rate	DBO decreases by 253	DBO increases by 273
Withdrawal Rate	DBO increases by 18	DBO decreases by 20

Mortality (increase in expected life time by 1year)	DBO decreases by 1
Mortality (increase in expected life time by 3years)	DBO decreases by 2

Note: The sensitivity is performed on the DBO at the respective valuation date by modifying one parameter whilst retaining other parameters constant. There are no changes from the previous period to the methods and assumptions underlying the sensitivity analyses

i. Table showing movement in Surplus/(Deficit).

	March 31, 2025	March 31, 2024
Surplus/(Deficit) at start of year	(74.64)	(74.81)
<i>Movement during the year</i>		
Current Service Cost	(3.63)	(3.45)
Net Interest on net DBO	(5.23)	(5.39)
Re-measurements [gains/(losses)]	1.25	(1.37)
Benefits Paid	7.53	10.38
Surplus/(Deficit) at end of year	(74.72)	(74.64)

j. Other Disclosures**Description of Asset Liability Matching (ALM) Policy**

As the plan is unfunded, an ALM policy is not applicable.

Description of funding arrangements and funding policy that affect future contributions

The plan is unfunded and the status is unlikely to change over the next few years.

Maturity profile

The average expected remaining lifetime of the plan members is 7 years as the valuation date.

36. Payment made to Directors

Particulars	As at 31.3.2025	As at 31.3.2024
Salary to Managing Director		1.80
House Rent Allowance		0.72
		2.52
Travelling Expenses incurred by Directors		
Travelling Expenses – Foreign Tour		
Sitting Fee to Directors		0.39

Directors are not claiming any commission and hence calculation of net profit under section 198 of the Companies Act, 2013 for computation of eligible commission to Directors are not given.

37. Additional Information:

Marine Division	Current Year	Previous Year
(i) Licensed Capacity	NA	NA
(ii) Installed Capacity	17700MT	17700 MT
(iii) Actual Production	696 MT	414MT

38. Name of Small-Scale Industries to whom the Company owes amounts

Particulars	As at 31.03.2025	As at 31.03.2024
Escort Packagings		
RohiniPlasto Pack	13.28	3.51
Triton Trading Corporation	6.42	
Transphere Logistics Pvt. Ltd	50.94	
Harbor Traders	3.74	

39. Unsecured Loan:

From Director	Nil	Nil
From Others (erstwhile Director)		59.50
Firms in which Directors are interested	Nil	Nil
		59.50

40. Key Management Personnel:

Mr.Anush K. Thomas, Managing Director

Nature of transactions with related parties:

–	Directors	Key Management Personnel	Firms/Companies in which Directors are Interested
Remuneration MD	252000		-
Sitting fee (Directors)	-	-	-
Travelling Expenses	-	-	-

41. Provision for gratuity liability has been made on the basis of independent actuarial valuation, and the same is not funded. As the company was hitherto carrying business loss of earlier years, and shortage in working capital, the company has not funded defined benefit plans as mandated in IND AS 19 'Employees Benefit'. The Company is not providing liability to leave encashment, as per policy of the Company no leave can be carried forward.

42. No amount is due for transfer to Investor Education and Protection Fund in accordance with Sec.125 of the Companies Act, 2013, as at the end of the year.

43. Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.

44. Quarterly financial results are published in accordance with the listing agreements.

45. Fair value measurements

Financial instruments by category

	For the year ended 31 March 2025	For the year ended 31 March 2024
Financial assets		-
Loans	9.25	7.00
Trade receivables	285.94	303.41
Cash and cash equivalents	76.17	99.70
Other financial assets	123.12	102.98
Total	371.36	513.09
Financial liabilities	1476.07	1485.45
Borrowings	132.61	156.93
Trade payables		
Total	1608.68	1642.38

The management considers that the carrying amount of financial assets and financial liabilities carried at amortized cost approximates their fair value which are payable or receivable in normal course.

46. Additional Regulatory Information

- The Title deeds pertaining to the immovable properties (except properties which are leased by the company with duly executed agreements statements are held in the name of the company in the company's favour) disclosed in the financial statements are held in the name of the company in the company's favour) disclosed in the financial statements.
- The Company has not revalued any of its Plant, Property and Equipment's or intangible assets during the year.
- The Company has not granted any loans or advances in the nature of loans to promoters, Directors, KMPs. The Company has given trade advances to its wholly owned subsidiaries. In the case of advances to related party, Interest is charged on the outstanding balances.
- The Company does not have any Benami property, and no proceeding has been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

- v) The company keeps inventory based on the availability of raw materials especially deep sea prawns , and keep them in frozen form . The inventories are physically verified by the management during the year and is found in good condition and are saleable in the normal course of business depending on the export orders and all the items in inventory are within the shelf life of the products.
- vi) The Company has not been declared a willful defaulter by any bank or financial institution or government or government authority.
- vii) The Company do not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act 1956
- viii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period other than that of vehicle purchased on Hire Purchase basis where agreement is not obtained.
- ix) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017. There are no relationship / extent of holding of the company in companies beyond the specified layers and the in such downstream companies.
- x) There are no scheme of arrangement approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the year and so there is no effect is required to be given in books of accounts the company.
- xi) The Company has not advanced or loans or invested funds to any other 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.
- xii) The Company has not received any fund from any persons or entities, 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
- xiii) The Company has not traded or invested in Cryptocurrency or Virtual Currency during the year ended March 31, 2025.
- xiv) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- xv) There are no material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. The Company will continue as a going concern and is able to meet its liabilities as and when it is due and is able to realise the assets in the ordinary course of the business of the Company.

xvi) The Company uses an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log). But it is not maintained for changes to certain records and changes made by certain users with specific access and the company uses a different software for recording transactions of inventory, wherein the audit trail (edit log) facility is not maintained

47. The standalone financial statements were authorized for issue in accordance with a resolution passed by the Board of Directors on 30.05.2025

For and on behalf of the Board of Directors

As per our report of even date attached

Anush K. Thomas
Managing Director
DIN:01254212

Nithya Alex
Director
DIN:02191256

For *BSJ & Associates*
Chartered Accountants
FRN: 010560S

Sajeesh Kurian P
Company Secretary
M.N. A56562

Bindu Suresh M
Chief Financial Officer

CA. Jobby George
Partner (M. No.211174)
UDIN: 25211174BMKSHH5439

Place: Kochi
Date: 30/05/25