



LYKIS LIMITED

Registered Office : 4th Floor, Grandeur Building, Veera Desai Road, Opp. Gundecha Symphony, Andheri - West, Mumbai - 400053, Maharashtra, India.
Tel.: 91-22-4069 4069 • E-mail : info@lykis.com • Website : www.lykis.com • CIN No.: L74999MH1984PLC413247

August 25, 2025

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

Dear Sir,

Subject: Submission of Annual Report pursuant to Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Scrip Code: 530689

In compliance with the provisions of Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of Annual Report of the Company for the year ended 31st March, 2025.

The aforesaid documents are being dispatched to all eligible shareholders and are also available on the website of the company www.lykis.com.

Kindly acknowledge and take on record.

Yours Faithfully,

For Lykis Limited

**Nadir Dhrolia
Managing Director**

Encl.: As above.



Exporter

ANNUAL REPORT 2024-2025



BISCUITS | COOKIES | LOLLIPOP | CANDIES | TOFFEES

CANNED FOOD | OTHER PRODUCTS | SUGAR & RICE | LIQUORS

SKIN CARE | HAIR CARE | BABY CARE | ORAL CARE | DEOS & PERFUMES | SOAPS

Oral Care

Special



Tri-Active



Better Cavity Protection



Spearmint



Charcoal 3 in 1



Charcoal



Lemon



Clove & Cinnamon



Himalyan Pink Salt



Sensi-Pro



Herbal



Red Gel-Cooling Cry



Kidzz



Toothpaste with Toothbrush



TOOTHBRUSH



Premium Body Oil



PEEL-OFF Mask



Petroleum Jelly



Hair Relaxer



Talcum Powder



LYKIS PEEL-OFF Mask



Hair Removal Spray



Hair Removal Cream



Hair Oil



Body Scrub

Fragrances

Lykis® APAIXONE-SE POR SI



Lykis Perfume



roll on



Glitter Mist Without Shimmer



Antiperspirant roll on



Galaxy Deos



Galaxy Perfume



Deo Talc



Fragrances



Antiperspirant roll on

Hair & Skin Care

H&H™ him and her



BODY LOTION



CONDITIONER



SKIN CARE



SHAMPOO



Fragrances

H&H Perfume



H&H Deo roll on



CREAM & JELLY



BABY WIPES



BABY SOAP



Monami Mosquito Repellent Deo Roll On



BABY TALC



BABY OIL



CLEANSING MILK



DIAPER RASH CREAM



BABY COLOGNE



BABY BUBBLE BATH



BABY SHAMPOO



MOSQUITO REPELLANT ROLL ON

Fragrances



Perfume



Deo



Deo Roll On



Perfume



Deo



Deo Roll On

Hair & Skin Care

Bonita



BODY MILK



PREMIUM BODY LOTION



BODY LOTION



CONDITIONER & SHAMPOO



SKIN CREAM



TALCUM POWDER



BONITA HAIR COLOUR



BONITA HAIR COLOUR SHAMPOO

RAW MATERIALS



COCOA BUTTER REFINED



HARD PARAFFIN WAX



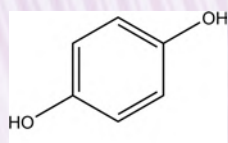
CALCIUM CARBONATE



ALMOND OIL



GLYCERIN 99.5%



HYDROQUINONE



RAW TALC



**CETOSTEARYL ALCOHOL
(GINOL 1618 TA)**



**CETYL ALCOHOL
(GINOL 16-98%)**



**EXTRA NEUTRAL ALCOHOL
(ENA)**



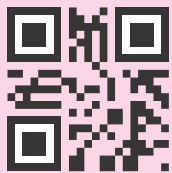
**LIGHT LIQUID PARAFFIN
(LLP)**



PINE OIL 90%



D-PANTHENOL 75 W

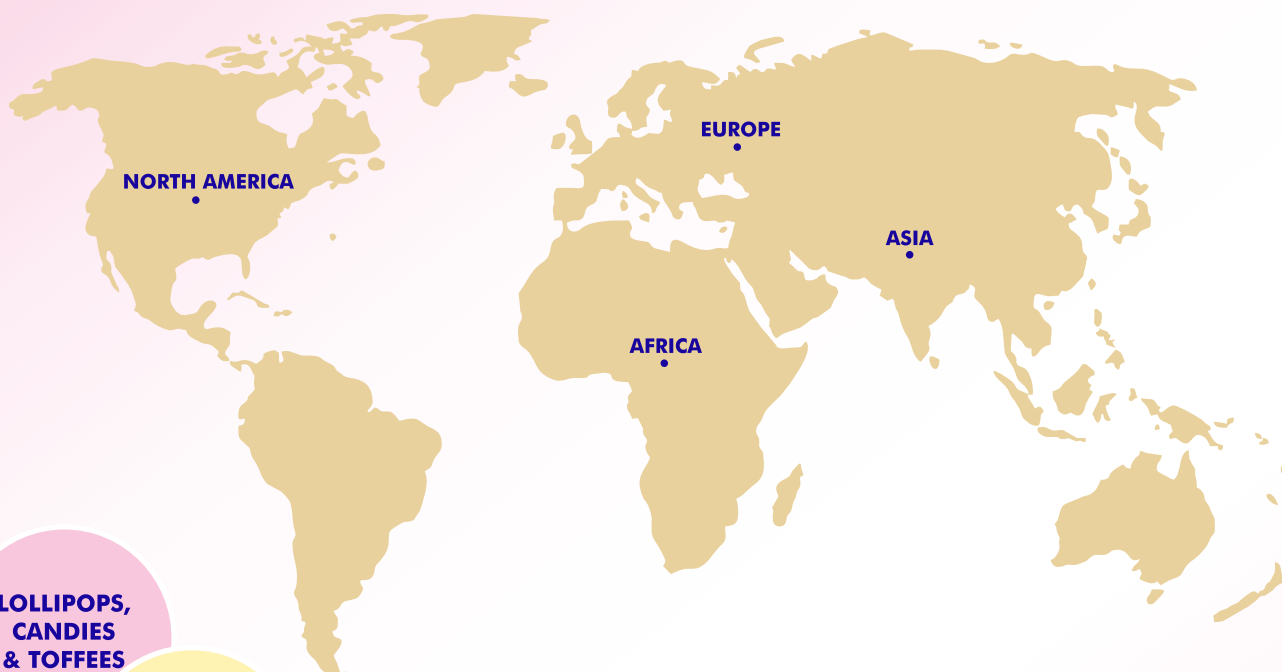


www.lykis.com



D-U-N-S Registered

“ We also do private labeling ”



LOLLIPOPS,
CANDIES
& TOFFEES

BISCUITS
& COOKIES

CANNED
FOODS
& COFFEE

SUGAR, RICE
& PACKING
MATERIALS

A GLOBAL EXPORT NETWORK

In recent years, *Lykis* has evolved as a key exporter with a working partnership of global network spanning over 30+ countries and touching ground of almost every continent. With our stronghold in FMCG products, we have consistently maintained the unrivalled position as one of the largest exporters from India.

“YOU NAME IT, WE DO IT...”

OUR BRANDS



LOLLIPOPS & CANDIES



WINKY POP ASSORTED LOLLIPOP



PHIZ CANDY ASSORTED



YOGOFRU LOLLIPOP



**JOLLY POP
POUCH & JAR**



JOLLY POP BUCKET



YOGO TWIST CANDY

BISCUITS



BOMDIA CORN FLAKES



BUTTER COOKIES IN TIN BOX



COCONUT COOKIES



CHOCO CHIP COOKIES



MARIE CRISP BISCUITS



BUTTER COOKIES



FLVOURED CREAM BISCUITS



GLUCOSE BISCUITS



SNACKS BISCUITS

FOOD PRODUCTS



SWEET CORN



GREEN PEAS



COFFEE



BON APPÉTIT SARDINE



BLUE FINS SARDINE



PEANUT BUTTER CREAMY, CHOCOLATE & CRUNCHY

PACKING MATERIALS

**COPIER PAPER
-70/72/75/80 GSM**



NOTE BOOKS



**LAMINATES, BOPP TAPE
& CORRUGATED BOX**

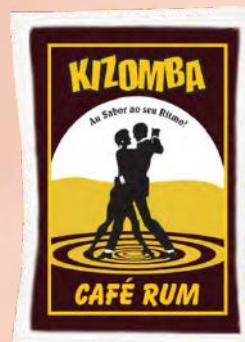
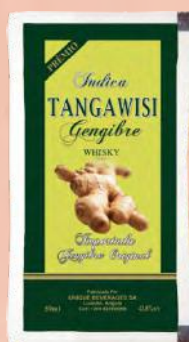


LIQUORS



INDICA RED & BLACK WHISKY

ESCAPE VODKA 5 FLAVOURS



LIQUOR 50 ML POUCH



INDICA MALT WHISKY

LABEL 9 WHISKY

MILLION AGED WHISKY

PHARMA PRODUCTS



ADEM SOAP 75 g



HEMORID CREAM 30 g



DAVIMO OV SPRAY 150 ml



ADEM POWDER 100 g



**WATER FOR INJECTION
-5 ML & 10 ML**



DAVIGRA SPRAY 15 g



MAYITAB TABLETS



DEXTROSE INJECTION 50 ml



BLOOD TRANSFUSION SET

COMMODITIES



SUGAR



BROWN SUGAR



SPICES



THAI WHITE RICE



EXTRA NEUTRAL ALCOHOL



WHITE RICE 25 kg

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Mr. Nadir Umedali Dhrolia (DIN: 03303675)

Mr. Dhrolia has joined the Board on 05th December, 2011. Mr. Nadir Dhrolia was the Non-Executive, Non-Independent Director until November 14, 2020. Mr. Dhrolia was appointed as the Executive - Managing Director of the Company with effect from November 14, 2020. He has completed his graduation in Bachelors of Commerce. He has more than 21 years of rich experience and expertise in the African markets. His contribution towards export business is of immense importance for the Company to grow in the industry.

Mr. Kairav Anil Trivedi (DIN: 07893708)

Mr. Trivedi has joined the Board on November 14, 2020. He holds the qualifications of M.com, FCA, FCS, LLB, MBA (JBIMS), FIOD, MCN and Insolvency Professional with over 23 years of experience in senior management in various sectors such as – Pharma, Automobile, Power Plants, Cement, Dredging, Ports, SEZ, Hospital, Infrastructure etc.

Mr. Rajendra Singh Singhvi (DIN: 08322932)

Mr. Singhvi has joined the Board on January 08, 2019. He is Chartered Accountant. He has over 30 years of rich & post qualification experience in accounts & finance management, corporate planning (mergers & de-mergers/IPO management), financial restructuring, treasury functions, predominately in auto & telecom sectors. He was appointed as CFO or Head Finance of large Domestic & International organizations like Tata Autocomp (TACO), Automotive Stampings (ASAL), Dish TV India Ltd, Idea Cellular Limited, LG Electronics, Escorts Communications Limited, Usha Martin, Coates of India, JK Ternel (Mexico) & Quality Group (Tanzania).

Mr. Rajesh Nambiar (DIN: 09004586)

Mr. Nambiar has joined the Board on February 13, 2021. Mr. Nambiar was born in Bombay, India and finished his engineering in 1990s from one of the most prestigious institutes in India.

After a few years of corporate experience working for an engineering company in India, Mr. Nambiar moved to the more challenging markets in central Africa setting up business units, turning around non-profitable companies and gaining invaluable market knowledge and experience in business management, project execution and supply-chain management.

Mr. Nambiar has a huge experience of managing businesses, restructuring operations, setting up greenfield projects all in very challenging and diverse political and economic environments.

Mr. Nambiar is a consultant taking up projects and assignments that help him leverage his knowledge and experience of African markets, enabling companies to take strategic decisions of expansion, investment, alliances and even exits.

He has set up family offices for his clients to manage their companies and personal wealth through strategic investments and enable them to plan their succession strategies and business success continuity.

Mrs. Mangala Prabhu (DIN: 06450659)

Mrs. Mangala Prabhu has joined the Board on May 18, 2023. She has experience in banking of 41 years across multiple roles spanning corporate credit, foreign exchange, HR and branch banking. Instrumental in formation of business restructuring process of verticalisation of entire credit portfolio of the bank. Led the Large corporate credit portfolio as General Manager in one of the reputed Bank for 3 years. Extensive experience in entire value chain of large value credit proposals. Working as financial consultant with many finance companies advising clients in mid /large corporate sector.

Mr. Amit Mallawat (DIN: 07898743)

Mr. Amit is a Member of Institute of Chartered Accountants of India (ICAI) and Member of Institute of Company Secretary (ICSI). He has more than 10 years of experience in finance and banking Advisory, he has hands of Experience in Corporate Finance, Trade Finance, Working Capital Management and banking Etc. He has worked with Top reputed listed companies like JSW Steel Ltd, JBF Industries Ltd with the passion for deep understating in Finance and Banking Industry. He has more new vibrant of new energy and innovative ideas and ways to execution strategy, which will help at our future endeavor.

Mr. Mitesh Agrawal (DIN: 09443399)

Mr. Mitesh Agrawal, he is a Fellow Member of the Institute of Chartered Accountants of India, with over 13 years of post-qualification experience in accounting management, MIS, compliance, finance, and banking. Earlier in his career, Mitesh worked with SME corporates, where he was responsible for managing finance, accounting, and operational functions. Known for his natural leadership and client-centric approach, Mitesh consistently delivers high-quality service with dedication and a passion for learning. A driven and forward-thinking professional, he currently leads the Accounting KPO and Advisory Services for the Group.

Mr. Deep Shah (DIN: 10847694)

Mr. Deep Shah, he is a seasoned finance and accounting professional with extensive experience in finalization of accounts for Limited and Private Limited Companies, Partnership Firms, and other entities. Proficient in handling statutory compliances including TDS, GST, PF, and ROC filings, as well as preparing and reviewing financial statements, tax audit reports, and GST returns. Adept in income tax computations, tax planning, and managing income tax scrutiny and assessments. Demonstrated expertise in internal audits, fund flow analysis, share valuation. Skilled in management consultancy. Hands-on experience in supporting regulatory filings like DRHP and CARO reporting, with a strong understanding of statutory frameworks including the Income Tax Act, Companies Act, and GST laws.

MESSAGE FROM CHAIRMAN & MANAGING DIRECTOR

Dear Shareholders,

I hope this message finds you in good health and high spirits.

It gives me great pleasure to share that during the financial year 2024–2025, Lykis Limited recorded a turnover of ₹ 30,141.08/- Lakhs. Despite the various challenges faced, your Company has demonstrated resilience and emerged stronger than ever.

This year has been truly transformative. The strategic restructuring initiatives we envisioned have now materialized, setting the foundation for a more robust organization. We have onboarded a team of seasoned professionals who bring rich experience and a strong commitment to driving excellence in corporate governance. With this renewed leadership, we are confident in achieving the ambitious goals we have set for ourselves.

We have also made significant strides in expanding our global footprint. By entering new geographic markets and tailoring our product offerings to regional demands, we continue to emphasize quality and innovation. These initiatives are all aligned with our overarching goal-enhancing shareholder value.

Looking ahead, we are energized by the opportunities that lie before us. I would like to extend my sincere appreciation to our dedicated employees, supplier partners, and team members, whose hard work and perseverance have been instrumental in our progress. Their individual and collective efforts in the face of adversity have been truly commendable.

Finally, I want to thank you, our valued shareholders, for your continued trust, commitment, and support. Together, we look forward to a future of sustained growth and success at Lykis Limited.

Warm regards,

Nadir Dhrolia

Chairman & Managing Director

CORPORATE INFORMATION

Board of Directors:

Mr. Shafeen Charania

Chairman and Non-Executive Director
(resigned w.e.f. August 06, 2025)

Mr. Nadir Dhrolia

Chairman & Managing Director

Mr. Rajendra Singh Singhvi

Non-Executive Independent Director

Mr. Kairav Trivedi

Non-Executive Independent Director

Mr. Rajesh Nambiar

Non-Executive Independent Director

Mrs. Mangala Prabhu

Non-Executive Independent Director

Mr. Amit Mallawat

Non-Executive Independent Director
(Appointed w.e.f. August 06, 2025)
(Subject to Shareholder approval)

Mr. Mitesh Agrawal

Non-Executive Independent Director
(Appointed w.e.f. August 06, 2025)
(Subject to Shareholder approval)

Mr. Deep Shah

Non-Executive Non Independent Director
(Appointed w.e.f. August 06, 2025)
(Subject to Shareholder approval)

Chief Financial Officer:

Mr. Shrigopal Kandoi

Company Secretary & Compliance Officer:

Ms. Darshana Sawant

Statutory Auditor:

M/s. Singrodia & Co, LLP

Chartered Accountants
Neo Shine House, 101, Off New Link Road, opp.
Monginis Factory, Veera Desai Industrial Estate,
Andheri West, Mumbai - 400053

Secretarial Auditor:

M/S Nishant Bajaj & Associates,
(Resigned w.e.f. March 28, 2025).

Ms. Komal Birmiwala
(Appointed – April 23, 2025)

Bankers:

HDFC Bank
ICICI Bank
Axis Bank

Registrar and Share Transfer Agent:

M/s. Purva Sharegistry (India) Pvt. Ltd.

Unit No. 9, Shiv Shakti Ind. Estt.
J. R. Borich Marg, Lower Parel (E),
Mumbai - 400 011.
Phone no. 022-2301 2517 / 8261.
Website: support@purvashare.com

Registered Office:

CIN: L74999MH1984PLC413247
Grandeur Building, 4th Floor,
Veera Desai Road, Opp. Gundecha Symphony,
Near Country Club, Andheri (West),
Mumbai - 400 053.
Phone : 022-40694069.
Website: www.lykis.com
Email: cs@lykis.com

DIRECTORS' REPORT

Dear Members,

The Board of Directors is pleased to present the Company's 41st Annual Report together with the Audited Statement of Accounts for the year ended 31st March, 2025.

1. FINANCIAL HIGHLIGHTS:

(₹ In Lakhs)

Particulars	Standalone		Consolidated	
	31.03.2025	31.03.2024	31.03.2025	31.03.2024
Total Income	26776.06	37465.95	30141.08	40774.05
Total Expenditure	26442.89	37416.25	29725.07	40402.39
Profit Before Depreciation and Tax	356.53	192.88	493.41	514.84
Less: Depreciation	154.94	143.18	154.94	143.18
Profit/(Loss) Before Tax	201.59	49.70	338.47	371.66
Less: Share In profit(Loss) of Associates and JV as per Equity method	0	0	-1.40	-1.97
Profit/(Loss) Before Tax	201.59	49.70	337.07	369.69
Less : Provision for Taxes	64.86	174.86	87.29	-6.14
Less :Deferred Tax	-11.17	-193.36	-11.24	-12.35
Profit / (Loss) for the year before Non-Controlling Interest	147.90	68.20	261.02	388.18
Add: Non-Controlling interest	0	0	-.03	-0.14
Profit / (Loss) for the year after Non-Controlling Interest	147.90	68.20	260.99	388.04
Profit/(Loss) for the year	147.90	68.20	260.99	388.04
Total Comprehensive Income / Loss for the year	142.17	66.96	258.19	390.42

2. COMPANY'S PERFORMANCE

During the year ended 31st March 2025, Operational Revenue including other income on Standalone basis was ₹ 26,776.06 Lakhs and Profit / (Loss) Before Tax was ₹ 201.59 Lakhs v/s ₹ 49.70 Lakhs in previous year while Net Profit / (Loss) for the financial year ended March 31, 2025 was ₹ 147.90 Lakhs v/s ₹ 68.20 Lakhs in previous year.

On a consolidated basis the operational revenue including other income was ₹ 30,141.08 Lakhs and Profit/ (Loss) Before Tax was ₹ 337.07 Lakhs v/s ₹ 369.69 Lakhs last year. The Net Profit / (Loss) for the financial year ended March 31, 2025 was ₹ 260.99 Lakhs v/s ₹ 388.04 Lakhs in previous year.

Your Company has taken several remedial steps to meet the challenges viz. measures in saving cost at all front of operations, optimize use of available resources etc.

A detailed analysis on the operations of the Company during the year under review and outlook for the current year is included in the Management Discussion and Analysis Report forming an integral part of this Annual Report.

3. SHARE CAPITAL

The Authorised Share Capital of the Company is ₹20,00,00,000/- (Rupees Twenty Crores only). The paid up Equity Share Capital of the Company is ₹19,37,51,550/- divided into 19375155 Equity Shares of ₹ 10/- each.

During the year under review, the Company has neither issued shares with differential voting rights nor granted any stock options or sweat equity. As on 31 March, 2025, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

4. DIVIDEND

Your Directors have not recommended dividend for the financial year ended March 31, 2025.

5. CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements of the Company have been prepared in accordance with section 129(3) of the Companies Act, 2013 and applicable Indian Accounting Standards, which have been reviewed by the Audit Committee and Board of Directors of the Company. Further, a statement containing the salient features of the financial statement of the Subsidiary in the prescribed format AOC1 is annexed to the Annual Report.

In accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of its subsidiary are available on the Company's website www.lykis.com. These documents will also be available for inspection during the business hours on every working day at the Registered Office till the date of the Annual General Meeting of the Company.

The Consolidated net profit/loss of the Company amounted to ₹ 260.99 Lakhs for the financial year ended 31st March, 2025 as compared to ₹ 388.04 Lakhs for the previous financial year ended 31 March, 2024.

In accordance with the provisions of the Companies Act, 2013 (the Act) and applicable provisions of Indian Accounting Standards on Consolidated Financial Statements, your Directors also provide the Audited Consolidated Financial Statements in the Annual Report.

6. RESERVES

The company has transferred Rs 48.58 lakhs from Investment Allowance Reserve to General Reserve as approved by the Board in the meeting held on April 23, 2025. Also the company has voluntarily transferred Rs 0.13 lakhs from Development Rebate Reserve to General Reserve.

7. SUBSIDIARY AND ASSOCIATES ENTITIES:

As on March 31, 2025, your Company has two Subsidiary Company and two Associate Companies, details whereof as under:

➤ SUBSIDIARY ENTITIES:

Lykis Marketing Pvt Ltd is the wholly owned subsidiary of Lykis Limited. The Company has main focus on FMCG product, commission agent and Marketing services.

Lykis Exports LLC is the wholly owned subsidiary of Lykis Limited. The Company has the main business of export of FMCG, ENA & Industrial Products.

In accordance with the provision of section 136 of the Companies Act, 2013, the annual report are placed on the company's website i.e. www.lykis.com.

➤ ASSOCIATE ENTITIES:

Lykis Packaging Private Limited and Lykis Biscuits Pvt Ltd are the Associate Companies of Lykis Ltd.

Pursuant to the provisions of Section 129(3) of the Act, a statement containing salient features of the financial statements of the Company's subsidiary and associate company in Form AOC-1 is attached as **Annexure A** to this report.

8. BOARD OF DIRECTORS

Pursuant Section 149(4) of the Companies Act, 2013 on recommendation of the Nomination and Remuneration Committee and the Board, the Members of the Company at its 37th AGM re-appointed Mr. Rajendra Singhvi and Mr. Rajesh Nambiar as Non - Executive Independent Directors on the Board of the Company with effect from conclusion of 37th AGM till the conclusion of 42nd Annual General Meeting.

The Members of the Company appointed Mr. Kairav Anil Trivedi as Non-Executive Independent Director and Mr. Shafeen Charania, Non - Executive Director of the Company by passing Ordinary Resolution through Postal Ballot dated February 20, 2021. Mrs. Mangala Prabhu was appointed as Non Executive Independent Director in Board Meeting dated May 18, 2023.

The necessary resolutions for the appointment /re-appointment of the above mentioned director and their brief profile have been included in the notice convening the ensuing Annual General Meeting. The brief resume of the Director seeking appointment / re-appointment at the ensuing Annual General Meeting, in pursuance of Regulation 36(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015 is annexed to the Annual General Meeting Notice.

All the directors of the company have confirmed that they satisfy the fit and proper criteria as prescribed under the applicable regulations and that they are not disqualified from being appointed as directors in terms of section 164(2) of the Companies act, 2013.

Mr. Shafeen Charania, Non executive Director resigned with effect from August 06, 2025. Mr. Amit Mallawat and Mr. Mitesh Agrawal was appointed as Non Executive Independent Director & Mr. Deep Shah was appointed as Non executive Director with effect from August 06, 2025.

9. INDEPENDENT DIRECTORS

Mr. Kairav Trivedi, Mr. Rajendra Singh Singhvi, Mrs. Mangala Prabhu and Mr. Rajesh Nambiar are Independent Directors of the Company. The Company has received declaration of Independence from all the Independent Directors as required under Section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of independence under Section 149(6) of the Companies Act, 2013 read with Regulation 16(1) (b) of SEBI (LODR) Regulations, 2015. In the opinion of the Board, the Independent Directors fulfil the said conditions of Independence. The Independent Directors have also confirmed that they have complied with the Company's Code of Business Conduct & Ethics. In terms of requirements of the Listing Regulations, the Board has identified core skills, expertise and competencies of the Directors in the context of the Company's business for effective functioning, which are detailed in the Corporate Governance Report.

The Ministry of Corporate Affairs ('MCA') vide Notification No. G.S.R. 804(E) dated October 22, 2019 and effective from December 01, 2019 has introduced the provision relating to inclusion of names of Independent Directors in the Data Bank maintained by Indian Institute of Corporate Affairs ('IICA'). All Independent Directors of your Company are registered with IICA. In the opinion of the Board, Independent Directors possess the requisite integrity, experience, expertise, proficiency and qualifications.

10. BOARD EVALUATION

The Board of Directors have carried out an annual evaluation of its own performance, Board Committee and individual Directors pursuant to provision of the Act and the corporate governance requirement as prescribed by the Securities and Exchange Board of India (Listing Obligation & Disclosure Requirement) Regulation, 2015. The performance of the board was evaluated by the board after taking inputs from all the Directors on the basis of criteria such as the Board Composition and structure, effectiveness of board process, information and functioning, etc. as provided by the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

A structured questionnaire was prepared after taking into consideration various aspects of Board's functioning like composition of the Board and its Committees, Board culture, performance of specific duties and obligations

keeping in view applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The evaluation process includes various aspects to determine the performance of Directors of the Company. The basis for this evaluation include fulfillment of independence criteria, qualifications, knowledge, level of engagement and contribution, skills and experience in the respective fields, honesty, integrity, ethical behavior and leadership, independence of judgment, attendance at the meetings, understanding the business, regulatory, competitive and social environment, understanding strategic issues and challenges etc. The Board of Directors expressed their satisfaction over the evaluation process.

In a separate meeting of Independent directors which was held on January 29, 2025, performance of non-independent and the board as whole was evaluated, taking into account the views of executive directors and non-executive directors. Performance evaluation of Independent director was done by the entire board, excluding the independent director being evaluated.

11. DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to section 134(5) of the Companies Act, 2013, the Board, to the best of their knowledge, hereby confirmed that:

- i. In the preparation of Annual Accounts and Financial Statements for the year ended March 31, 2025, the applicable accounting standards have been followed along with proper explanations relating to material departures, if any;
- ii. They have selected such accounting policies and applied them consistently and made judgment 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 provision of this act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. They have prepared annual accounts on a going concern basis
- v. They have laid down internal financial control to be followed by the company and that such internal financial control are adequate and were 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.

12. MEETINGS OF BOARD OF DIRECTORS

The Board met 4 (Four) times during the year. The details about the board meeting and the attendance of the directors are provided in Corporate Governance Report.

13. BOARD COMMITTEES

Details of all the following Committees constituted by the Board along with their composition, terms of references and meetings held during the year are provided in the Report on Corporate Governance which forms part of this Report.

1. Audit Committee
2. Stakeholder Relationship Committee
3. Nomination & Remuneration Committee
4. Corporate Social Responsibility Committee

14. BOARD DIVERSITY

The Board recognizes the importance of a diverse composition and has adopted a “Board Diversity Policy” which sets out the approach to diversity. The Board Diversity Policy of the Company is available at <https://lykis.com/investor>.

15. KEY MANAGERIAL PERSONNEL

Pursuant to Section 203 of the Companies Act, 2013, the Company has Four Key Managerial Personnel viz. Mr. Nadir Dhrolia as Managing Director, Ms. Darshana Sawant as Company Secretary & Compliance Officer, Mr. Shrigopal Kandoi as Chief Financial Officer of the Company and Mr. Sachin Bhatnagar as Chief Executive Officer (Resigned with effect from June 06, 2024).

16. ANNUAL RETURN

Pursuant to the provisions of Section 134(3)(a) and Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014 the Annual Return of the Company for the Financial Year ended 31 March, 2025 in Form MGT-7 is uploaded on the website of the Company and can be accessed at <https://lykis.com/investor>.

17. AUDITORS

STATUTORY AUDITOR

The Company had appointed M/s J A S S & Co LLP (formerly known as Singrodia & Co LLP), Chartered Accountant (Firm Registration No. W100280) as Statutory Auditor of the Company for term of five consecutive years from the conclusion 37th Annual General Meeting till the conclusion of 42nd Annual General Meeting of the Company. The Company has also received a consent from M/s J A S S & Co LLP (formerly known as M/s Singrodia & Co LLP) (Firm Registration No. W100280) to act as a Statutory Auditor of your Company for the period of five years. There are no qualification, reservation or adverse remark or disclaimer made in the audit report for the financial year 2024-25.

INTERNAL AUDITORS

The Board at its meeting held on May 13, 2024 had appointed M/s KTPS & Co., Chartered Accountants (Firm Registration No: 134942W) for a period of one year i.e. from April 01, 2024 till March 31, 2025.

SECRETARIAL AUDITORS

Pursuant to provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24(A) of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015, the Company had appointed M/s. Nishant Bajaj & Associates., as Secretarial Auditor of the Company for the financial year 2024-2025. M/s. Nishant Bajaj & Associates resigned with effect from March 28, 2025.

Ms. Komal Birmiwala was appointed as Secretarial Auditor of the Company in the Board Meeting dated April 23, 2025 for the financial year 2024-2025.

The Secretarial audit report for the financial year ended March 31, 2025 is annexed to this Report as **Annexure B** which is self-explanatory.

18. INDUSTRIAL RELATIONS

The industrial relations remained cordial during the year under review.

19. COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has complied with Secretarial Standards on meetings of Board of Directors and on General Meeting issued by the Institute of Company Secretaries of India in terms of Section 118 (10) of the Companies Act, 2013.

20. NOMINATION AND REMUNERATION POLICY

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The Policy broadly lays down the guiding principles, philosophy and the basis for payment of remuneration to Executive and Non-executive Directors (by way of sitting fees and commission), Key Managerial Personnel, Senior Management and other employees. The policy also provides the criteria for determining qualifications, positive attributes and Independence of Director and criteria for appointment of Key Managerial Personnel / Senior Management and performance evaluation which are considered by the Nomination and Remuneration Committee and the Board of Directors while making selection of the candidates. The details of this policy are available on the website of the Company <https://lykis.com/investor>.

21. INTERNAL FINANCIAL CONTROL

The Company has put in place adequate policies and procedures to ensure that system of Internal Financial Control is commensurate with the size and nature of the Company's business. The evaluation of these internal financial controls were done through internal audit process, established within the Company and through appointing professional firm to carry out such tests by way of systematic internal audit program. Based on the review of the reported evaluations, the directors confirms that the financial statement for the year ended March 31, 2025, are in accordance with the applicable accounting standards.

22. RISK MANAGEMENT

The Company has established a robust Risk Management system to identify & assess the key risks and ensure smooth and efficient operations of the business. Your company is well aware of these risks and challenges and has put in place mechanism to ensure that they are managed and mitigate with adequate timely actions. The audit committee reviews business risk area covering operational, financial, strategic and regulatory risks.

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

There is no unclaimed dividend lying in terms of section 125(2) of the Companies Act 2013 and accordingly the provisions of said section do not apply.

24. RELATED PARTY TRANSACTIONS

All contracts, arrangements/ transactions entered into during the year by the company with Related Parties were in ordinary course of business and on an arm's length basis. During the year under review, the company had not entered into any contract / arrangement/ transactions with related parties which could be considered as material. The particulars of contracts or arrangements referred to in section 188 (1) of the Companies Act, 2013 with related parties and as mentioned in form AOC-2 is attached as **"Annexure C"**.

25. PARTICULARS OF EMPLOYEE

During the year under review, your Company has not employed any person who was in receipt of remuneration in excess of the limits specified under Section 197 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The details required as per Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as **"Annexure D"**.

However pursuant to provision of section 136(1) of the Act, this report is being sent to the shareholders excluding the information required as per Rule 5 (2) and 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Any shareholder interested in obtaining the said information, may write to the Company Secretary at the Registered Office/ Corporate Office of the Company and the said information is open for inspection at the Registered Office of the Company.

26. HUMAN RESOURCES

Your Company considers Great Brand and Great People as its biggest asset. The Company is continued to organize various inbound and outbound training programs, recreation and team building activities to enhance employee skills and motivation. Company also conducted various workshops and events for grooming and upgrading vocational skills of the talent pool in order to meet future talent requirements.

27. DEPOSITS

The Company has not accepted any deposits from public during the financial year under review.

28. CORPORATE SOCIAL RESPONSIBILITY

In accordance with section 135 of the Companies Act, 2013, the provisions related to Corporate Social Responsibility (CSR) is applicable to the company during the year under review. The details of CSR expenditure are mentioned in "Annexure E".

29. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT

The Company has not given loan to any subsidiary company during the year. The company has not given any loan and advances in the nature of loans or stood guarantee, or provided security to any other entity during the year.

30. PREVENTION OF SEXUAL HARASSMENT POLICY

Considering gender equality, the Company has zero tolerance for sexual harassment at workplace. The Company has an Anti-Sexual Harassment Policy in line with the requirement of the Sexual Harassment of woman at workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been set up to redress complaint receive regarding sexual harassment. In Financial Year 2024-25, there were no complaints were received from any of the employee.

- i. Number of Complaints filed during the financial year - NIL
- ii. Number of complaints disposed of during the financial year - NIL
- iii. Number of complaints pending as on end of the financial year - NIL

31. WHISTLE BLOWER/ VIGIL MECHANISM

The Company has established a Vigil Mechanism and adopted a whistle bower policy for its Directors and employees, to report concern about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The mechanism provides adequate safeguards against victimization of persons who use this mechanism. During the financial year 2024-25, no cases under this mechanism were reported to the Company and /or to any of its Subsidiaries / Associates. Policy on whistle bower is available at <https://www.lykis.in/investors>.

32. CORPORATE GOVERNANCE

The report on Corporate Governance as stipulated under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 forms an integral part of this report. A certificate from Ms. Komal Birmiwala, Practicing Company Secretary regarding compliance on conditions of corporate governance as stipulated in the Listing Regulations is also appended to the report on Corporate Governance.

33. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

The Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 is presented in a separate section forming part of the Annual Report.

34. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

A. Conservation of Energy:

The Company has initiated to take adequate measures for conservation of energy. The Company shall explore alternative source of energy as and when the necessity arises.

B. Technology Absorption:

The Company continues to use the latest technologies for improving the productivity and quality of its services and products.

C. Foreign Exchange Earnings and Outgo

(₹ in lakhs)		
Particulars	Current Year	Previous Year
Foreign Exchange Outgo	526.54	76.58
Foreign Exchange earned	21654.12	38225.87

35. MATERIAL CHANGES AND COMMITMENTS

There were no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relates and the date of the Report.

36. POSTAL BALLOT:

During the year, the Company has not passed any resolution through Postal Ballot.

37. SIGNIFICANT AND MATERIAL CHANGES / ORDERS PASSED BY THE REGULATORS OR COURTS AND TRIBUNALS :

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

38. REPORTING OF FRAUDS :

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the audit committee and/or board under Section 143(12) of Act and Rules framed thereunder.

39. MATERNITY BENEFITS COMPLIANCES

The Company has complied with the applicable provisions of the Maternity Benefit Act, 1961 and the rules made thereunder. The Company has ensured that all eligible women employees are provided with maternity benefits and other entitlements as prescribed under the Act. The Company remains committed to providing a safe, supportive, and inclusive work environment for its women employees.

40. ACKNOWLEDGMENT:

Your Directors place on record their deep appreciation to all employees for their hard work, dedication and commitment. The enthusiasm and unstinting efforts of the employees have enabled the Company to remain in industry. The Board places on record its appreciation for the support and co-operation your Company has been receiving from its suppliers, distributors, retailers, business partners and others associated with it as its trading partners. Your Company looks upon them as partners in its progress and has shared with them the rewards of growth. It will be your Company's endeavor to build and nurture strong links with the trade based on mutuality of benefits, respect for and co-operation with each other, consistent with consumer interests.

Your Directors also take this opportunity to thank all Shareholders, Business Partners, Government and Regulatory Authorities and Stock Exchanges, for their continued support.

For and on behalf of the Board of Directors

Nadir Dhrolia

Chairman & Managing Director
03303675

Date : August 06, 2025

Place : Mumbai

ANNEXURE A AOC -1

Statement containing salient features of the Financial Statement of Subsidiary and Associate Companies (Rs. Lakhs)

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

(₹ Lakhs)

Sr. No	Name of Subsidiary or Associate Company	Reporting Period	Reporting Currency	Exchange Rate on last day of financial year	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments (excluding investment in subsidiaries)	Turnover	Profit/ (Loss) before Taxation	Provision for taxation	Profit/ (Loss) after taxation	Proposed Dividend	% of Shareholding
1	Lykis Marketing Pvt Ltd#	April to March	INR	NA	20	19.03	45.48	6.44	0	96.36	75.48	22.36	53.12	0	99.95
2	Lykis Export LLC#	April to March	AED	AED 23.26	AED 100,000	AED 519766.08	AED 5450025.87	AED 4844924.45	0	AED 14052902.33	AED 31,415.73	0	AED 61,133.78	0	100.00
3	Lykis Packaging Pvt Ltd@	April to March	INR	NA	121.27	(213.02)	16.84	108.59	0	0	(2.47)	0	(2.47)	0	41.23
4	Lykis Biscuit Pvt Ltd@	April to March	INR	NA	1.00	(27.03)	28.67	54.70	0	0	(2.37)		(2.37)	0	50.00

#Subsidiary Company of Lykis Ltd.

@Associate Company of Lykis Ltd.

For and on behalf of the Board of Directors

Nadir Dhrolia

Chairman & Managing Director
03303675

Date : August 06, 2025
Place : Mumbai

ANNEXURE B

**FORM NO. MR. 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2025**

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

The Members**LYKIS LIMITED****(CIN: L74999MH1984PLC413247)**

4th Floor, Grandeur Building, Veera Desai Road,
Opp. Gundecha, Symphony, Andheri - West, Andheri,
Mumbai, Maharashtra, India, 400053.

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

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information 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 **March 31, 2025** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- I. The Companies Act, 2013 (**the Act**) and the Rules made there-under;
- II. The Securities Contracts (Regulation) Act, 1956 ('**SCRA**') and the Rules made there-under;
- III. The Depositories Act, 1996 and the Regulations and bye-laws framed there-under;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there-under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the Company during the Audit period)**
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('**SEBI Act**') to the extent applicable to the Company;
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the Audit period)**
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the Audit period)**
 - e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the Audit period)**

- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 ***(Not applicable to the Company during the Audit period);***
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 ***(Not applicable to the Company during the Audit period).***

VI. During the financial year, the Company is engaged in business activities which are not subject to any specific law and hence no specific law is applicable to the Company.

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

- (i) Secretarial Standards including the amended Secretarial standards applicable with effect from 1st October, 2017 issued by the Institute of Company Secretaries of India under the provisions of the Act.
- (ii) The SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015
- (iii) Listing Agreements entered into by the Company with BSE Limited read with The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We report that, during the financial year under review, the Company has complied with the provisions of the Act, rules, regulations, guidelines as mentioned above.

We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company and test verification on random basis carried out for compliances under other applicable Acts, Laws and Regulations to the Company

The compliance by the Company of the applicable direct tax laws, indirect tax laws and other financial laws has not been reviewed in this Audit, since the same have been subject to review by the other designated professionals and being relied on the reports given by such designated professionals.

We further report that, based on the information provided and representation made by the Company and also on the review of compliance reports of the respective department heads/Company Secretary/CFO taken on record by the Board of Directors of the Company, in our opinion adequate system and process exists in the company commensurate with the size and operations of the Company to monitor and ensure compliance with the applicable general laws like labour laws, competition law and environmental laws.

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 provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent generally at least seven days in advance, and in view of the non-existence formal system, we are not in position to comment on existence of system for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

As per the minutes of the meeting duly recorded and signed by the Chairman, majority decision carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that during the audit period there were no instance of:

- i. Public/Right/Preference issue of shares / debentures / sweat equity, etc.
- ii. Redemption / buy-back of securities
- iii. Major decisions taken by the members in pursuance to Section 180 of the Companies Act, 2013
- iv. Merger / amalgamation / reconstruction, etc.
- v. Foreign technical collaborations.

Komal Birmiwala

Practicing Company Secretaries

Membership No. A39718

COP No. 20862

UDIN: A039718G000947372

Peer Review Certificate No. 5849/2024

Date: 06/08/2025

Place: Mumbai

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

ANNEXURE A

To,
The Members
LYKIS LIMITED
(CIN: L74999MH1984PLC413247)
4th Floor, Grandeur Building, Veera Desai Road,
Opp. Gundecha, Symphony, Andheri - West, Andheri,
Mumbai, Maharashtra, India, 400053.

Our Secretarial Audit Report of even date is to be read along with this letter;

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit;
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion;
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company;
4. Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulation 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 procedure on test basis;
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Komal Birmiwala
Practicing Company Secretaries
Membership No. A39718
COP No. 20862

UDIN: A039718G000947372
Peer Review Certificate No. 5849/2024

Date: 06/08/2025
Place: Mumbai

ANNEXURE C

Form AOC-2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act 2013 and Rule 8(2) of the, Companies (Accounts) Rules, 2014.

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

1. Details of contracts or arrangements or transactions not at Arm's length basis for the year ended March 31, 2025:

Name of the Related party & Nature of Contract	Nature of Relationship	Duration of Contract	Salient terms	Amount in (₹)
NIL				

2. Details of material contracts or arrangements or transactions at Arm's length basis for the year ended March 31, 2025.

Name of the Related party & Nature of Contract	Nature of Relationship	Duration of Contract	Salient terms	Amount in (₹)
NIL				

For and on behalf of the Board of Directors

Nadir Dhrolia

Chairman & Managing Director
03303675

Date : August 06, 2025

Place : Mumbai

ANNEXURE D

DISCLOSURE

[Pursuant to rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

Sr. No	Particulars			
i	The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2024-2025:			
	Sr. No.	Name of Director / Key Managerial Personnel	Designation	Ratio of remuneration of each Director to the median remuneration of the employees
	1	Mr. Nadir Dhrolia	Managing Director	1.4:1
	2	Mr. Shafeen Charania	Chairman	0:1
	3	Mr. Rajendra Singhvi	Independent Director	0.02:1
	4	Mr. Kairav Trivedi	Independent Director	0.02:1
	5	Mr. Rajesh Nambiar	Independent Director	0.02:1
	6	Mrs. Mangala Prabhu	Independent Director	0.01:1
	7	Mr. Sachin Bhatnagar	Chief Executive Officer	0.27:1
	8	Mr. Shrigopal Kandoi	Chief Financial Officer	0.55:1
	9	Ms. Darshana Sawant	Company Secretary	0.17:1
ii	the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;			CFO: 31% CS: 25%
iii	the number of permanent employees on the rolls of Company;			67
iv	average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration; a) Average % increase in Managerial personnel: b) Average % increase in other personnel:			13.15%
v	affirmation that the remuneration is as per the remuneration policy of the Company.			Yes

For and on behalf of the Board of Directors

Nadir Dhrolia

Chairman & Managing Director
03303675

Date : August 06, 2025
Place : Mumbai

ANNEXURE E

**ANNUAL REPORT ON
CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES**

1. **A brief outline of the Company's CSR policy including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes.**

The CSR Committee of the Company identifies certain projects on its own or through Trusts /Agencies which carry out CSR activities. Depending on the priority, urgency and need of the situation, activities are shortlisted and finalized and approved by the CSR Committee and noted by the Board.

2. **Composition of CSR Committee:-**

Sr. No	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Rajesh Nambiar	Chairman /Independent Director	1	1
2.	Mr. Nadir Dhrolia	Member / Managing Director	1	1
3.	Mr. Kairav Trivedi	Member/ Independent Director	1	1

3. **Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.**

<https://lykis.com/investor>

4. **Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable.**

Not Applicable

5. **Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable.**

Sr. No.	Financial Year	Amount available for set-off from preceding financial years	Amount required to be set-off for the financial year, if any
1			
2		Not Applicable	
3			

6. **Average net profit of the company as per section 135(5). (₹. In Lakhs) ₹ 442.12**

7.	(a)	Two percent of average net profit of the company as per section 135(5) (Rs. In Lakhs)	8.84
	(b)	Surplus arising out of the CSR projects or programs or activities of the previous financial years.	Nil
	(c)	Amount required to be set off for the financial year, if any	0.49
	(d)	Total CSR obligation for the financial year (7a+7b-7c). (Rs. In Lakhs)	8.35

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (₹ in Lakhs)	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per section 135(6).*		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount (₹ In Lakhs)	Date of transfer	Name of the Fund	Amount (₹ In Lakhs)	Date of Transfer
8.85	Nil	NA	-	Nil	-

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

Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes / No)	Location of the project		Project duration	Amount allocated for the project (₹ In lakhs)	Amount spent in the current financial Year (Rs. In Lakhs)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹ In Lakhs)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - through Implementing Agency	
				State	District						Name	CSR Registration Number
1												
2	Not Applicable											
3												

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

Sr. No.	Name of Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes / No)	Amount spent for the project (₹ In Lakhs)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - through Implementing Agency	
						Name	CSR Registration Number
1	Welfare Fund	Welfare Fund	-	8.85	No	Navjeevan Charitable Trust	CSR00010651

- (d) Amount spent in Administrative Overheads Nil
- (e) Amount spent on Impact Assessment, if applicable Nil
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e) (₹ In Lakhs) ₹ 8.85
- (g) Excess amount for set off, if any ₹ 785

Sr. No.	Particular	Amount (₹)
(i)	Two percent of average net profit of the company as per section 135(5)	8,84,215
(ii)	Total amount spent for the Financial Year	8,85,000
(iii)	Excess amount spent for the financial year [(ii)-(i)]	785
(iv)	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	0
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	785

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

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (₹ In Lakhs)	Amount spent in the reporting Financial Year (₹. In Lakhs)	Location of the project			Amount remaining to be spent in succeeding financial years (₹ In Lakhs)
				Name of the Fund	(₹ in Lakhs)	Date of transfer	
1							
2	Refer Below Note*						
3							
	Total						

*Note: Not applicable for earlier Financial Years as there was no requirement to transfer funds under Section 135(6) to the Unspent CSR Account or to the fund specified under Schedule VII.

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

Sr. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Total amount allocated for the project (₹ in Lakhs)	Amount spent on the project in the reporting Financial Year (₹ in Lakhs)	Cumulative amount spent at the end of reporting Financial Year (₹ in Lakhs)	Status of the project - Completed / Ongoing
1							
2		Not Applicable					
3							
	Total						

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (Asset-wise details) Not applicable
- (a) Date of creation or acquisition of the capital asset(s) Not applicable
- (b) Amount of CSR spent for creation or acquisition of capital asset. Not applicable
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. Not applicable
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset). Not applicable
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). Not applicable

Date : August 06, 2025
Place : Mumbai

Rajesh Nambiar
Chairman - CSR Committee
DIN : 09004586

Nadir Dhrolia
Chairman & Managing Director
DIN : 03303675

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The Board of Directors present the Company's Report on Corporate Governance pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") as amended for the financial year ended March 31, 2025.

The Company's policies and vision encompasses enhancement in shareowners value without compromising on integrity, social obligations and regulatory compliances. Your Company and its Management function within the established standards of propriety, fairness and aims at creating a culture of openness. The management believes effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built and continue to thrive when requirements of Regulations are followed and complied in true letter and spirit. It necessitates transparency, accountability, ethical conduct thus fostering investor confidence and protecting the interest of all its stakeholders.

2. BOARD OF DIRECTORS

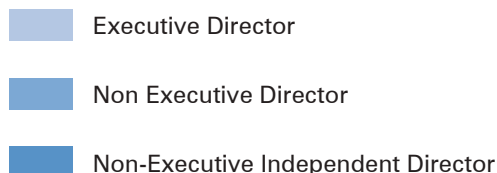
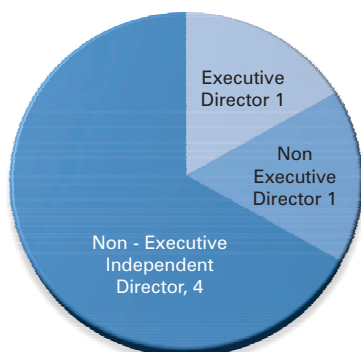
i. Composition

The Company maintains optimum combination of Executive, Non-Executive and Independent Directors on the Board of the Company during the financial year 2024-2025. The Board of Directors as on March 31, 2025, comprises of Six (6) members out of which one (1) is an Executive Director, one (1) is Non-Executive Director and four (4) are Non-Executive Independent Directors. The Company has Non-Executive Chairman and the number of Independent directors is more than one half of the total number of Directors. The composition of the Board of Directors of the Company is in compliance with Regulation 17(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Composition of Board of Directors of the Company as on March 31, 2025 is as below:

Name	Designation	Category	Shareholding as on 31.03.2025
Mr. Shafeen Charania	Chairman	Non –Executive Director	-
Mr. Nadir Dhrolia	Managing Director	Executive Director	13014966
Mr. Rajesh Nambiar	Director	Non- Executive Independent Director	-
Mr. Rajendra Singhvi	Director	Non- Executive Independent Director	-
Mrs. Mangala Prabhu	Director	Non- Executive Independent Director	-
Mr. Kairav Trivedi	Director	Non- Executive Independent Director	-

Composition of Director



- ii. The information relating to the number directorship and committee chairmanship/memberships held by directors in other public companies including this listed entity as on March 31, 2025 is given below as required under the Listing Regulation:

Directors	Board Meeting held during the year	Board Meeting attended during the year	Whether attended last AGM	Directorship of Indian Public Companies	Name of the Listed Entity	Committee Membership or Chairmanship	
						Chairmanship	Membership
Mr. Shafeen Charania*	4	2	Yes		Lykis Ltd – Chairman	0	0
Mr. Nadir Dhrolia	4	4	Yes		Lykis Ltd –Managing Director	0	0
Mr. Rajendra Singhvi	4	4	Yes		Lykis Ltd - Independent Director	1	1
Mr. Rajesh Nambiar	4	4	Yes		Lykis Ltd -Independent Director	0	1
Mr. Kairav Trivedi	4	4	Yes		Lykis Ltd - Independent Director	1	2
Mrs. Mangala Prabhu	4	4	Yes	Star Agriwarehousing and Collateral Management Ltd Fort Finance Ltd Agriwise Finserv Ltd Archerchem Healthcare Ltd	Kesoram Industries Ltd – Independent Director Siyaram Silk Mills Ltd - Independent Director Ladderup Finance Ltd - Independent Director Aspira Pathlab & Diagnostics Ltd - Independent Director Lykis Ltd - Independent Director	3	5

*Resigned with effect from August 06, 2025

- The Other Directorship and Chairmanship / Membership of Committee held in foreign companies, private limited companies, companies incorporated under section 8 of the Companies Act, 2013 are excluded.
 - The Chairmanship and Membership of Audit Committee and Stakeholder Relationship Committee are considered.
 - None of the Directors have any inter-se relation among themselves.
- iii. None of the Directors of the Company hold directorships in more than twenty (20) companies including in more than ten (10) public companies. In accordance with the Listing Regulations, none of the Directors of the Company hold directorship in more than eight (8) listed companies and independent directorship in more than seven (7) listed companies. The Managing Director of the Company does not hold directorship as an Independent Director in any other listed company. Also, none of the Directors is serving as a member of more than ten (10) committees or as the Chairman of more than five (5) committees in accordance with the requirements of the Listing Regulations.

The composition of the Board represents an optimal mix of professionalism, knowledge and experience which enables the Board to discharge its responsibilities and provide effective leadership to the business.

iv. Board Meetings and Board procedure

The Board and its Committees meet at regular intervals in accordance with to consider, discuss and approve inter alia, the unaudited and audited standalone and consolidated financial results of the Company, to decide

on the business policies and strategies of the company. The Board/Committee meetings are pre-scheduled and tentative dates of such meetings are informed well in advance to facilitate the Directors to plan their schedule.

The Company Secretary drafts the agenda for each meeting, along with explanatory notes, in consultation with the Chairman and Management and circulate to the Directors as per timelines. In special and exceptional circumstances, additional or supplementary items are permitted to be taken up as any other item with the permission of the Chairman and consent of a majority of the Board Members/ Committee members.

The Board reviews and approves strategy and oversees the results of management to ensure that the long term objectives of enhancing stakeholder's value are met. The day-to-day management of the Company is conducted by the Managing Director subject to the supervision and control of the Board of Directors.

The Company Secretary of the Company attends all the meetings of the Board and its Committees and advises/ assures the Board and Committees on compliance and governance principles.

During the year 2024-25, the Board met four times in a year. The meetings were held at the intervals as permitted by the Act and applicable regulations. The required quorum was present at all the below meetings. Dates for the Board Meetings for the ensuing financial year are decided well in advance and communicated to the Directors.

Board Meeting Date	Board Strength	No. of directors Present
13.05.2024	6	6
30.07.2024	6	6
01.11.2024	6	5
29.01.2025	6	5

The draft minutes of the Board and Committee meetings are circulated amongst the Directors/ Members for their perusal and comments in accordance with Secretarial Standards -1 (SS-1) issued by the Institute of Company Secretaries of India. Suggestions, if any received from the Directors/ Members are suitably incorporates in the draft minutes, in consultation with the Chairman of the Board/Committee. Minutes are signed by the Chairman of the Board / Committee at the next meeting.

v. Separate Meeting of Independent Director

During the year, The Independent Directors meeting was held on January 29, 2025 to review the performance of the Board as a whole on parameters of effectiveness and to assess the quality, quantity and timeliness of flow of information between the Management and the Board. All the Independent Directors were present at this Meeting. Pursuant to Regulation 17A of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 the Independent Directors do not serve as an Independent Director in more than seven listed entities.

All Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with Section 149(6) of the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 149(6) of the Act. At the time of appointment and thereafter at the beginning of each financial year, the Independent Directors submit a self-declaration confirming their independence and compliance with various eligibility criteria, among other disclosures. All such declarations are placed before the Board for information and noting.

The Independent Directors are given a formal letter of appointment containing the terms of appointment, roles, duties and code of conduct, among other items, as required by Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The draft letter of the appointment is available on the Company's website at www.lykis.com.

The Board, based on the disclosures received from all Independent Directors, confirms that all Independent Directors fulfil the conditions of Independence as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, and are independent of the management of the Company for the year ended March 31, 2025.

vi. Board Evaluation

The Board of Directors have carried out an annual evaluation of its own performance, board committee and individual directors pursuant to provision of the Act and the corporate governance requirement as prescribed by the Securities and Exchange Board of India (Listing Obligation & Disclosure Requirement) Regulation 2015. The performance of the board was evaluated by the board after taking inputs from all the directors on the basis of criteria such as the Board Composition and structure, effectiveness of board process, information and functioning, etc. as provided by the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

In a separate meeting of Independent directors which was held on January 29, 2025. The performance of non-independent and the board as whole was evaluated, taking into account the views of executive directors and non-executive directors. Performance evaluation of Independent director was done by the entire board, excluding the independent director being evaluated.

vii. Roles, responsibilities and duties of the Board

The duties of Board of Directors have been enumerated in the Listing Regulations, Section 166 and Schedule IV of the Act (Schedule IV is specifically for Independent Directors). There is a clear demarcation of responsibilities and authority amongst the members of the Board.

viii. Re-Appointment of Director retiring by rotation

Details of Directors seeking appointment and re-appointment at the forthcoming Annual General Meeting as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 is annexed to the Notice convening the Annual General Meeting and forms part of this Annual Report.

ix. Key expertise of the Board of Directors

The Board of Directors of your Company comprises of qualified and proficient Members who bring appropriate expertise and competence enabling them to make effective contribution to the Board and its Committee.

Below are the key skills/expertise/competence identified by the Board of Directors as per Schedule V C of SEBI (LODR) Regulations, 2015:

Key skills/expertise/competence	Directors
Manufacturing Industry	*Shafeen Charania, Nadir Dhrolia
Finance	Kairav Trivedi, Rajendra Singhvi, Mangala Prabhu, **Amit Mallawat, **Mitesh Agrawal, **Deep Shah
Compliance & Governance	Kairav Trivedi, Rajendra Singhvi, **Amit Mallawat
Global Business	*Shafeen Charania, Nadir Dhrolia, Rajesh Nambiar
Industry Knowledge	Nadir Dhrolia, *Shafeen Charania, Rajesh Nambiar
Strategic Vision	Rajesh Nambiar, Nadir Dhrolia
Research & Innovations	Rajesh Nambiar, *Shafeen Charania, **Mitesh Agrawal

*Resigned with effect from August 06, 2025

**Appointed with effect from August 06, 2025

3. COMMITTEES OF THE BOARD

i. Audit Committee

The Audit Committee of the Board of Directors meets the criteria laid down under Section 177 of the Companies Act, 2013, read with regulation 18 of SEBI (Listing Obligation Disclosure Requirements) Regulation, 2015. The Audit Committee presently comprises of three directors. All the members of the Audit Committee have accounting and financial management knowledge. Mr. Kairav Trivedi is Chairman of the Audit Committee. He possesses expertise in Financial Management, Insolvency and Bankruptcy Code.

During the year, the committee met four times i.e. May 13, 2024; July 30, 2024; November 01, 2024 and January 29, 2025.

The Composition of the Audit Committee and the attendance of the members at the meeting held are as follows:

Director	Status	Category	No. of Meeting attended
Mr. Kairav Trivedi	Chairman	Non - Executive Independent Director	4
Mr. Rajendra Singhvi	Member	Non - Executive Independent Director	4
Mrs. Mangala Prabhu	Member	Non - Executive Independent Director	4
*Mr. Amit Mallawat	Member	Non - Executive Independent Director	NA
*Mr. Mitesh Agrawal	Member	Non - Executive Independent Director	NA

*Appointed with effect from August 06, 2025

The terms of reference to the Audit Committee inter alia includes:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement are correct, sufficient and credible.
- Recommendation for appointment, remuneration and terms of appointment of auditor's i.e. Statutory and Internal Auditor of the company.
- Approval of transaction of the Company with related parties, including modification thereto.
- Evaluation of internal financial controls and risk management systems
- Reviewing with the management, the annual financial statement and auditors report thereon and quarterly financial statement before the submission to the board for approval.
- To review Management Discussion and Analysis of financial condition and result of operations.
- To review adequacy of internal control systems and the Company's statement on the same prior to endorsement by the Board, such review to be done in consultation with the management, Statutory and Internal Auditors;
- To review Reports of Internal Audit and discussion with Internal Auditors on any significant findings and follow-up thereon.
- To review the functioning of the Whistle Blower mechanism.

ii. Nomination and Remuneration Committee (NRC):

The Nomination and Remuneration Committee of the Board of Directors meets the criteria laid down under Section 178 of the Companies Act, 2013 read with Regulation 19 of SEBI (Listing Obligation Disclosure Requirements) Regulation, 2015. The Nomination and Remuneration Committee presently comprises of three members.

During the year, the committee met on July 30, 2024.

The Composition of the Nomination and Remuneration Committee and the attendance of the members at the meeting held are as follows:

Name of Director	Status	Category	No. of Meeting attended
Mrs. Mangala Prabhu	Chairperson	Non - Executive Independent Director	1
Mr. Rajesh Nambiar	Member	Non - Executive Independent Director	1
*Mr. Shafeen Charania	Member	Non - Executive Director	1
**Mr. Mitesh Agrawal	Member	Non - Executive Independent Director	NA

*Resigned with effect from August 06, 2025

** Appointed with effect from August 06, 2025

The terms of reference to the Nomination and Remuneration Committee inter alia includes:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy relating to the remuneration of the directors. Key Managerial Personnel and other employees.
- Formulation of criteria for evaluation of Independent Directors, Committees of Board and the Board.
- Formulating a policy on Board diversity
- Identifying persons who are qualified to become director and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.
- The Committee will develop and review induction procedures for new appointees to the Board to enable them to become aware of and understand the Company's policies and procedures and to effectively discharge their duties.

Remuneration Policy

The Nomination and Remuneration Committee has considered the factors laid down under Section 178(4) of the Companies Act, 2013 while formulating the Remuneration Policy.

Remuneration to Non-Executive Directors

The only remuneration paid to the Non-Executive Directors is by way of Sitting Fees. The Non- Executive Directors are paid sitting fees for each meeting of the Board, Audit Committee, Nomination & Remuneration Committee, Stakeholder Relationship Committee and Independent Directors meeting attended by them. The sitting fees paid to the Non-Executive Directors are:

- i) A sitting fee of ₹12,000/- for every meeting of the Board of Directors;
- ii) A sitting fee of ₹10,000/- for every meeting of the Audit Committee;
- iii) A sitting fee of ₹10,000/- for every meeting of the Nomination & Remuneration Committee;
- iv) A sitting fee of ₹10,000/- for every meeting of the Stakeholder Relationship Committee
- v) A sitting fee of ₹10,000/- for every meeting of the Independent Directors

The total amount of sitting fees paid during the Financial year was ₹ 509715/- (Rupees Five Lakhs Nine Thousand Seven Hundred Fifteen Only). The Non – Executive Directors/ Independent Directors do not have any material pecuniary relationship or transactions with the Company.

Remuneration to Executive Directors/ KMP

During the year under review, the Company had one Executive Director, Mr. Nadir Dhrolia, Managing Director. The appointment and remuneration of Mr. Nadir Dhrolia, is approved and governed by the resolutions passed in the meetings of the Board and Members of the Company. The remuneration paid to other Key Managerial

Personnel (KMP) is by way of salary. The remuneration has been devised based on the Company's overall performance, contribution towards growth, developing key areas of market, time management, team building, trends in the industry in order to reward and retain talent in the Company. The increment in the remuneration of the KMPs viz. Company Secretary and the Chief Financial Officer is approved by the Nomination and Remuneration Committee and is effective from 1st April.

Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 (10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out a formal process of the annual performance evaluation of the Board, Committees and individual Directors based on various criteria. The Board formally assesses its own performance with the aim to improve the effectiveness of the Board and the Committees. The performance was evaluated on parameters such as performance of the board against the performance benchmarks set, overall value addition, participation in deliberations of the Board, qualifications, experience, special contribution, utility etc. A brief questionnaire was prepared covering various aspects including the above areas of competencies. The evaluation of the Chairman, Executive Director and Non Independent Directors was carried out by the Independent Directors. The Directors express their satisfaction with the evaluation process.

The Criteria of making payments to Non-Executive Directors is displayed on the Company's website www.lykis.com

Details of remuneration paid to the Directors for the year 2024-25:

Remuneration of Non-Executive Directors:

All Directors except Mr. Nadir Dhrolia are Non - Executive and therefore no remuneration is paid except sitting fees during the year under review as mentioned below:

Name of Directors	Total Sitting Fees (Amount in ₹)
Mr. Shafeen Charania	--
Mr. Rajendra Singh Singhvi	128000
Mr. Kairav Trivedi	138000
Mrs. Mangala Prabhu	118000
Mr. Rajesh Nambiar	125715

Remuneration to Managing Director (Executive Director):

The remuneration paid to the Managing Director is by way of approval of the Members through the Special Resolution passed at the 37th Annual General Meeting of the Company held on August 26, 2021. The Term of appointment of the Managing Director is for a period of Five years effective from 14 November 2020. The total remuneration paid to Mr. Nadir Dhrolia, Managing Director during the financial year 2024-25 is shown in detail hereunder:

(Amount in ₹)

Designation	Salary	Perquisites	Bonus	Total
Managing Director	₹ 84,00,000/-	-	-	₹ 84,00,000/-

iii. Stakeholder Relationship Committee:

The Stakeholder and Relationship Committee of the Board of Directors meets the criteria laid down under Section 178 of the Companies Act, 2013 read with Regulation 19 of SEBI (Listing Obligation Disclosure Requirements) Regulation, 2015. The Stakeholder and Relationship Committee presently comprises of three members. Mr. Rajendra Singhvi is Chairman of the committee.

During the year, the committee meeting was conducted on July 30, 2024.

The Composition of the Stakeholder and Relationship Committee and the attendance of the members at the meeting held are as follows:

Name of Director	Status	Category	No. of Meeting attended
Mr. Rajendra Singhvi	Chairman	Non-Executive Independent Director	1
Mr. Kairav Trivedi	Member	Non-Executive Independent Director	1
Mr. Rajesh Nambiar	Member	Non-Executive Independent Director	1
*Mr. Amit Mallawat	Member	Non-Executive Independent Director	NA
*Mr. Mitesh Agrawal	Member	Non-Executive Independent Director	NA

* Appointed with effect from August 06, 2025

The terms of reference to the Stakeholder Relationship Committee inter alia includes:

- Look into the redressing of shareholders complaints and queries and to focus on the strengthening of investor relations
- To monitor and review performance and service standards of the Registrar and Share Transfer Agents of the Company and provides continuous guidance to improve the service levels of investors
- Monitor and review any investor complaints received by the Company and through SEBI, SCORES and ensure its timely and speedy resolution, in consultation with the Company Secretary and Compliance Officer and RTA of the Company

Compliance Officer:

Ms. Darshana Sawant, Company Secretary is the Compliance Officer pursuant to Regulation 6 of the SEBI (LODR) Regulations, 2015.

Details of complaints received and resolved during the year:

Complaints pending as on April 1, 2024	NIL
Number of Share holders' complaints received during the year	3
Number of complaints resolved during the year	3
Number of complaints not solved to the satisfaction of shareholders	NIL
Number of pending complaints as on March 31, 2025	NIL

The above table includes Complaints received from SEBI SCORES/ BSE by the Company

iv. Corporate Social Responsibility Committee

Pursuant to the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has constituted a Corporate Social Responsibility (CSR) Committee.

Terms of Reference:

- Formulate and recommend CSR Policy, for approval of the Board.
- Formulate and recommend to the Board, an annual action plan in pursuance of CSR policy.
- Approve projects that are in line with the CSR policy.
- Implement CSR projects / programmes directly and through registered implementing agencies.
- Have monitoring and reporting mechanisms in place to track the progress of each project.

- Recommend the CSR expenditure to the Board of the Company for approval.
- Ensure the end utilization of CSR expenditure.
- Such other terms as required under any statutory obligation.

The Composition of the CSR Committee and the attendance of the members at the meeting held are as follows:

Name of Director	Status	Category	No. of Meeting attended
Mr. Rajesh Nambiar	Chairman	Non-Executive Independent Director	1
Mr. Kairav Trivedi	Member	Non-Executive Independent Director	1
Mr. Nadir Dhrolia	Member	Executive Director	1
*Mr. Amit Mallawat	Member	Non Executive Independent Director	NA

*Appointed with effect from August 06, 2025

As per Section 135 of the Companies Act, 2013 the Company has spent ₹ 8,85,000/- (Rupees Eight Lakhs Eighty Five Thousand only) for the Financial Year 2024-25. The Company has formulated a CSR Policy, which is uploaded on the website of the Company. (Web link: <https://lykis.com/investor>).

A detailed report on the CSR activities in conformity with the necessary provisions of the Act forms a part of the Board's Report.

v. Familiarization Program for Independent Directors :

It is important to familiarize the Directors of the Company with new updates in laws, statutes, business operations / policies from time to time in order to provide them an insight into their roles, rights and responsibilities and enable them to take well informed decisions. The Company had conducted the Familiarization Program during the year under review for Independent Directors with regards to their roles, rights, responsibilities, nature of the industry in which the entity operates, business model of the listed entity, organizational structure and economic features of the market and competitive environment.

The programmes encompassed suitable exposure in the form of awareness, latest changes in statutes/ laws to acquaint them with the Company and its operations. Further on a regular basis, the Independent Directors are updated on various matters inter- alia covering the Company's policies, subsidiaries businesses and operations, industry and regulatory updates, finance aspect and other relevant matters to discharge their duties to the best of their abilities. The programme focuses on the strategy for the future and covers all parts of the business and functions. The Independent Directors are also exposed to the constitution, Board procedures, matters reserved for the Board and major risks facing the business and mitigation programs. Apart from the above, the Directors are also given an update on the environmental and social impact of the business, corporate governance, regulatory developments and investor relations matters. The Board of Directors of the Company comprises of eminent persons from different fields having vast expertise in their respective fields. Also, all the independent directors are associated with the Company since quite a long time and thus know Company's operations / practices very well.

The details of such Familiarization Program for Independent Directors are disclosed on Company website and can be accessed at <https://lykis.com/investor>.

4. GENERAL BODY MEETING

- i. **Details of Annual General Meeting (AGM) held during the last three years and the special resolutions passed are as under:**

Financial Year	Date & Time	Venue	Whether Special Resolution passed	Summary of Special Resolution passed
2023-24	30-07-2024 11:00 AM	Through Video Conferencing / Other Audio Visual Means (VC/ OAVM)	No	NA
2022-23	02-08-2023 11.00 AM	Through Video Conferencing / Other Audio Visual Means (VC/ OAVM)	Yes	1. Appointment of Mrs. Mangala Prabhu (DIN: 06450659) as an Independent Director.
2021-22	11-08-2022 11.00 AM	Through Video Conferencing / Other Audio Visual Means (VC/ OAVM)	Yes	1. Shift Registered office of the Company from one state to another.

- ii. **Postal Ballot**

No Resolution on matters requiring Postal Ballot was passed during the year under review. No Resolution is proposed to be conducted through Postal Ballot as on date of this report.

5. MEANS OF COMMUNICATION

The Quarterly Financial Results are announced within the timeline approved by BSE as per the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015. The company provides the information to the stock exchange where shares of the company are listed. The results are also published in one English Newspaper having national circulation, one regional language Newspaper where the registered office of the Company is situated and also on the website of the Company at www.lykis.com.

6. RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

In keeping with the requirements of SEBI and the Stock Exchanges, an Audit by a Practicing Company Secretary is carried out to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The said audit confirms that the total issued / paid - up capital tallies with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

7. MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis is given as a separate section in Annual Report.

8. CONFLICT OF INTERESTS

The Directors of the Company inform the Board about their interests in other Companies by virtue of Directorship / Committee Memberships held by them and changes taken place during the year. The Members of the Board while discharging their duties, avoid conflict of interest in the decision making process. The Members of Board restrict themselves from any discussions and voting in transactions in which they have concerns or interests.

9. CODE OF CONDUCT FOR ALL BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL

The company has adopted the Code of Conduct for all Board members and Senior Management personnel of the Company in compliance with Regulation 26(3) of the SEBI (Listing Obligation & Disclosure Requirements, 2015) and the Companies Act, 2013. All Board members and senior management personnel have confirmed compliance to

the code of conduct. A declaration signed by the Managing Director of the Company to this effect is annexed and form part of this report. This code is available on the Company's website at www.lykis.com

10. CEO & CFO CERTIFICATION

Company's MD & CFO have issued certificate pursuant to the provision of Regulation 17(8) of SEBI LODR, 2015, certifying inter-alia, that the financial statement do not contain any material untrue statement and these statement represent true and fair view of the Company's affairs. The said certificate is annexed and forms part of this Annual Report.

11. CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

As required under Schedule V (E) of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015 the Corporate Governance Compliance Certificate from Ms. Komal Birmiwala, Company Secretaries is annexed and forms part of this Annual Report.

12. CERTIFICATE FROM PRACTICING COMPANY SECRETARY

As required under the SEBI Listing Regulation (Amendment) 2018, Schedule V Part C (10)(i), the certificate from a Company Secretary in practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or to continue as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority. The said certificate is annexed and forms part of this Annual Report.

13. REGISTRAR AND SHARE TRANSFER AGENTS

M/s Purva Sharegistry (India) Private Limited acted as the Registrar and Share Transfer Agent of the Company for handling all share transfer and related process.

M/s Purva Sharegistry (India) Private Limited
9 Shiv Shakti Industrial Estate, J R Boricha Marg.
Opp. Lodha Excelus, Lower Parel (East),
Mumbai - 400011.
E-mail Id: support@purvashare.com
Web Site: www.purvashare.com
Contact No: 022-2301 6761/8261

14. SHARE TRANSFER SYSTEM

Share transfers received by the Company are registered within stipulated time from the date of receipt in most of the cases, provided the documents are complete and valid in all respects. A summary of the transfer / transmission so approved is placed at every Board Meeting. The Board has delegated the authority for approving transfer, transmission, etc. of the Company's Equity shares to a Stakeholders Relationship Committee. The Registrar and Share Transfer Agent, Purva Sharegistry (India) Private Limited is authorized by the Board for processing of share transfers which are approved by the Company's Stakeholders Relationship Committee.

15. NOMINATION

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination helps nominees to get the shares transmitted in their favour without any hassles. Investors should get the nomination registered with the Registrar and Share Transfer Agent of Company. Nomination facility in respect of shares held in electronic form is also available with the Depository Participants as per the bye-laws and business rules applicable to NSDL and CDSL. Nomination forms can be obtained from the Company's Registrar and Share Transfer Agent.

16. DEAL ONLY WITH SEBI REGISTERED INTERMEDIARIES

Investors should deal only with the SEBI registered intermediaries so that in case of deficiency of services, investor may take up the matter with SEBI.

17. DEMATERIALIZATION OF SHARES

97.99% of total equity share capital of the Company is held in dematerialized form with National Securities Depository Limited and Central Depository Services (India) Limited as on March 31, 2025. The face Value of Share is ₹10/- per share.

18. COMPLIANCE

The Board reviews periodically compliance reports of all Laws applicable to the Company as well as steps taken by the Company to rectify instances of non-compliances, if any.

19. SERVICE OF DOCUMENTS THROUGH ELECTRONIC MODE

As a part of Green Initiative, the members who wish to receive the notices/documents through e-mail, may kindly update their e-mail addresses with the Company's Registrar and Share Transfer Agent, Purva Sharegistry (I) Pvt. Ltd, by sending a request to support@purvashare.com

20. SUBSIDIARY COMPANY

The minutes of the meetings of the Board of Directors and the Financial Statements for the year ended March 31, 2025 of subsidiary of the Company were placed before the Board and the Audit Committee for their information and review.

21. OUTSTANDING GDRS/ ADRS/ WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY

As on March 31, 2025, the company did not have any outstanding GDRs /ADRs /Warrants or any Convertible instruments.

22. INVESTOR SERVICES

Shareholders may correspond with the Registrar and Transfer Agent, for the entire range of services with regard to share transfer, change of address, change of mandate, dividend, etc. at the address mentioned here in above. Members may contact Ms. Darshana Sawant, Company Secretary and Compliance Officer for all investor related matters at the Registered Office of the Company at the following address:

Lykis Limited

4th Floor, Grandeur Building Veera Desai Road,
Opp. Gundecha Symphony Andheri (W)
Mumbai – 400053, Maharashtra, India.

23. SHAREHOLDING AS ON MARCH 31, 2025

i. Shareholding Pattern as on March 31, 2025:

Sr. No.	Name of Shareholder	No. of Shares	% of holding
1	RESIDENT INDIVIDUALS	5423206	27.99
2	LLP	351949	1.82
3	BODIES CORPORATE	76302	0.39
4	CLEARING MEMBERS	32265	0.17
5	PROMOTER	13014966	67.17
6	N.R.I. (NON-REPAT)	109161	0.56
7	N.R.I. (REPAT)	121390	0.63
8	TRUST	1	0
9	HINDU UNDIVIDED FAMILY	245915	1.27
	TOTAL	19375155	100

ii. Distribution of Shareholding by value of shares:

Shareholding of Nominal Value	No. of Shareholders	No. of Shares	Percentage (%) to shareholders	% to Paid Up Equity Capital
1 to 100	4635	161128	50.89	0.83
101 to 200	1034	170686	11.35	0.88
201 to 500	1655	628416	18.17	3.24
501 to 1000	909	731844	9.98	3.78
1001 to 5000	719	1600700	7.9	8.26
5001 to 10000	86	651774	0.94	3.36
10001 to 100000	62	1342674	0.68	6.93
100001 to Above	7	14087933	0.08	72.71
Total	9107	19375155	100	100

iii. Dematerialization of shares and liquidity:

The total shareholding of the Company held in the electronic form as on 31/03/2025 is 18987049 with NSDL and CDSL which amounts to 97.99% of the total paid up capital of the Company. The market lot of the Equity Share of your Company is 1 (One) Share, as the trading in the Equity shares of your Company is permitted only in the dematerialized format.

Total number of shares demated and physical holding as on 31.03.2025:-

Particulars	No. of Shareholders	No of Shares	% of Paid Up Capital
NSDL	2336	2412834	12.45
CDSL	6024	16574215	85.54
Physical	747	388106	2.01
Total		19375155	100

24. GENERAL SHAREHOLDER INFORMATION

1.	Annual General Meeting Date, Time & Venue	September 25, 2025 at 11:00 A.M. through <i>Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")</i>
2.	Dates of Book Closure	September 19, 2025 to September 25, 2025 (both days inclusive)
3.	Financial Calendar (Tentative)	2025-2026
	Quarter Ending June 30, 2025	On or before August 15, 2025
	Half year ending September 30, 2025	On or before November 14, 2025
	Quarter Ending December 31, 2025	On or before February 14, 2026
	Year Ending March 31, 2026	On or before May 30, 2026
4.	Listing on Stock Exchanges	Bombay Stock Exchange Limited (BSE)
5.	Stock Code	BSE – 530689
6.	Payment of Annual Listing Fees	Listing fees for the Financial year 2024-25 has been paid to the exchange.
7.	Corporate Identification Number (CIN)	L74999MH1984PLC413247

Note: The Company's equity shares are regularly traded on BSE.

25. AFFIRMATIONS AND DISCLOSURES:

Related Party Transaction: The transactions between the Company and the Directors and Companies in which the Directors are interested have been disclosed in notes to the Annual Accounts in compliance with the Accounting Standard relating to "Related Party Disclosures". There is no materially significant Related Party Transaction that may have potential conflict with the interests of the Company. The policy on dealing with Related Party is available on the website of the Company at www.lykis.com.

Details of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchange or SEBI or any other statutory authority, on any matter related to capital markets during the last three years: NIL.

Disclosure of Accounting Treatment: The financial statements have been prepared in accordance with the Indian Accounting Standards and policies generally accepted in India.

Compliance with Mandatory Requirement: The Company has complied with all mandatory requirements laid down under the provision of SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015.

Policy on determining Material Subsidiary: The Company has no material subsidiary. The policy on determining material subsidiary is available on the website www.lykis.com.

Vigil Mechanism / Whistle Blower Policy Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and Employees to report to the Management about the unethical behavior, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of Employees and Directors who use such mechanism and makes provision for direct access to the Chairman of the Audit Committee in exceptional cases. None of the personnel of the Company have been denied access to the Audit Committee.

Risk Management - Business risk evaluation and management is an ongoing process within the Company. The assessment is periodically examined by the Board.

Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A): Not Applicable.

A certificate from a Company Secretary in Practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority: The Certificate of Company Secretary in practice is annexed herewith as a part of the report.

Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year: Not Applicable.

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

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

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

No complaints filed / received by the Internal Complaints Committee / Company during the year.

Non-mandatory requirements

Adoption of non-mandatory requirements of the Listing Regulations is being reviewed by the Board from time-to-time.

DETAILS OF ADOPTION OF NON-MANDATORY (DISCRETIONARY) REQUIREMENTS

Non-mandatory (discretionary) requirements under Regulation 27 of the Listing Regulations. The status of compliance with the non-mandatory requirements of the Listing Regulations is provided below:

- Shareholders rights

The Company has not adopted the practice of sending out half-yearly declaration of financial performance to shareholders. Quarterly / Half yearly / Annual Financial results as approved by the Board is disseminated to Stock Exchange, updated on the Website of the Company and published in the newspapers.

- Modified opinion(s) in audit report

There are no modified opinions in audit report.

- Reporting of Internal Auditor

In accordance with the provisions of Section 138 of the Companies Act, 2013, the Company has appointed an Internal Auditor who reports to the Audit Committee.

Mandatory / Non Mandatory compliances:

The Company has been complying with all mandatory legislations including but not restricted to Indian Accounting Standards, Secretarial Standards, Internal Financial Controls, Code of Conduct, Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information, Corporate Social Responsibility etc.

The Company does not have any shares lying in the demat suspense account/ unclaimed suspense account.

The Company does not have any material subsidiary

The disclosures of the Compliance with Corporate Governance requirements specified in Regulation 17 to 27 and Regulation 46(2) of SEBI (Listing Obligations Disclosure Requirements) 2015

Sr. No.	Particulars	Regulations	Brief Descriptions of the Regulations	Compliance Status (Yes/No/N.A.)
1.	Independent director(s)	16(1)(b) & 25(6)	Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	Yes
2.	Board of Directors	17(1)	Composition of Board	Yes
		17(2)	Meeting of Board of Directors	Yes
		17(3)	Review of Compliance Reports	Yes
		17(4)	Plans for orderly succession for appointments	Yes, as and when applicable
		17(5)	Code of Conduct	Yes
		17(6)	Fees / Compensation	Yes
		17(7)	Minimum Information to be placed before the Board	Yes
		17(8)	Compliance Certificate	Yes
		17(9)	Risk Assessment and Management	Yes
		17(10)	Performance Evaluation	Yes
		17(11)	Recommendation of the Board	Yes
3.	Maximum number of Directorship	17A	Directorship in listed entities	Yes

Sr. No.	Particulars	Regulations	Brief Descriptions of the Regulations	Compliance Status (Yes/No/N.A.)
4.	Audit Committee	18(1)	Composition of Audit Committee & Presence of the Chairman of the Committee at the Annual General Meeting	Yes
		18(2)	Meeting of Audit Committee	Yes
		18(3)	Role of the Committee and Review of information by the Committee	Yes
5.	Nomination and Remuneration Committee	19(1) & (2)	Composition of Nomination and Remuneration Committee	Yes
		19 (2A)	Quorum of Nomination and Remuneration Committee	Yes
		19(3)	Presence of the Chairman of the Committee at the Annual General Meeting	Yes
		19 (3A)	Meeting of Nomination and Remuneration Committee	Yes
		19(4)	Role of the Committee	Yes
6.	Stakeholders Relationship Committee	20(1) & (2)	Composition of Stakeholder Relationship Committee	Yes
		20 (2A)	Quorum of Stakeholders Relationship Committee	Yes
		20 (3) & (3A)	Meeting of Stakeholders Relationship Committee	Yes
		20(4)	Role of the Committee	Yes
7.	Risk Management Committee	21(1), (2) & (3)	Composition of Risk Management Committee	NA (Since not in top 1000 listed Companies / high value debt listed entity.)
		21(3A)	Meeting of Risk Management Committee	NA (Since not in top 1000 listed Companies / high value debt listed entity.)
		21(4)	Role of the Committee	NA (Since not in top 1000 listed Companies / high value debt listed entity.)
8.	Vigil Mechanism	22	Formulation of Vigil Mechanism for Directors and Employees.	Yes

Sr. No.	Particulars	Regulations	Brief Descriptions of the Regulations	Compliance Status (Yes/No/N.A.)
9.	Related Party Transactions.	23(1) (1A), (5), (6), (7) & (8)	Policy for Related Party Transactions.	Yes
		23(2)&(3)	Approval including prior or omnibus approval of Audit Committee for all Related Party Transactions and review of transactions by the Committee	Yes
		23(4)	Approval for Material Related Party Transactions.	NA (since none)
		23(9)	Disclosure of Related Party Transactions on consolidated basis	Yes
10.	Subsidiaries of the Company	24(1)	Composition of Board of Directors of Unlisted Material Subsidiary	NA (since none)
		24(2),(3),(4),(5) & (6)	Other Corporate Governance requirements with respect to Subsidiary including Material Subsidiary of listed entity	Yes
11.	Secretarial Compliance Report	24A	Secretarial Compliance Report	Yes
12.	Obligations with respect to Independent Directors	25(1) & (2)	Maximum Directorship & Tenure	Yes
		25(3)	Meeting of Independent Directors	Yes
		25(4)	Review of Performance by the Independent Directors	Yes
		25(7)	Familiarization of Independent Directors	Yes
		25 (8) & (9)	Declarations from Independent Directors	Yes
		25 (10)	D & O Insurance for Independent Directors	NA (since not in top 1000 listed Companies)
13.	Obligations with respect to Directors and Senior Management	26(1)&(2)	Memberships & Chairmanship in Committees	Yes
		26(3)	Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management Personnel	Yes
		26(4)	Disclosure of Shareholding by Non-Executive Directors	Yes
		26(5)	Disclosures by Senior Management about potential conflicts of Interest	Yes
14.	Other Corporate Governance Requirements	27(1)	Compliance of Discretionary Requirements	Yes
		27(2)	Filing of Quarterly Compliance Report on Corporate Governance	Yes

Sr. No.	Particulars	Regulations	Brief Descriptions of the Regulations	Compliance Status (Yes/No/N.A.)
15.	Disclosures on Website of the Company	46(2)(b)	Terms and conditions of appointment of Independent Directors	Yes
		46(2)(c)	Composition of various committees of Board of Directors	Yes
		46(2)(d)	Code of Conduct of Board of Directors and Senior Management Personnel	Yes
		46(2)(e)	Details of establishment of Vigil Mechanism / Whistle Blower policy	Yes
		46(2)(f)	Criteria of making payments to Non-Executive Directors	Yes
		46(2)(g)	Policy on dealing with Related Party Transactions	Yes
		46(2)(h)	Policy for determining Material Subsidiaries	Yes
		46(2)(i)	Details of familiarization programs imparted to Independent Directors	Yes

Declaration on compliance with the Code of Conduct

In accordance with Clause D of Schedule V of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015, I, Nadir Dhrolia, Managing Director of the Company, hereby declare that the Members of the Board of Director and Senior Management Personnel have affirmed compliance with the Code of Conduct for Board Members and Senior Management for the year ended March 31, 2025.

For and on behalf of the Board of Directors

Nadir Dhrolia

Chairman & Managing Director
03303675

Date : August 06, 2025
Place : Mumbai

CEO AND CFO Certification

The Board of Directors,

Lykis Limited

4th Floor Grandeur Building, Veera Desai Road,
Andheri (W) Mumbai - 400053,

We, Nadir Dhrolia (MD) and Shrigopal Kandoi (Chief Financial Officer), hereby certify that:

- A. We have reviewed the financial statement and the cash flow statements for the year ending March 31, 2025 and to the best of our knowledge and belief:
1. These statements do not contain any materially untrue statements or omit any material fact or contain statement that might be misleading.
 2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulation.
- B. There are, to the best of our knowledge and belief, no transaction entered into by the company during the period ending March 31, 2025 which are fraudulent, illegal or violation of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal controls and that we have taken the required steps to rectify these deficiencies.
- D. We have indicated the Auditors and Audit Committee that:
1. There have been no significant changes in the internal control over financial reporting during the year.
 2. There have been no significant changes in the accounting policies except Ind-As adoption this year and that the same have been disclosed in the notes to the financial statements.
 3. There have been no instances of significant fraud of which we have become aware and involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For **Lykis Limited**

Date : May 23, 2025

Place : Mumbai

Nadir Dhrolia
Managing Director

Shrigopal Kandoi
Chief Financial Officer

Independent Auditor's Certificate on Compliance with the Corporate Governance Requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Members of **LYKIS LIMITED**

I have examined the compliance of conditions of corporate governance by Lykis Limited ("the Company"), for the financial year ended March 31, 2025, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 and para C, D and E of Schedule V of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations").

The compliance conditions carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Company Secretaries of India and was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Listing Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me and based on the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations.

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

Komal Birmiwala

Practicing Company Secretaries

Membership No. A39718

COP No. 20862

UDIN: A039718G000947427

Peer Review Certificate No. 5849/2024

Date : August 06, 2025

Place : Mumbai

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

The Members

LYKIS LIMITED

(CIN: L74999MH1984PLC413247)

4th Floor, Grandeur Building, Veera Desai Road,
Opp. Gundecha, Symphony, Andheri - West, Andheri,
Mumbai, Maharashtra, India, 400053.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **LYKIS LIMITED** (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on March 31, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority;

DIN/PAN	Full Name	Designation	Date of Appointment
08322932	RAJENDRA SINGH SINGHVI	Independent Director	08/01/2019
07283015	SHAFEEN SADRUDDIN CHARANIA	Director	14/11/2020
07893708	KAIRAV ANIL TRIVEDI	Independent Director	14/11/2020
09004586	RAJESH VASUDEVAN NAMBIAR	Independent Director	13/02/2021
03303675	NADIR UMEDALI DHROLIA	Managing Director	05/12/2011
06450659	MANGALA RADHAKRISHNA PRABHU	Independent Director	18/05/2023

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these based on our verification.

Komal Birmiwala

Practicing Company Secretaries

Membership No. A39718

COP No. 20862

UDIN: A039718G000947427

Peer Review Certificate No. 5849/2024

Date : August 06, 2025

Place : Mumbai

MANAGEMENT DISCUSSION AND ANALYSIS

This discussion covers the financial results and other developments for the year ended March 31, 2025. Statements in this Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations, may constitute 'forward-looking statements' within the meaning of applicable laws and regulations. Although the expectations are based on reasonable assumptions, the actual results might differ on account of various factors such as changes in Government regulations, tax regimes, economic development, exchange rate and interest rate movements, competitive environment, product demand and supply.

Management Discussion & Analysis is structured to comprise:

- Economic Review
- Segment Wise Report
- Outlook
- Internal Control System and Adequacy
- Strengths
- Risk and Concern
- Threats
- Opportunities
- Human Resource

ECONOMIC REVIEW:

Your Company is strongly focussed in the FMCG, cosmetics and pharma products resulting in the sales turnover of ₹ 30,141.08/- Lakhs. We are deeply committed to advancing technology that can address changing consumer needs. On an ongoing basis, management focuses on a variety of key indicators to monitor business health and performance. These indicators include market share, net sales, gross profit margin, operating profit, net income and earnings per share. The monitoring of these indicators and the Company's Code of Conduct and Corporate Governance practices help to maintain business health and strong internal controls. The financial highlights of the Company are mentioned under the Directors Report which forms an integral part of this Annual Report.

The operating environment this year continued to remain volatile and challenging. Your Company believes that the Company's business will continue to grow strongly in the next several years with a strong management team, wide distribution network, innovation and technology capabilities, cost efficiency programs, your Company is well placed to sustain growth and is confident of addressing the evolving situation. There is a significant shift in consumer preferences and behaviours, growth of online business channels and higher demand for FMCG and value products are some of the changes brought about by the pandemic. These trends are likely to strengthen and present new opportunities for FMCG business in near future.

➤ **Fast Moving Consumer Goods (FMCG):**

The fast-moving consumer goods (FMCG) industry or consumer packaged goods (CPG) industry is mainly responsible for producing, distributing and marketing fast-moving consumer goods. The FMCG industry is the fourth largest sector in the Indian economy.

During the year under review Mozambique faced civil riots which had a negative impact on turnover of the Company. Also, the Rebels at Congo Border affected the economy of Congo and ultimately our business as Congo is one of our largest exporting country.

Indian customer's priorities getting the best deals possible and as a result are less likely to stay loyal to a brand.

Thus, FMCG companies are constantly trying to influence customers with their promotional deals and many firms offer combo deals to attract customers to buy their product. Employing 3 million people, the sector is one of the largest among organized corporate sectors in the country, while 8.4% of them are employed in factories. Around 80 per cent of consumers will see the world as all digital in the years to come, with no divide. Increasing smartphone and internet penetration will further help people in rural areas easily access online shopping on various e-commerce websites.

Changing Dynamics of the FMCG Sector:

The FMCG landscape is undergoing a drastic change, which is impacting consumer behaviour across the global markets. It is expected that following consumer trend to pick up globally:

- Boost consumer focus particularly on preventive healthcare products, with a preference for Ayurveda based solutions that increase immunity power of human body.
- Importance to Personal Hygiene with increase in demand for personal cleanliness products such as hand and home sanitizers, soaps etc. expected to grow exponentially.
- Spending on luxurious things would be curtailed due to change in priorities from discretionary towards essentials and movement towards financial security.
- Advancement of technology would act as a catalyst for convenient, safe and enhanced consumer experiences.

SEGMENT WISE REPORT

During the year ended 31st March 2025, Operational Revenue including other income on Standalone basis was ₹ 26,776.06 Lakhs and Profit / (Loss) Before Tax was ₹ 201.59 Lakhs v/s ₹ 49.70 Lakhs in previous year while Net Profit / (Loss) for the financial year ended March 31, 2025 was ₹ 147.90 Lakhs v/s ₹ 68.20 Lakhs in previous year.

On a consolidated basis the operational revenue including other income was ₹ 30,141.08 Lakhs and Profit/ (Loss) Before Tax was ₹ 337.07 Lakhs v/s ₹ 369.69 Lakhs last year. The Net Profit / (Loss) for the financial year ended March 31, 2025 was ₹ 260.99 Lakhs v/s ₹ 388.04 Lakhs in previous year.

Internationally, we have exported our products in more than 40 countries as on date. The Company is striving hard to expand its geographical base by exporting too many more countries in future.

OUTLOOK

There are some trends which are emerging in the markets. Especially in the developed markets, due to the continuing recessionary trends, the consumer spending is cautious with higher value demands which are giving rise to high competitive intensity in those markets. There is also a continual shift of consumers towards health, wellness and convenience segments. There is also a growing trend for more premium products in some markets. We expect these challenges and trends to remain for some time to come also. We expect the retail environment to be very competitive with aggressive promotions to sustain growth. We also expect the significance of modern trade to increase over traditional trade in the developing markets exacerbating the competitive environment. The Company continues to constantly strive to meet these challenges with a continuous support to brands, category expansion, innovation and cost rationalization.

INTERNAL CONTROL SYSTEM AND ADEQUACY

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Internal Auditors and cover all offices, factories and key business areas. Significant audit observations and follow up actions thereon are reported to the Audit Committee. The Audit Committee reviews adequacy and effectiveness of the Company's internal controls environment and monitors the implementation of audit recommendations, including those relating to strengthening of the Company's risk management policies and systems.

STRENGTHS

Lykis is an existing brand, experienced in operations and management of FMCG products. Operations are handled by a strong experienced management and professional team and also there is a strong technical and development team for support.

RISK AND CONCERN

Risk management is an integral to your Company's strategy and to the achievement of Lykis's long-term goals. Our success as an organisation depends on our ability to identify and leverage the opportunities generated by our business and the markets we operate in. In doing this we take an embedded approach to risk management which puts risk assessment at the core of the Board's agenda, which is where we believe it should be.

These risks can be broadly classified into following categories:

- Strategic Risk
- Compliance and Governance Risk
- Financial Risk
- Operational Risk

For each of our principal risks we have a risk management framework detailing the internal controls we have in place and who is responsible for managing both the overall risk and the individual controls mitigating that risk. Our assessment of risk considers short and long term as well as internal and external risks including financial, operational, sectoral, sustainability (particularly Environment, Social and Governance related risks), information, cyber security, legal & compliance and any other risks as may be determined by the Company Leadership teams. How the identified risks are changing as well as emerging risk areas are reviewed on an ongoing basis, and formally by the Board. We integrate risk management with strategy formulation and business planning processes.

THREATS

Since it is a growing industry, there is a threat of competition from the other players who might try to create an unhealthy practice of competition by compromising on the quality and pricing. We have an established team of professionals to handle the operations and are in the process of hiring more such kinds of professionals.

OPPORTUNITIES

Growing awareness, easier access, and changing lifestyles are the key growth drivers for the consumer market. The focus on agriculture, MSME, education, healthcare, infrastructure and employment under the Union Budget is expected to directly impact the FMCG sector. These initiatives are expected to increase the disposable income in the hands of the common people, which will be beneficial for the sector.

KEY FINANCIAL RATIOS

Ratios	Consolidated		Standalone	
	FY 2024-25	FY 2023-24	FY 2024-25	FY 2023-24
Interest Coverage Ratio	2.32	1.68	2.40	1.28
Current Ratio	1.56	1.26	1.66	1.26
Debt Equity Ratio	1.99	4.25	1.54	4.22
Operating Profit Margin	0.03	0.03	0.03	0.02
Net Profit Margin	0.01	0.01	0.01	0.00
Debtors Turnover Ratio	4.47	3.48	4.37	3.54

MATERIAL DEVELOPMENT IN HUMAN RESOURCE

Employees are the valuable assets and the strength of an organisation in its growth, prosperity and development. Your Company has a team of qualified and dedicated personnel who have contributed to the growth and progress of the Company. Necessary training is being imparted to the employees and various seminars and workshops are being conducted to continuously hone their skills.

For and on behalf of the Board of Directors

Nadir Dhrolia

Chairman & Managing Director

03303675

Date : August 06, 2025

Place : Mumbai

STANDALONE

FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

To the Members of Lykis Limited

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Lykis 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), and 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 Financials Statements").

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

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	<u>Provision made towards doubtful debts & advances</u> During the FY 2024-25, the Company has made provision for doubtful debts and advances amounting to ₹ 215.27 Lakhs and reversed provision amounting to ₹ 317.83 for the current year. Refer Note No. 30 to the Standalone Financial Statements.	Our audit procedures included the following: • We gained an understanding of the process undertaken by the company for recoverability of such amount. • We have assessed the management's forecast and communication with parties. • We have verified that the company has taken requisite approval from the appropriate authorities and checked proper presentation and disclosure of the same in the financial statements.

Sr. No.	Key Audit Matter	Auditor's Response
2	<u>Recoverability of Other Advances</u> As at March 31, 2025, Other current assets include ₹ 451.45 Lakhs in respect of Advances to vendors and are pending to be adjusted/settled. Management exercises significant judgment when determining whether to record any impairment loss on advances. As the carrying amount of Other Advances accounts for a relatively high proportion of assets, there would be a material impact on the financial statements if such advances cannot be settled on schedule or fail to be recovered /settled. Therefore, we consider the recoverability of Other Advances as a key audit matter. Refer Note 16 to the Standalone Financial Statements.	Our audit procedures involve the following activities: - Assessing and updating our understanding of internal controls over financial reporting with respect to advances given; - Assessment of the Company's SOP of purchases outlining authority for approving and responsibility to manage vendor advances; - Inquiries with management in order to understand and assess governance and follow-up/monitoring of key vendors; - Obtain balance confirmations from selected parties to ensure existence thereof - Review of Purchase orders and/or agreements for selected parties and enquire management regarding reasons for unsettled advances as on date.

Information other than the Financials Statements and Auditor's Report Thereon

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance, Shareholder's Information and Director's report, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibilities for the Standalone Financials Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including 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.

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

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

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

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional 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 statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Materiality is the magnitude of misstatement in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatement in the Standalone financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **"Annexure A"**, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The 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 Ind AS specified under Section 133 of the Act;
 - (e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**.
 - (g) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act, in our opinion, according to the information and explanation give to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 read with Schedule V of the Act, and
 - (h) 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, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigation which would impact its financial position except as disclosed in note 39 to the standalone financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend

or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company("Ultimate Beneficiaries"), or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (b) The management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (c) Based on audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.
- v. The Company has neither declared nor paid any dividend during the year.
- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended 31 March 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software's. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **J A S S & Co LLP**
(formerly known as Singrodia & Co LLP)
Chartered Accountants
Firm Registration No: W100280

Akshay Agarwal
Partner

Membership No. 170148
UDIN : 25170148BMLGFT8661

Date : May 23, 2025
Place : Mumbai

"Annexure A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our report to the members of Lykis Limited of even date)

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

- i.
 - a.
 - A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right –to- use assets.
 - B) The Company has maintained proper records showing full particulars of intangible assets.
 - b. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of 3 years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.
 - c. The Company does not have immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee). Accordingly, reporting under clause 3(i) (c) of the Order is not applicable.
 - d. The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and intangible assets during the year.
 - e. No proceedings initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii.
 - a. The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.
 - b. The Company has been sanctioned working capital limits in excess of ₹ five crores in aggregate from banks and financial institutions during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements, the quarterly returns/statements filed by the Company with such banks and financial institutions are in agreement with the books of accounts of the Company except as disclosed in note 48(x) to the standalone financial statements.
- iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments during the year and not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, and Limited Liability partnerships or any other parties. Accordingly, reporting under clause 3(iii)(a) to 3(iii)(f) of the Order are not applicable.
- iv. According to information and explanations given to us and on the basis of our examination of the records of the Company, the Company has complied with provision of section 186 of the Companies Act 2013 respect of the investment made. Further, the company has not provided any guarantee nor has given loans or provided guarantee or security and therefore the relevant provisions of Section 185 of the Companies Act, 2013 are not applicable to the Company.
- v. The company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(V) of the Order is not applicable.

- vi. The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the business activities carried out by the company. Accordingly, reporting under clause 3(vi) of the Order is not applicable.
- vii. a. The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues applicable to it with the appropriate authorities.

There was no undisputed amount payable in respect Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues in arrears as at 31st March, 2025 for a period of more than six months from the date they became payable

- b. There are no dues of Goods and Services Tax, provident fund, employees' state insurance, Income Tax, Sales Tax Wealth Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax or Cess and other statutory dues to the extent applicable to the Company which have not been deposited on account of any dispute with the appropriate authorities except as mentioned below :

Name of the Statute	Nature of the Dues	Amount (₹ In lakhs)	Period to which the Amount relates	Forum where dispute is pending	Remarks, if any
Income Tax Act, 1961	Income Tax	62.83	FY 2014-15	Income Tax Appellate Tribunal	
Goods and Services Act, 2017	GST	19.75	FY 2017-18	Appellate Authority	Appeal Filed
Goods and Services Act, 2017	GST	0.28	FY 2020-21	Appellate Authority	Appeal Filed
Goods and Services Act, 2017	GST	4.02	FY 2019-20	Appellate Authority	Appeal Filed

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year, in the tax assessment under the Income Tax Act, 1961(43 of 1961).
- ix. a. The Company has not defaulted in repayment of loans and borrowings or in the payment of interest thereon to the lenders during the year.
- b. The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- c. No term loans were obtained during the year. Accordingly, reporting under clause 3(ix) of the Order is not applicable.
- d. On an overall examination of the financial statements of the Company, we report that, prima-facie, no funds raised on short-term basis have been used for long-term purposes by the Company.
- e. 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, associates or joint ventures.
- f. We report that the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x. a. The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable.
- b. The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable.

- xi. a. We report that no fraud by the Company or any fraud on the Company has been noticed or reported during the year.
- b. No report under sub-section (12) of section 143 of the Companies Act, 2013 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 during the year.
- c. As represented to us by the management, there are no whistle blower complaints received by the company during the year.
- xii. The Company is not a Nidhi Company. Accordingly, reporting under clause 3(xii) of the Order is not applicable.
- xiii. In our opinion, the transactions entered with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and details have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.
- xiv. a. In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- b. We have considered the internal audit reports of the Company issued till date, for the year under audit.
- xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. a. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- b. The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- c. 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.
- d. The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- xvii. According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not incurred any cash losses in the current financial year and in the immediately preceding financial year.
- xviii. According to the information and explanation given to us and based on our examination of the records of the Company there is no resignation of the statutory auditors has been taken during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. The company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of Section 135 of the said Act. Accordingly reporting under clause (xx) of the Order is not applicable for the year.
- xxi. The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

For **J A S S & Co LLP**
(formerly known as Singrodia & Co LLP)
Chartered Accountants
Firm Registration No: W100280

Akshay Agarwal
Partner
Membership No. 170148
UDIN : 25170148BMLGFT8661

Date : May 23, 2025
Place : Mumbai

"Annexure B" TO THE INDEPENDENT AUDITOR'S REPORT

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

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and

not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

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

For **J A S S & Co LLP**
(formerly known as Singrodia & Co LLP)
Chartered Accountants
Firm Registration No: W100280

Date : May 23, 2025
Place : Mumbai

Akshay Agarwal
Partner
Membership No. 170148
UDIN : 25170148BMLGFT8661

Standalone Balance Sheet as at March 31, 2025

(₹ In Lakhs)

Particulars	Notes	As at March 31, 2025	As at March 31, 2024
I. ASSETS			
1. Non Current Assets			
(a) Property, Plants and Equipments	3	55.39	85.92
(b) Right-of- use -assets	4	204.97	343.12
(c) Other Intangible Assets	5	18.98	23.48
(d) Financial Assets			
(i) Investments	6	45.33	176.91
(ii) Other financial assets	7	1.09	-
(e) Deferred Tax Assets (Net)	8	302.98	289.88
Sub -Total		628.74	919.31
2. Current Assets			
(a) Inventories	9	1,529.00	985.46
(b) Financial Assets			
(i) Trade Receivables	10	2,604.46	9,216.39
(ii) Cash and Cash Equivalents	11	386.27	577.98
(iii) Bank Balances other than cash and cash Equivalents	12	511.87	7.83
(iv) Loans	13	30.35	21.54
(v) Other financial assets	14	1,120.00	166.75
(c) Current Tax Assets	15	55.58	55.99
(d) Other Current Assets	16	948.90	1,663.29
Sub -Total		7,186.43	12,695.23
Total		7,815.17	13,614.54
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	17	1,992.70	1,992.70
(b) Other Equity	18	1,275.33	1,133.16
Sub-Total		3,268.03	3,125.86
Liability			
1. Non Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	19	12.59	25.15
(ii) Lease Liabilities	20	153.29	339.82
(b) Provisions	21	53.20	36.75
Sub-Total		219.08	401.72

Standalone Balance Sheet as at March 31, 2025

(₹ In Lakhs)

Particulars	Notes	As at March 31, 2025	As at March 31, 2024
2. Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	22	3,058.96	8,382.23
(ii) Lease Liabilities	23	125.88	75.59
(iii) Trade Payable			
Total Outstanding dues of Micro and Small Enterprises	24	352.90	449.22
Total Outstanding dues to creditors other than Micro and Small Enterprises	24	421.93	563.07
(iv) Other Financial Liabilities	25	125.79	256.65
(b) Other Current Liabilities	26	215.50	282.26
(c) Provisions	27	27.10	32.34
(d) Current Tax Liabilities	28	-	45.60
Sub-Total		4,328.06	10,086.96
Total		7,815.17	13,614.54

See accompanying notes to the financial statements

1 to 55

In terms of our report of even date

For **JASS & Co LLP***(formerly known as Singrodia & Co LLP)*

Chartered Accountants

Firm Registration No.: W100280

Akshay Agarwal

Partner

Membership No.: 170148

UDIN : 25170148BMLGFT8661

For and on behalf of the Board of Directors of

Lykis Limited**Nadir Dhrolia**

Managing Director

03303675

Shrigopal Kandoi

Chief Financial Officer

Shafeen Charania

Non-Executive Director

07283015

Darshana Sawant

Company Secretary

Date : May 23, 2025

Place : Mumbai

Date : May 23, 2025

Place : Mumbai

Standalone Statement of Profit and Loss for the year ended March 31, 2025

(₹ In Lakhs)

Particulars	Notes	Year ended March 31, 2025	Year ended March 31, 2024
INCOME			
Revenue form Operations	29	26,372.60	37,129.78
Other Income	30	403.46	336.17
Total Income		26,776.06	37,465.95
EXPENSES			
Purchases of Stock in Trade	31	22,972.13	32,406.77
Change in Inventories of Stock-in-Trade	32	(543.54)	572.85
Employee Benefits Expenses	33	868.67	938.78
Finance Costs	34	548.66	685.49
Depreciation & Amortization Expenses	35	154.94	143.18
Other Expenses	36	2,442.03	2,669.18
Total Expenses		26,442.89	37,416.25
PROFIT / (LOSS) BEFORE EXCEPTIONAL ITEMS & TAX		333.17	49.70
Exceptional Items	37	131.58	-
PROFIT / (LOSS) BEFORE TAX		201.59	49.70
LESS : Tax Expenses			
- Current Tax		62.15	187.21
- Deferred Tax		(11.17)	(193.36)
- Taxes for Earlier Period		2.71	(12.35)
PROFIT / (LOSS) FOR THE YEAR (A)		147.90	68.20
OTHER COMPREHENSIVE INCOME			
a) (i) Items that will not be reclassified to profit or loss			
- Actuarial Gain/(loss) on Gratuity Valuation		(7.66)	(1.66)
(ii) Income tax relating to items that will not be reclassified to profit or loss		1.93	0.42
TOTAL OTHER COMPREHENSIVE INCOME (B)		(5.73)	(1.24)

Standalone Statement of Profit and Loss for the year ended March 31, 2025

(₹ In Lakhs)

Particulars	Notes	Year ended March 31, 2025	Year ended March 31, 2024
TOTAL COMPREHENSIVE INCOME FOR THE YEAR (A+B+C)		142.17	66.96
Earnings per Equity Share	38		
Basic & Diluted Earnings Per Share		0.76	0.35

See accompanying notes to the financial statements

In terms of our report of even date
For **JASS & Co LLP**
(formerly known as Singrodia & Co LLP)
Chartered Accountants
Firm Registration No.: W100280

Akshay Agarwal

Partner

Membership No.: 170148

UDIN : 25170148BMLGFT8661

For and on behalf of the Board of Directors of
Lykis Limited

Nadir Dhrolia

Managing Director
03303675

Shrigopal Kandoi

Chief Financial Officer

Shafeen Charania

Non-Executive Director
07283015

Darshana Sawant

Company Secretary

Date : May 23, 2025
Place : Mumbai

Date : May 23, 2025
Place : Mumbai

Standalone Statement of Cash Flows for the year ended March 31, 2025

(₹ In Lakhs)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
A. Cash flow from operating activities		
Profit before tax	201.59	49.70
Adjustments for:		
Depreciation and amortization	154.94	143.18
Gain on foreign currency transactions and translations (Unrealised)	(26.66)	(282.69)
Interest on lease liability	34.25	44.04
Loss on Sale of Property, Plant and Equipment	0.04	0.08
Loss on discard of Property, Plant and Equipment and Intangible assets	1.93	1.36
Remeasurement of Defined Benefit Obligations	(7.66)	(1.66)
Provision for Doubtful debts and advances	(97.53)	639.44
Provision for Diminution of Investment	131.58	-
Impairment loss recognised / (reversed) under expected credit loss model	(5.03)	(14.18)
Interest Income	(2.14)	(9.64)
Net Sundry Balances written off/(written back)	(4.91)	3.86
Gain on Lease Modification	(0.16)	-
Finance Costs (Including Fair Value Change in Financial Instruments)	512.63	603.98
Operating profit before working capital changes	892.87	1,177.47
Adjustments for :		
(Increase) / Decrease in inventories	(543.54)	572.85
(Increase) / Decrease in trade receivables	6,647.54	2,394.50
(Increase) / Decrease in Current Loans and Advances	(8.80)	(15.13)
(Increase) / Decrease in Financial Assets-Others	(963.25)	61.44
(Increase) / Decrease in other current assets	775.86	542.59
Increase/(Decrease) in trade payables	(237.13)	384.85
Increase/(Decrease) in Current Financial Liabilities-Others	(115.42)	110.23
Increase/(Decrease) in other current liabilities and provisions	(55.55)	199.17
Cash generated from operations	6,392.58	5,427.96
Direct taxes paid	(110.05)	(214.54)
Net cash flow from operating activities	6,282.53	5,213.42
B. Cash Flow from Investing Activities		
Purchase of Property Plant and Equipment	(6.48)	(81.70)
Purchase of Intangible Assets	(0.95)	(7.34)
Proceeds from/(investments in) Fixed Deposits (Net)	(505.13)	1.91
Proceeds from Sale of Property, Plant and Equipment	0.29	0.18
Interest received	2.14	9.64
Net Cash inflow from/ (outflow) from Investing activities	(510.13)	(77.31)
C. Cash Flow from Financing Activities		
Increase / (Decrease) in Current Borrowings	(5,304.52)	(4,118.81)
Interest Paid	(371.46)	(538.75)
Other borrowing cost	(141.17)	(65.23)

Standalone Statement of Cash Flows for the year ended March 31, 2025

(₹ In Lakhs)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Payment of lease liability	(146.92)	(133.99)
Net Cash inflow from/ (outflow) from Financing activities	(5,964.07)	(4,856.78)
D. Effect of exchange differences on translation of foreign currency cash and cash equivalents	(0.04)	(0.01)
Net increase / (decrease) in cash and cash equivalents	(191.71)	279.32
Cash and cash equivalents at the Beginning of the year	577.98	298.66
Cash and cash equivalents at the end of the year	386.27	577.98
Net cash Increase/(decrease) in cash and cash equivalent	(191.71)	279.32

Notes

The Accompanying notes form an integral part of financial statements

- Cash Flow statement has been prepared under "Indirect Method", set out in Ind AS 7, notified under the Companies (Indian Accounting Standard) Rules, 2015.
- Cash and cash Equivalents Represent cash and Cash deposit with bank which are considered to be highly liquid.
- Changes in liability arising from financing activities:

Sr. No.	Particulars	April 01, 2024	Cash Flow (net)	Foreign Exchange Movement	Lease Addition (Net)	Interest on Lease Liability	March 31, 2025
1	Borrowings	8,407.38	(5,304.52)	(31.31)	-	-	3,071.55
2	Lease Liability	415.41	146.92	-	(23.57)	34.25	279.17

Sr. No.	Particulars	April 01, 2023	Cash Flow (net)	Foreign Exchange Movement	Lease Addition (Net)	Interest on Lease Liability	March 31, 2024
1	Borrowings	12,495.27	(4,118.81)	30.92	-	-	8,407.38
2	Lease Liability	504.71	133.99	-	0.65	44.04	415.41

- Previous year's figures have been regrouped and rearranged wherever necessary in order to conform to current year's figures.

See accompanying notes to the financial statements

In terms of our report of even date

For **JASS & Co LLP**

(formerly known as Singrodia & Co LLP)

Chartered Accountants

Firm Registration No.: W100280

Akshay Agarwal

Partner

Membership No.: 170148

UDIN : 25170148BMLGFT8661

For and on behalf of the Board of Directors of

Lykis Limited

Nadir Dhrolia

Managing Director

03303675

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Chief Financial Officer

Shafeen Charania

Non-Executive Director

07283015

Darshana Sawant

Company Secretary

Date : May 23, 2025

Place : Mumbai

Date : May 23, 2025

Place : Mumbai

Standalone Statement of Changes In Equity for the year ended March 31, 2025

A) Equity Share Capital			(₹ In Lakhs)
Particulars	No. of shares	Amount	
As at 1st April, 2023	19,375,155	1,937.52	
Equity Share Capital issued during the year	-	-	
As at 31st March, 2024	19,375,155	1,937.52	
Equity Share Capital issued during the year	-	-	
As at March 31, 2025	19,375,155	1,937.52	

B) Other Equity		Amount				
Description	Reserves and Surplus					Total
	General Reserve	Development Rebate Reserve	Investment Allowance Utilised Reserve	Securities Premium	Retained Earnings	
Balance as at April 1, 2023	1.76	0.13	48.58	1,171.06	(161.45)	6.12
Profit / (Loss) for the year	-	-	-	-	68.20	-
Other Comprehensive Income for the year	-	-	-	-	(1.24)	(1.24)
Total Comprehensive Income for the year	-	-	-	-	68.20	66.96
Movement for the year	-	-	-	-	-	-
Balance as at March 31, 2024	1.76	0.13	48.58	1,171.06	(93.25)	4.88
Balance as at April 1, 2024	1.76	0.13	48.58	1,171.06	(93.25)	4.88
Changes in accounting policy/prior period errors	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	1.76	0.13	48.58	1,171.06	(93.25)	4.88
Profit / (Loss) for the year	-	-	-	-	147.90	-
* Addition During the year	48.71	-	-	-	-	48.71
* Deletion During the year	-	(0.13)	(48.58)	-	-	(48.71)
Other Comprehensive Income for the year	-	-	-	-	(5.73)	(5.73)
Total Comprehensive Income for the year	48.71	(0.13)	(48.58)	-	147.90	142.17
Movement for the year	-	-	-	-	-	-
Balance as at March 31, 2025	50.47	-	-	1,171.06	54.65	(0.85)

* The company has transferred Rs 48.58 lakhs from Investment Allowance Reserve to General Reserve as approved by the Board in the Board meeting held on April 23, 2025 vide Board resolution. Also the company has voluntarily transferred Rs 0.13 lakhs from Development Rebate Reserve to General Reserve.

Pursuant to the requirements of Division II to Schedule III, below is the nature and purpose of Reserves:

Standalone Statement of Changes In Equity for the year ended March 31, 2025

- (i) **General reserve:** It represents a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provisions of the Companies Act, 1956. Transfer of profit to general reserve is not mandatory under the Companies Act, 2013.
- (ii) **Development Rebate Reserve:** Development Rebate Reserve is created to comply with the provisions of relevant statute.
- (iii) **Investment Allowance Utilised Reserve:** Investment Allowance Utilised Reserve is created to comply with the provisions of relevant statute.
- (iv) **Securities premium:** Securities premium is credited when shares are issued at premium. It is utilised in accordance with the provisions of the Act, to issue bonus shares, to provide for premium on redemption of shares or debentures, write-off equity related expenses like underwriting costs etc. In case of equity settled share based payment transactions, the difference between fair value on grant date and nominal value of share is accounted as securities premium.
- (v) **Retained earnings:** Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

This is the Statement of Changes in Equity referred to in our report of even date

For **JASS & Co LLP**

(formerly known as Singrodia & Co LLP)

Chartered Accountants

Firm Registration No.: W100280

Akshay Agarwal

Partner

Membership No.: 170148

UDIN : 25170148BMLGFT8661

For and on behalf of the Board of Directors of
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Non-Executive Director

07283015

Shrigopal Kandoi

Chief Financial Officer

Darshana Sawant

Company Secretary

Date : May 23, 2025

Place : Mumbai

Date : May 23, 2025

Place : Mumbai

Notes to the Standalone Financial Statements for the year ended March 31, 2025

1. Corporate information

Lykis Limited is incorporate on October 15, 1984. The Company is limited by shares and its shares are listed on Bombay Stock Exchange. The Company is engaged in business of export of FMCG, Cosmetics and other products. The Company's registered office is situated at 4th Floor, Grandeur Building, Veera Desai Road, Opp. Gundecha, Symphony, Andheri - West, Andheri, Mumbai, Mumbai, Maharashtra, India, 400053.

2. Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of the financial statements. These policies have been consistently applied in all material respect for all the years presented, unless otherwise started.

2.1 Basis of Preparation of financial statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (INDAS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended). The financial statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair values. The Company follows the accrual basis of accounting.

These financial statements include the Balance Sheet, the Statement of Changes in Equity, the Statement of Profit and Loss, the Statement of Cash flows and Notes, comprising a summary of significant accounting policies and other explanatory information and comparative information in respect of the preceding period.

Accounting policies have been consistently applied except where a newly-issued Indian accounting standard is initially adopted or a revision to an existing Indian accounting standard requires a change in the Indian accounting policy hitherto in use.

The Ind AS financial statements are presented in INR and all values are rounded to the nearest lakhs (INR 1,00,000), except when otherwise indicated. Earnings per share data are presented in Indian Rupees up to two decimal places.

2.2 Use of estimates

The preparation of financial statements requires management of the Company to make estimates and assumptions that effect the reported assets and liabilities, revenue and expenses and disclosures relating to contingent liabilities. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Examples of such estimates include estimation of useful lives of tangible and intangible assets, provision for doubtful advances, employee costs, assessments of recoverable amounts of deferred tax assets and cash generating units, provisions against litigations and contingencies. Estimates and underlying assumptions are reviewed by management at each reporting date. Actual results could differ from these estimates. Any revision of these estimates is recognised prospectively in the current and future periods.

2.3 Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

2.4 Foreign Currency Transaction and Translation

i. Functional and Presentation Currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian Rupees, which is the Company's functional and presentation currency.

ii. Transactions and Balances

- a. In preparing the financial statements transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.
- b. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date.
- c. Non-monetary items are measured at historical cost. Exchange differences on monetary items are recognised in the statement of profit and loss in the period in which they arise except when deferred in other comprehensive income as qualifying cash flow hedges.
- d. Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in the statement of profit and loss for the period. Exchange differences arising on retranslation on nonmonetary items carried at fair value are included in statement of profit and loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in other comprehensive income.

2.5 Property, Plant and Equipment

Property, Plant and Equipment is recognised 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. PPE is stated at original cost, net of tax/duty credits availed, if any, less accumulated depreciation and cumulative impairment. Cost comprises the purchase price and any attributable costs of bringing the asset to its working condition for its intended use as estimated by the management. Any trade discounts and rebates are deducted in arriving at the purchase price.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement, if the recognition criteria are satisfied. The carrying values of Property, Plant and Equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

PPE not ready for the intended use, on the date of the Balance Sheet are disclosed as "Capital Work-in-Progress".

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets.

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the property, plant and equipment is de-recognised."

Borrowing cost relating to acquisition/construction of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

Depreciation is calculated on WDV basis over the estimated useful life of the assets as prescribed under Part C of Schedule II of the Companies Act, 2013. The identified component of fixed assets are depreciated over the useful lives and the remaining components are depreciated over the life of the principal assets.

Subsequent expenditures relating to PPE is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost can be measured reliably.

Depreciation is provided using the written down value as per the following useful life as per Schedule II of the Companies Act 2013:

Sr. No	Nature of Asset	Estimated Useful Life (In Years)
	Tangible Assets	
1	Plant and Machinery	15
2	Computers and Printers	3 to 5
3	Office Equipment	5
4	Furniture and Fittings	10
5	Vehicle	8

Repairs & maintenance costs are recognised in the statement of Profit and Loss. Assets costing 5,000 or less are fully depreciated in the year of purchase.

2.6 Intangible assets

Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment. Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably.

Intangible assets with finite lives are amortised over the useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expenses on intangible assets with finite lives is recognised in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset.

Amortization is provided using the Straight Line Method as per the following useful life as per Schedule II of the Companies Act 2013:

Sr.No	Nature of Asset	Estimated Useful Life(In Years)
	Intangible Assets	
1	Software	5
2	Trademark	5

2.7 Leases

The Company as a lessee

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification. The effective date of the modification is the date when both the parties agree to the lease modification and is accounted for in that point in time.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

2.8 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

General borrowing costs are capitalised at the weighted average of such borrowings outstanding during the year.

2.9 Inventories

Inventories are valued as under:

Traded Goods:

Valued at lower of cost or net realizable value and for this purpose cost is determined on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

2.10 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the Statement of Cash Flows, cash and cash equivalents consist of cash and short-term deposits.

2.11 Cash flow statement

Cash flows are reported using the indirect method, whereby net profit is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

2.12 Impairment of financial assets & non-financial assets

a. Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECL (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in the Statement of Profit and Loss.

b. Non-financial assets

Intangible assets and Property, Plant and Equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior year.

Intangible assets with indefinite useful lives are tested for impairment annually as at year end at the CGU level, as appropriate and when circumstances indicate that the carrying value may be impaired.

2.13 Government Grants

The Company recognizes government grants only when there is reasonable assurance that the conditions attached to them shall be complied with, and the grants will be received.

Government grants relating to the purchase of property, plant and equipment are treated as deferred income and are recognized in net profit in the statement of profit and loss on a systematic and rational basis over the useful life of the asset.

Government grants related to revenue are recognized on a systematic basis in net profit in the statement of profit and loss over the periods necessary to match them with the related costs which they are intended to compensate.

When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments.

2.14 Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. Revenue is measured at the amount of consideration which the company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognised when it becomes unconditional.

The specific recognition criteria described below must also be met before revenue is recognised.

Sale of goods:

Revenue from sale of goods is recognized when the Company transfers the control of goods to the customer as per the terms of contract. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price, the Company considers the effects of variable consideration, the existence of significant financing component, non-cash considerations and consideration payable to the customer (if any).

Export Incentives:

A. Duty Drawback and MEIS:

Exports entitlements are recognised when the right to receive credit as per the terms of the schemes is established in respect of the exports made by the Company and when there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds."

B. Duty Free Import Authorisation Scheme :

Revenue from sale of DFIA license is recognised in the books after the fulfilment of all the pre-conditions of obtaining licenses and upon reasonable assurance & certainty of realization of money. There is no reasonable basis for allocating DFIA License revenues to the specific financial period; Thus management has decided that revenues pertaining to the same shall be recognised after the fulfilment of following conditions

- 1) All the conditions which entitles the entity to obtain the license from DGFT are complied with.
- 2) Buyer has been identified & the revenue can be reliably measured.
- 3) There exists a reasonable certainty that the monies will be received.

C. RODTEP :

Revenue arising due to export sales is recognised on accrual basis.

Interest income:

Interest income is accrued on time proportion basis, by reference to the principal outstanding and effective interest rate applicable.

Other Income:

Other income is recognised when no significant uncertainty as to its determination or realisation exists.

Dividend:

Dividend income is recognised when to right to receive payment has been established.

2.15 Employee Benefit Expenses

All employee benefits payable within a period of twelve months of rendering service are classified as short term employee benefits. Benefits such as salaries, allowances, advances and similar payments paid to the employees of the Company are recognized during the period in which the employee renders such related services.

Defined Contribution plans

Provident Fund: The Company is a member of the Government Provident Fund which is operated by the office of the Regional Provident Fund Commissioner (RPFC) and the contribution thereof is paid /provided for during the period in which the employee renders the related service. "

Defined Benefits plans

Gratuity: In accordance with the Payment of Gratuity Act, 1972, the Company provides for gratuity, covering eligible employees. Employees who are in continuous service for a period of five years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied by number of years of service.

Gratuity is provided as per actuarial valuation as at the Balance Sheet date, carried out by an independent actuary. The present value of the obligation under such defined benefit plans is determined based on actuarial valuation using the Projected Unit Credit Method.

The obligation is measured at the present value of the estimated future cash flows. The discount rate used for determining the present value of the obligation under defined benefit plans, is based on the market yield on government securities of a maturity period equivalent to the weighted average maturity profile of the related obligations at the Balance Sheet date.

Re-measurement, comprising actuarial gains and losses, the return on plan Assets (excluding net interest) and any change in the effect of asset ceiling (if applicable) are recognised in other comprehensive income and is reflected immediately in retained earnings and is reclassified to Profit and Loss.

2.16 Taxes

Tax expenses comprise of current and deferred tax.

Current income tax

- a. Current tax is measured at the amount expected to be paid on the basis of reliefs and deductions available in accordance with the provisions of the Income Tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.
- b. Current tax items are recognised in correlation to the underlying transaction either in P&L, OCI or directly in equity.

Deferred tax

- a. Deferred tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.
- b. Deferred tax liabilities are recognised for all taxable temporary differences.
- c. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, the carry forward of unused tax credits and unused tax losses can be utilized.
- d. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

- e. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates [and tax laws] that have been enacted or substantively enacted at the reporting date.
- f. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.
- g. Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities.

2.17 Earnings Per Share (EPS)

Basic Earnings per Share

Basic earnings per share is calculated by dividing: the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year.

Diluted Earnings per Share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and

The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.18 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Company has present obligation (legal or constructive) as a result of past events, for which it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation.

Contingent Liabilities are disclosed by way of notes to Financial Statements. Contingent assets are not recognised in the financial statements but are disclosed in the notes to the financial statements where an inflow of economic benefits is probable. Provisions and contingent liabilities are reviewed at each Balance Sheet date.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability.

2.19 Financial instruments

A Financial Assets

The Company recognizes a financial asset in its balance sheet when it becomes party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction cost that are attributable to the acquisition of the financial asset.

Where the fair value of a financial asset at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss.

However trade receivables that do not contain a significant financing component are measured at transaction price.

Investments and other financial assets

(i) Classification and Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Profit and Loss are expensed in the Statement of Profit and Loss.

Financial Assets:

Subsequent measurement of financial assets depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its financial assets into following categories:

1 Amortised cost:

Financial assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method.

2 Fair value through other comprehensive Income:

Financial assets with a business model:

- (A) Whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding and
- (B) where the Company has exercised the option to classify the investment as at fair value through other comprehensive income, all fair value changes on the assets are recognised in OCI.

The accumulated gains or losses recognised in OCI are reclassified to retained earnings on sale of such investments."

3 Fair value through Profit and Loss:

Financial assets which are not classified in any of the categories above are fair value through profit or loss.

Equity instruments:

The Company measures its equity investment other than in subsidiaries, joint ventures and associates at fair value through profit and loss. The investment in subsidiaries, associates and joint ventures are measured at cost.

(ii) De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's balance sheet) when any of the following occurs:

- i. The contractual rights to cash flows from the financial asset expires;
- ii The Company transfers its contractual rights to received cash flows of the financial assets and has substantially transferred all the risk and rewards of ownership of the financial assets;

- iii The Company retains the contractual rights to receive cash flows but assumes a contractual obligations to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);
- iv The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

B Financial liabilities:

(i) Measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

(ii) De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Derivative financial Instrument

A derivative is a financial instrument which changes in value in response to changes in an underlying asset and is settled at a future date. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. The Company designates certain derivatives as either:

- (a) Hedges of the fair value of recognised assets or liabilities (fair value hedge); or
- (b) Hedges of a particular risk associated with a firm commitment or a highly probable forecast transaction (cash flow hedge);

The Company documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Company also documents its assessment, both at hedge inception and on an on-going basis, of whether the derivatives that are used in hedging transactions are effective in offsetting changes in cash flows of hedged items. Movements in the hedging reserve are accounted in other comprehensive income and are shown within the statement of changes in equity. The full fair value of a hedging derivative is classified as a noncurrent asset or liability when the remaining maturity of hedged item is more than 12 months, and as a current asset or liability when the remaining maturity of the hedged item is less than 12 months. Trading derivatives are classified as a current asset or liability

(i) Fair value hedge

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in the Statement of Profit and Loss, together with any changes in the fair value

of the hedged asset or liability that are attributable to the hedged risk. The Company only applies fair value hedge accounting for hedging foreign exchange risk on recognised assets and liabilities.

(ii) Cash Flow Hedge

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income. The ineffective portion of changes in the fair value of the derivative is recognised in the Statement of Profit and Loss. Gains or losses accumulated in equity are reclassified to the statement of profit and loss in the periods when the hedged item affects the Statement of Profit and Loss.

When a hedging instrument expires or is swapped or unwound, or when a hedge no longer meets the criteria for hedge accounting, any accumulated gain or loss in other equity remains there and is reclassified to Statement of Profit and Loss when the forecasted cash flows affect profit or loss. When a forecasted transaction is no longer expected to occur, the cumulative gains/losses that were reported in equity are immediately transferred to the Statement of Profit and Loss.

2.20 Fair value measurement

The Company measures financial instruments, such as, derivatives and investments at fair value as per IND AS 113 at each balance sheet date. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and equity securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the group is the current bid price. These instruments are included in level 1.

Level 2 - The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3 - If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities and investment in private equity funds, real estate funds.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.21 Non-current assets held for sale/distribution to owners and discontinued operations

The Company classifies non-current assets and disposal groups as held for sale/distribution if their carrying amounts will be recovered principally through a sale/distribution rather than through continuing use. Actions required to complete the sale/distribution should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management expects that the sale/distribution will be completed within one year from the date of classification.

The criteria for held for sale/distribution classification is regarded met only when the assets or disposal group is available for immediate sale/distribution in its present condition, subject only to terms that are usual and customary for sales/distribution of such assets (or disposal groups), its sale/distribution is highly probable; and it will genuinely be sold, not abandoned.

Non-current assets held for sale/for distribution to owners and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell/distribute. Assets and liabilities classified as held for sale/distribution are presented separately in the balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale/distribution are not depreciated or amortised.

A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations.

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the statement of profit and loss.

2.22 Key Accounting Estimates And Judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on ongoing basis. Any changes to accounting estimates are recognized prospectively. Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect on the amounts recognised in the financial statements are included in the following notes:

(i) Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

(ii) Impairment of non - financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to disclosure of fair value of investment property recorded by the Company.

(iii) Provision for Contingent Liabilities

On an ongoing basis, Company reviews pending cases, claims by third parties and other contingencies. For contingent losses that are considered probable, an estimated loss is recorded as an accrual in financial statements. Loss Contingencies that are considered possible are not provided for but disclosed as Contingent liabilities in the financial statements. Contingencies the likelihood of which is remote are not disclosed in the financial statements. Gain contingencies are not recognized until the contingency has been resolved and amounts are received or receivable.

(iv) Valuation of deferred tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy for the same has been explained under note above.

(v) Defined benefit plans

The cost of the defined benefit gratuity plan and other post-employment medical benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Note 3 : Property Plants & Equipments

(₹ In Lakhs)						
Particulars	Plant & Equipments	Furniture and Fixtures	Vehicle	Office Equipments	Computer	Total
Gross Carrying Amount as at April 1, 2023	88.28	1.11	-	30.85	73.00	193.24
Additions	-	2.09	38.99	37.00	3.62	81.70
Disposals	-	-	-	2.76	6.01	8.77
As at March 31, 2024	88.28	3.20	38.99	65.09	70.61	266.17
Additions	-	0.50	-	2.76	4.18	7.44
Disposals	34.62	-	-	1.00	-	35.62
*Adjustment made during the year	53.66	-	-	7.04	44.07	104.77
As at March 31, 2025	-	3.70	38.99	59.81	30.72	133.22
Accumulated Depreciation as at April 1, 2023	85.80	0.17	-	19.57	62.18	167.72
Depreciation charge during the year	0.86	0.56	-	12.06	7.16	20.64
Accumulated depreciation on deletions	-	-	-	2.40	5.71	8.11
Accumulated Depreciation as at March 31, 2024	86.66	0.73	-	29.23	63.63	180.25
Depreciation charge during the year	0.14	0.73	11.91	16.74	5.23	34.75
Accumulated depreciation on deletions	32.90	-	-	0.48	-	33.38
*Adjustment made during the year	53.90	(0.02)	-	6.92	42.99	103.79
As at March 31, 2025	-	1.48	11.91	38.57	25.87	77.83
Net carrying amount as at March 31, 2025	-	2.22	27.08	21.24	4.85	55.39
Net carrying amount as at March 31, 2024	1.62	2.47	38.99	35.86	6.98	85.92

*During the year, the Company has discarded certain fixed assets that were no longer in use and fully depreciated. Accordingly, these assets have been removed from the gross block and the corresponding accumulated depreciation. This has no impact on the net carrying value of fixed assets.

Note 4 : Right-of- use -assets

(₹ In Lakhs)		
Particulars	Building	Total
Gross Carrying Amount as at April 1, 2023	574.98	574.98
Additions	0.65	0.65
Deletion	(0.95)	(0.95)
As at March 31, 2024	574.68	574.68

Notes to the Standalone Financial Statements for the year ended March 31, 2025

(₹ In Lakhs)

Particulars	Building	Total
Accumulated depreciation and impairment as at April 1, 2023	115.85	115.85
Amortisation charge during the year	116.66	116.66
Deletion	(0.95)	(0.95)
As at March 31, 2024	231.56	231.56
Net carrying amount as at March 31, 2024	343.12	343.12
Gross Carrying Amount as at April 1, 2024	574.68	574.68
Additions	4.24	4.24
*Deletion/ Adjustment	(29.71)	(29.71)
As at March 31, 2025	549.21	549.21
Accumulated amortisation and impairment as at April 1, 2024	231.56	231.56
Amortisation charge during the year	114.74	114.74
Deletion	(2.06)	(2.06)
As at March 31, 2025	344.24	344.24
Net carrying amount as at March 31, 2025	204.97	204.97
Net carrying amount as at March 31, 2024	343.12	343.12

* The landlord has waived the lease rent escalation for FY 2025-26. As this does not constitute a lease modification under Ind AS 116, accordingly the impact has been accounted for by adjusting the lease liability and ROU asset.

Note 5 : Other Intangible Assets

(₹ In Lakhs)

Particulars	Trademark	Software	Total
Gross Carrying Amount as at April 1, 2023	-	62.99	62.99
Additions	7.34	-	7.34
Transfer	-	-	-
Disposals	-	19.43	19.43
As at March 31, 2024	7.34	43.56	50.90
Accumulated Amortisation as at April 1, 2023	-	40.01	40.01
Amortisation charge during the year	1.29	4.59	5.88
Accumulated Amortisation on deletions	-	18.47	18.47
Adjustment made during the year	-	-	-
As at March 31, 2024	1.29	26.13	27.42
Net carrying amount as at March 31, 2024	6.05	17.43	23.48
Gross Carrying Amount as at April 1, 2024	7.34	43.56	50.90
Additions	-	-	-

Notes to the Standalone Financial Statements for the year ended March 31, 2025

(₹ In Lakhs)

Particulars	Trademark	Software	Total
Transfer	-	-	-
Adjustment made during the year	-	1.14	1.14
Disposals	-	-	-
As at March 31, 2025	7.34	42.42	49.76
Accumulated Amortisation as at April 1, 2024	1.29	26.13	27.42
Amortisation charge during the year	1.08	4.37	5.45
Accumulated Amortisation on deletions	-	-	-
Adjustment made during the year	-	2.09	2.09
As at March 31, 2025	2.37	28.41	30.78
Net carrying amount as at March 31, 2025	4.97	14.01	18.98
Net carrying amount as at March 31, 2024	6.05	17.43	23.48

Note 6 : Investments

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
In Equity Shares of Subsidiary Companies - Unquoted, carried at cost		
1,99,900 (PY 1,99,900) equity shares of Lykis Marketing Private Limited of Rs 10/- each fully paid up	19.99	19.99
In Equity Shares of Foreign Subsidiary Companies - Unquoted, carried at cost		
100 (PY 100) equity shares of Lykis Export LLC -Dubai of AED 100/- each fully paid up	20.29	20.29
In Equity Shares of Associate Companies - Unquoted, carried at cost		
5,00,000 (PY 5,00,000) equity shares of Lykis Packaging Pvt Ltd of Rs 10/- each fully paid up	50.00	50.00
5000 (PY 5000) equity shares of Lykis Biscuits Pvt Ltd of Rs 10/- each fully paid up	86.63	86.63
*Less : Provision for diminution in the Investment [Refer Note 37]	(131.58)	-
In Equity Shares of other Companies - Unquoted, carried at cost		
65,000 (PY 65,000) Lykis Herbals Private Limited of Rs. 10/- each fully paid up	6.50	6.50
Less : Provision for diminution in the Investment	(6.50)	(6.50)
Total	45.33	176.91
Aggregate Amount of quoted Investments	-	-
Market Value of quoted Investments	-	-
Aggregate Amount of unquoted Investments (Gross)	183.41	183.41
Aggregate Amount of provision for diminution in value of investment	138.08	6.50

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Movement in provision for diminution in investment

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	6.50	6.50
Add: Provision made during the year	131.58	-
Balance at the end of the year	138.08	6.50

Note 7 : Other Financial Assets

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Fixed Deposits*	0.59	-
Security deposits (Considered Good)	0.50	-
Total	1.09	-

* Lien marked against overdraft facility.

Note 8 : Deferred Tax Assets (Net)

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Significant components of net deferred tax assets and liabilities		
Deferred tax assets		
Allowance for Doubtful receivables and other Assets	221.42	247.23
Provision for Employee Benefits	15.39	12.54
Difference in net carrying value of property, plant and equipment and intangible assets as per income tax and books	32.57	30.37
Provision for diminution of Investments	33.12	-
MSME disallowance u/s 43B(h)	0.49	-
Deferred tax liabilities		
Difference in net carrying value of property, plant and equipment and intangible assets as per income tax and books	-	-
On others	-	(0.26)
Total	302.98	289.88

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Movement in Deferred Tax Assets/(Liabilities)

(₹ In Lakhs)

Particulars	Provision for Doubtful Debts and Advances	Employee Benefits	Depreciation and Amortization	Provision for Diminution of Investment	MSME disallowance u/s 43B(h)	Others	Total
At March 31,2023	89.87	13.37	(2.12)	-	-	(5.02)	(7.14)
- To Statement of Profit and Loss	157.36	(1.25)	32.49	-	-	4.76	37.25
- To Other Comprehensive Income	-	0.42	-	-	-	-	-
At March 31,2024	247.23	12.54	30.37	-	-	(0.26)	289.88
- To Statement of Profit and Loss	(25.81)	0.92	2.20	33.12	0.49	0.26	11.17
- To Other Comprehensive Income	-	1.93	-	-	-	-	1.93
At March 31,2025	221.42	15.39	32.57	33.12	0.49	-	302.98

Note 9 : Inventories

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
(At Cost or Net Realizable Value whichever is less)		
Stock in trade (including Stock in Transit Rs. 569.43 Lakhs (PY Rs. 328.67 Lakhs))	1,529.00	985.46
Total	1,529.00	985.46

Note 10 : Trade Receivables

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Trade Receivable considered good-Unsecured*	2,604.46	9,221.42
Less: Allowance for Expected Credit Loss	-	(5.03)
Trade Receivable considered good-Unsecured	2,604.46	9,216.39
Trade Receivable credit impaired-Unsecured	69.05	104.89
Less: Allowance for credit impairment	(69.05)	(104.89)
Trade Receivable credit impaired-Unsecured	-	-
Total	2,604.46	9,216.39

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Trade Receivables ageing schedule

As at March 31, 2025

(₹ In Lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 year	
Undisputed Trade Receivables – considered good	1,964.96	639.50	-	-	-	-	2,604.46
Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	69.05	69.05
Disputed Trade receivable – considered good	-	-	-	-	-	-	-
Disputed Trade receivable – considered doubtful	-	-	-	-	-	-	-
Unbilled dues	-	-	-	-	-	-	-
Total	1,964.96	639.50	-	-	-	69.05	2,673.51

The Company applies the Ind AS 109 simplified approach to measuring expected credit losses (ECLs) for trade receivables on the basis of ECL matrix. The ECLs are calculated on outstanding balances of trade receivables as at the year end.

As at March 31, 2024

(₹ In Lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 year	
Undisputed Trade Receivables – considered good	7,911.87	1,292.13	17.42	-	-	-	9,221.42
Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	104.89	104.89
Disputed Trade receivable – considered good	-	-	-	-	-	-	-
Disputed Trade receivable – considered doubtful	-	-	-	-	-	-	-
Unbilled dues	-	-	-	-	-	-	-
Total	7,911.87	1,292.13	17.42	-	-	104.89	9,326.31

(above ageing has been prepared based on due date)

Movement in expected credit loss & credit impairment

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	109.92	137.54
Add: Provision made during the year	-	-
Less: Provision reversed during the year	(40.87)	(27.62)
Balance at the end of the year	69.05	109.92

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Note 11 : Cash and Cash Equivalents

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Balance With Bank		
- Current Account	86.53	574.02
- EEFC Account	296.48	-
Cash in hand	3.26	3.96
Total	386.27	577.98

Note 12 : Bank Balances other than cash and cash Equivalents

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Fixed Deposits having original maturities more than 3 months but less than 12 months*	511.87	7.83
Total	511.87	7.83

*includes Fixed deposits of Rs. 1.87 (PY 7.70) lakhs Lien marked against overdraft facility and credit card.

Note 13 : Loans

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured-Considered good		
Advances to employees	30.35	21.54
Total	30.35	21.54

Note 14 : Other Financial Assets

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Security deposits (Considered Good)	0.01	0.49
Security deposits (Considered Doubtful)	1.67	1.67
Less : Provision of doubtful security deposits	(1.67)	(1.67)
	0.01	0.49
Interest accrued but not due on Term Deposit	1.69	0.20
Export Incentives receivable	73.47	125.22
GST refund receivable	1,043.83	39.81
Fair Value of derivative assets	-	1.03
Others	0.99	-
Total	1,120.00	166.75

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Movement in provision for security deposits

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	1.67	1.67
Add: Provision made during the year	-	-
Balance at the end of the year	1.67	1.67

Note 15 : Current Tax Assets

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Income Tax Assets	55.58	55.99
Total	55.58	55.99

Note 16 : Other Current Assets

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Advances Recoverable in Cash or Kind		
- Considered Good*	451.45	573.99
- Considered Doubtful	809.05	870.74
	1,260.50	1,444.73
Less: Provision for doubtful advances	(809.05)	(870.74)
	451.45	573.99
Balance with Government Authorities	418.21	1,011.96
Other Receivables	8.34	39.37
Prepaid Expenses	70.90	37.97
Total	948.90	1,663.29

Movement in provision for doubtful advances

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	870.74	217.86
Add: Provision made during the year	274.41	670.22
Less: Provision reversed during the year	(336.10)	(17.34)
Balance at the end of the year	809.05	870.74

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Note 17 : Equity Share Capital

a. Details of authorised, issued and subscribed share capital

Particulars	(₹ In Lakhs)	
	As at March 31, 2025	As at March 31, 2024
Authorised		
2,00,00,000 (PY 2,00,00,000) Equity Shares of Rs. 10 each	2,000.00	2,000.00
	2,000.00	2,000.00
Issued, Subscribed and Paid up		
- 1,93,75,155 (1,93,75,155) Equity Shares of Rs 10 each	1,937.52	1,937.52
- Add : 22,07,350 (PY 22,07,350) Forfeited Equity Shares of Rs. 10 each [Refer Note 39]	55.18	55.18
	1,992.70	1,992.70

b. Terms & Conditions

Terms / rights attached to equity shares

The company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c. Reconciliation of number of shares outstanding at the beginning and at the end of the reporting year

Equity Shares:

Particulars	March 31, 2025		March 31, 2024	
	Number of shares	Amount in Lakhs	Number of shares	Amount in Lakhs
Shares outstanding at the beginning of the year	19,375,155	1,937.52	19,375,155	1,937.52
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	19,375,155	1,937.52	19,375,155	1,937.52

d. Details of shareholders holding more than 5% shares in the company

Name of the Shareholder	March 31, 2025		March 31, 2024	
	Number of shares	% holding in the class	Number of shares	% holding in the class
Equity Shares of Rs.10/- each fully paid up				
Nadir Umedali Dhrolia	13,014,966	67.17%	13,014,966	67.17%

Notes to the Standalone Financial Statements for the year ended March 31, 2025

e. Details of shares held by promoters

As at March 31, 2025

(₹ In Lakhs)

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
Equity shares of Rs. 10 each fully paid up					
Nadir Umedali Dhrolia	13,014,966	-	13,014,966	67.17%	0.00%
Total	13,014,966	-	13,014,966	67.17%	0.00%

As at March 31, 2024

(₹ In Lakhs)

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
Equity shares of Rs. 10 each fully paid up					
Nadir Umedali Dhrolia	13,364,966	(350,000)	13,014,966	67.17%	-2.62%
Total	13,364,966	(350,000)	13,014,966	67.17%	-2.62%

Note 18 : Other Equity

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Other Reserves		
General Reserve	50.47	1.76
Development Rebate Reserve	-	0.13
Investment allowance utilised Reserve	-	48.58
Securities Premium	1,171.06	1,171.06
A)	1,221.53	1,221.53
Retained Earnings	54.65	(93.25)
Remeasurement on defined benefit plans	(0.85)	4.88
B)	53.80	(88.37)
Total	1,275.33	1,133.16

Note 19 : Borrowings

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Secured		
Vehicle loan	25.15	36.80
Less: Current Maturities	12.56	11.65
Total	12.59	25.15

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Vehicle loan

The vehicle loan from Kotak Mahindra Prime Limited carries interest @ 9.39% p.a. The loan is repayable in 36 months equated monthly instalments of Rs 1.19 Lakhs each starting from March 28, 2024. Secured by hypothecation of vehicle.

Note 20 : Lease Liabilities

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Lease Liabilities	153.29	339.82
Total	153.29	339.82

Note 21 : Provisions

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Provision for Gratuity	53.20	36.75
Total	53.20	36.75

Note 22 : Borrowings

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Secured (Repayable on demand)		
From Banks		
- Pre Shipment Credit in Foreign Currency (USD)	3,046.40	8,063.46
- Export Packing Credit Loan in Rupees	-	307.12
Current maturity of long term debts	12.56	11.65
Total	3,058.96	8,382.23

Preshipment Credit includes

- Preshipment credit taken from HDFC Bank in foreign currency amounting to Rs. Nil (PY: Rs. 5,092.24) Lakhs which is primarily secured against hypothecation of stocks and book debts and collaterally secured by pledge of Fixed Deposits held in the name of third parties (Shareholders).
- Preshipment credit taken from Axis Bank in foreign currency amounting to Rs. 2,411.603 (PY: Rs. 2,971.22) Lakhs which is primarily secured against pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the borrower with HDFC Bank, collateral security by pledge of lien of fixed deposit held in the name of Managing Director and Spectra International Limited and exclusive charge by way of registered mortgage on commercial property located at office No. 1, 2 & 3 4th Floor Grandeur Building, Veera Desai Road, Oshiwara Mumbai Maharashtra 400053 and Commercial property located at Morya Classic Unit No 203 ,new link road , Veera Desai Road , Andheri west 400053 standing in the name of Spectra International Limited. The credit facility is further secured by the personal guarantee of Managing Director and Corporate guarantee by Spectra International Private Limited (formerly known as Spectra International Limited).

Notes to the Standalone Financial Statements for the year ended March 31, 2025

- c) Preshipment credit (sub-limit of Export Packing credit) taken from ICICI Bank in the foreign currency amounting to Rs. 634.8015 (PY Rs. Nil) Lakhs which is primarily secured against pari passu charge by way of hypothecation of entire current assets and exclusive charge by way of registered mortgage on commercial property located at Morya Classic Unite no 405, 406, 407 & 408, New Link Road, Veera Desai Road, Oshiwara Mumbai Maharashtra 400053. The credit facility is further secured by the personal guarantee of Managing Director and Corporate Guarantee by Spectra International Private Limited (formerly known as Spectra International Limited).

Export Packing Credit includes

Export Packing credit taken from HDFC Bank in the foreign currency amounting to Rs. Nil (PY Rs. 307.12) Lakhs which is primarily secured against hypothecation of stocks and book debts and collaterally secured by pledge of Fixed Deposits held in the name of third parties (Shareholder).

Note 23 : Lease Liabilities

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Lease Liabilities	125.88	75.59
Total	125.88	75.59

Note 24 : Trade Payable

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Total Outstanding due to Micro & Small Enterprises	352.90	449.22
Total Outstanding due to creditors other than Micro & Small Enterprises	421.93	563.07
Total	774.83	1,012.29

Note : *Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

The Management has identified enterprises which have provided goods and services to the Company and which qualify under the definition of micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006. Accordingly, the disclosure in respect of amounts payable to such enterprises as at March 31, 2025 has been made based on the information available with the Company.

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
a) The principal amount remaining unpaid to any supplier as at the end of each accounting year.	352.90	449.22
b) The interest due thereon remaining unpaid to any supplier as at the end of each accounting year.	4.45	25.49
c) The amount of interest paid by the buyer in terms of section 16 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	7.04	0.08
d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-

Notes to the Standalone Financial Statements for the year ended March 31, 2025

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
e) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	-	-

Trade Payables Ageing Schedule

As at March 31, 2025

(₹ In Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 year	2-3 year	More than 3 year	
Dues to micro enterprises and small enterprises	-	352.90			-	352.90
Dues to other than micro enterprises and small enterprises	-	421.93	-	-	-	421.93
Disputed dues to micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues to other than micro enterprises and small enterprises	-	-	-	-	-	-
Unbilled dues	-	-	-	-	-	-
Total	-	774.83	-	-	-	774.83

As at March 31, 2024

(₹ In Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 year	2-3 year	More than 3 year	
Dues to micro enterprises and small enterprises	-	436.22	4.54	8.46	-	449.22
Dues to other than micro enterprises and small enterprises	-	563.07	-	-	-	563.07
Disputed dues to micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues to other than micro enterprises and small enterprises	-	-	-	-	-	-
Unbilled dues	-	-	-	-	-	-
Total	-	999.29	4.54	8.46	-	1,012.29

Note 25 : Other Financial Liability

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
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Notes to the Standalone Financial Statements for the year ended March 31, 2025

Expenses Payable	105.70	215.24
Others	20.09	41.41
Total	125.79	256.65

Note 26 : Other Current Liability

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Advance from Customers	190.40	244.83
Payable to Government Authorities	25.10	37.43
Total	215.50	282.26

Note 27 : Provisions

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for Gratuity	12.17	11.00
Provision for Leave Encashment	11.50	17.60
Provision for Bonus	3.43	3.74
Total	27.10	32.34

Note 28 : Current tax Liability

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for tax (net of advance tax & TDS)	-	45.60
Total	-	45.60

Note 29 : Revenue form Operations

(₹ In Lakhs)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Sales of Products :		
Export	25,809.92	35,487.22
Domestic	18.21	743.46
Other Operating Revenue*	544.47	899.10
Total	26,372.60	37,129.78

*Other operating revenue includes sale of DFIA License, Incentive in the form of drawback and Rodtep

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Revenue disaggregation is as follows:

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
a. Disaggregation of goods		
FMCG, Cosmetics & other products	25,828.13	36,230.68
b. Disaggregation based on geography*		
India	18.21	743.46
Outside India	25,809.92	35,487.22
	25,828.13	36,230.68
*(excluding other operating revenue)		
c. Reconciliation of Revenue from sale of products with the contracted price		
Contracted Price	25,841.76	36,281.98
Add/(less): Adjustment for variable consideration	(13.63)	(51.30)
	25,828.13	36,230.68
d. Contract balances	2,673.51	9,326.31

Note 30 : Other Income

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest Income		
On bank deposits	2.14	9.61
On Others	-	0.03
Other Non Operating Income		
Net gain on foreign currency transactions and translations	271.00	323.33
Mark to market gain on forward contracts	-	-
Profit on Sale of flat*	21.80	-
Sundry Balance written back	4.91	-
Reversal of provision for doubtful debts, advances & Deposits (Net of provision)	102.56	-
Miscellaneous Income	1.05	3.20
Total	403.46	336.17

* During the year company has acquired property against recovery from vendor & the said property was subsequently sold at a profit of Rs 25.24 lakhs for which Rs 3.44 lakhs was incurred as selling cost.

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Note 31 : Purchases of Stock in Trade

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Purchases of Stock in Trade	22,972.13	32,406.77
Total	22,972.13	32,406.77

Note 32 : Change in Inventories of Stock-in-Trade

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Inventories at the beginning of the year (includes stock in transit)	985.46	1,558.31
Less: Inventories at the end of the year (includes stock in transit)	(1,529.00)	(985.46)
(Increase)/Decrease in Inventories	(543.54)	572.85

Note 33 : Employee Benefits Expenses

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Salary, Wages and Bonus*	753.78	822.21
Contribution to provident & other funds	22.04	25.52
Gratuity Expenses & Leave Encashments	27.36	29.76
Staff Welfare Expenses	65.49	61.29
Total	868.67	938.78

* Salary, Wages and Bonus includes Rs. 35.57 Lakhs (PY Rs. 24.96 Lakhs) relating to outsource manpower cost.

Note 34 : Finance Costs

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest to		
Bank	367.78	529.63
Others	3.68	9.12
Commission on Financial Guarantee	108.64	65.00
Interest on lease liabilities	34.25	44.04
Loss on Pre Utilization of Forward Contract	1.78	37.47
Other borrowing cost	32.53	0.23
Total	548.66	685.49

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Note 35 : Depreciation & Amortization Expenses

(₹ In Lakhs)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation on tangible assets	34.75	20.64
Amortization of intangible assets	5.45	5.88
Amortization of right to use	114.74	116.66
Total	154.94	143.18

Note 36 : Other Expenses

(₹ In Lakhs)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Clearing & Forwarding Expenses	1,906.80	1,484.95
Electricity Charges	21.53	20.37
Commission Charges paid	2.64	2.68
Provision for Doubtful debts, advances and deposits	-	625.26
Sundry Balance Written off (Net)	-	3.86
Corporate Social Responsibility Expenses (Refer note 36(b) below)	8.85	3.50
Rent Rates and Taxes	16.70	27.26
Bank Charges	19.92	20.19
Insurance Expense	30.11	59.80
Legal, Professional & Consultancy Fees	92.25	151.93
Postage & Telegram	6.94	8.75
Printing & Stationery	6.31	6.70
Membership Fees & Subscriptions	25.96	22.75
Repairs and Maintenance		
- Others	20.56	25.76
Sales Promotion & Advertisement Expenses	108.16	59.09
Remuneration to Auditor (Refer note 36(a) below)	14.81	14.46
Telephone & Internet Expenses	7.75	6.70
Travelling & Conveyance Expenses	134.30	101.74
Miscellaneous Expenses	18.44	23.43
Total	2,442.03	2,669.18

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Note : 36 (a) Auditor remuneration

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
As auditor:		
Audit Fee	7.50	6.00
Tax audit fee	1.50	1.10
Limited review	2.75	2.00
In other capacity:		
Taxation Matters	2.85	4.13
Other Services	0.21	1.23
Total	14.81	14.46

Note : 36(b) Details of CSR expenditure

As per section 135 of the Act, a company meeting the applicability threshold, is required to spend at least 2% of its average net profit for the immediate preceeding three financial years on CSR activities. The area of CSR activities are eradicating hunger, poverty and malnutrition, promoting education, promoting healthcare including preventive healthcare. A CSR committee has been formed by the company under the act.

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
a. Gross amount required to be spent by the company during the year	8.84	3.01
b. Amount approved by the board to be spent during the year.	8.85	3.50
c. Amount spent during the year on the following		
i) Construction / acquisition of any asset	-	-
ii) On purpose other than (i) above	8.85	3.50
Total	8.85	3.50
d. Nature of CSR activities		
Contribution towards cultural, sports, art & educational upliftment of specially abled children facing prolonged diseases.	8.85	3.50
e. Related party transaction in relation to corporate social responsibility	-	-
f. Short / (Excess) amount spent on CSR :		
Opening balance	-	-
Amount required to be spent during the year	8.84	3.01
Amount spent during the year	8.85	3.50
Amount deposited in specified funds within six months	-	-
Closing balance	(0.01)	(0.49)

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Note 37 : Exceptional Items

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Provision for diminution of investment	131.58	-
Total	131.58	-

Note: During the year, company has made provision for impairment of investment in associate companies amounting to Rs. 131.58 Lakhs after considering the estimated Net realizable value of Rs. 1 each against each share. The board of director of the company at it's meeting held on April,23, 2025 has provided in principal approval for disinvestment of Lykis Limited holding in it's Associate Companies i.e Lykis Biscuits Private Limited & Lykis Packaging Private Limited.

Note 38 : Earnings per Equity Share

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Profit/(Loss) as per profit and Loss account	147.90	68.20
Weighted Average Number of Shares for Basic & Diluted EPS	19,375,155	19,375,155
Face value per Share	10	10
Earnings Per Share		
Basic (Rupees/Share)		
Diluted (Rupees/Share)	0.76	0.35

*EPS have been derived by dividing profit for the year with outstanding ordinary shares (excluding forfeited shares)

Note 39 : Contingent Liabilities & Commitments

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
a) Contingent Liabilities	-	-
Claim against the company not acknowledged as debt		
Income tax in dispute/appeal	62.83	-
GST in dispute/appeal	28.41	-
Others [refer note (i) below]	6.21	-
b) Guarantees given by the bank on behalf of the company	-	-

Notes :

- Others represent dispute with CHA in respect of demurrage charges incurred by him. The company based on independent legal opinion, does not foresee any significant financial liability on this account.
- Cash outflows for the above are determinable only on receipt of final judgments pending at various forums/authorities. The company has received all its pending litigations & proceedings and has disclosed contingent liability wherever applicable in the financial statements. The company does not expect the outcome of those proceedings to have materially adverse effect on its financial position.

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Note 40 : Disclosure Pursuant to Indian Accounting Standard 19-Employee Benefits

Gratuity

- i.) The amount recognised in the balance sheet and the movement in the net defined benefit obligation over the period are as follows:

	(₹ In Lakhs)	
Particulars	March 31, 2025	March 31, 2024
Present Value of Obligation at the beginning of the year	47.75	42.02
Current service cost	11.40	8.48
Interest expense/(income)	3.42	3.06
Expenses of Discontinued operations taken over	-	-
Total amount recognised in profit or loss	14.82	11.55
Liability Transferred in/Acquisitions	-	-
Liability Transferred out/Disinvestments)	-	-
Total Liability	-	-
Remeasurements		
(Gain)/Loss from change in financial assumptions	1.29	0.20
(Gain)/Loss from change in demographic assumptions	-	-
Experience (gains)/losses	6.36	1.46
Total amount recognised in other comprehensive income	7.66	1.66
Less: Benefit paid	(4.86)	(7.48)
As at closing of the year	65.37	47.75

- ii) Amount Recognized in the Balance Sheet are as follows

	(₹ In Lakhs)	
Particulars	March 31, 2025	March 31, 2024
(Present Value of Benefit Obligation at the end of the period	(65.37)	(47.75)
Fair Value of Plan Assets at the end of the Period	-	-
Funded Status (Surplus/Deficit)	(65.37)	(47.75)
Net (Liability)/Assets Recognized in the Balance Sheet	(65.37)	(47.75)

- iii) Expenses Recognized in the Statement of Profit or Loss for Current Period

	(₹ In Lakhs)	
Particulars	March 31, 2025	March 31, 2024
Current Service Cost	11.40	8.48
Net Interest Cost	3.42	3.06
Expenses of discontinued operations taken over	-	-
Net Effect of Changes	14.82	11.55

Notes to the Standalone Financial Statements for the year ended March 31, 2025

iv) Expenses Recognized in the Other Comprehensive Income (OCI) for current period

(₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
Actuarial (Gain)/Losses on Obligation for the period	7.66	1.66
Return on Plan Assets, Excluding Interest Income	-	-
Net (Income)/Expenses For the Period Recognized in OCI	7.66	1.66

v) Balance Sheet Reconciliation

(₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
Opening Net Liability	47.75	42.02
Expenses Recognized in Statement of Profit and Loss	14.82	11.55
Expenses Recognized in OCI	7.66	1.66
Net liability /(Asset) Transfer In	-	-
Net liability /(Asset) Transfer Out	-	-
(Benefit Paid Directly by the Employer)	(4.86)	(7.48)
Net Liability/(Asset) Recognized in the Balance Sheet	65.37	47.75

b) The significant actuarial assumptions were as follows:

(₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
The significant actuarial assumptions were as follows:		
Interest/Discount rate	6.55% p.a	7.16% p.a
Rate of increase in compensation	10.00% p.a	10.00% p.a
Expected average remaining service	3 Years	3 Years
Retirement Age	58/70 years	58 years
Employee Attrition Rate	25.00% p.a	25.00% p.a

c) A quantitative sensitivity analysis for significant assumption as at March 31, 2025 is shown below:

Assumption	Discount Rate		Salary Growth Rate		Employee turnover rate	
	1% increase	1% decrease	1% increase	1% decrease	1% increase	1% decrease
31-Mar-25						
Impact on defined benefit obligation	(2.09)	2.25	2.09	(2.01)	(0.64)	0.67
% Impact	-3.20%	3.45%	3.20%	-3.07%	-0.97%	1.02%
31-Mar-24						
Impact on defined benefit obligation	(1.48)	1.60	1.51	(1.44)	(0.46)	0.48
% Impact	-3.09%	3.34%	3.17%	-3.02%	-0.96%	1.01%

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant

Notes to the Standalone Financial Statements for the year ended March 31, 2025

d) The following payments are expected contributions to the defined benefit plan in future years:

(₹ In Lakhs)		
Particulars	March 31, 2025	March 31, 2024
Expected Payout Year one	12.17	11.00
Expected Payout Year two	11.22	7.55
Expected Payout Year three	10.58	7.04
Expected Payout Year four	9.15	6.46
Expected Payout Year five	7.75	5.66
Expected Payout Year six to ten	23.42	16.79
Expected Payout Year eleven and above	9.83	8.32
Total expected payments	84.12	62.83

Note 41 : Income Taxes

The Major Components for Income Tax Expenses for the year ended March 31, 2025

A) Components of Tax Expenses/(Income) includes the following:-

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Current Income Tax		
Current Income Tax charge	62.15	187.21
Deferred Tax:		
Relating to original and reversal of temporary differences	(11.17)	(193.36)
Short/(Excess) Provision for earlier years	2.71	(12.35)
Income Tax Expenses reported in the statement of profit and Loss	53.69	(18.50)

Note : The Company offsets tax assets and liabilities in and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same authority.

B) Income Tax Relating to Other Comprehensive Income

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Net Loss/(gain) on remeasurement of Defined Benefit Plans	1.93	0.42
Income Tax Expenses charged to other comprehensive Income	1.93	0.42

C) Reconciliation of Tax Expense and the accounting profit multiplied by India's domestic tax rate for year ended March 31, 2025

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Accounting Profit/(Loss) Before Income Tax	201.59	49.70
India's statutory Income Tax Rate	25.17%	25.17%

Notes to the Standalone Financial Statements for the year ended March 31, 2025

(₹ In Lakhs)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Computed Tax Expenses	50.74	12.51
Adjustments recognised in current year in relation to the current tax of prior years	2.71	(12.35)
Effect of Expenses/allowances that are not deductible in determining taxable profit	(8.85)	(3.50)
Expenses not deductible in calculating taxable income	3.76	3.21
Other Adjustments	5.33	(18.37)
Income Tax Expenses Reported in Profit and Loss	53.69	(18.50)
Effective Income Tax Rate	26.63%	-37.23%

Note 42 : Disclosures as required by Indian Accounting Standard (Ind AS) 24 - Related Party Disclosures

A. List of related parties

Nature of Relationship	Party Name
a. Key Managerial Personnel (As per Companies Act 2013)	Nadir Dhrolia (Managing Director)
	Sachin Bhatnagar (Chief Executive Officer till 06.06.2024)
	Shrigopal Kandoi (Chief Financial Officer)
	Darshana Sawant (Company Secretary)
b. Key Managerial Personnel (As per IND AS 24)*	Shafeen Sadrudin Charania (Chairman)
	Kairav Anil Trivedi (Non-executive & Independent Director)
	Neha Rajan Gada (Non-executive & Independent Director till 18.05.2023)
	Mangala Radhakrishna Prabhu (Non-executive & Independent Director w.e.f 18.05.2023)
	Rajendra Singh Singhvi (Non-executive & Independent Director)
	Rajesh Vasudevan Nambiar (Non-executive & Independent Director)
c. Subsidiary Companies	Lykis Marketing Private Limited
	Lykis Export LLC
d. Associate Companies	Lykis Packaging Private Limited
	Lykis Biscuits Private Limited
e. Entity where KMP/Relative of KMP exercise significant influence	Spectra International Limited
	Rivona Herbals LLP
	Bywell Confectioners Private Limited

* In addition to been disclosed in (a) above

Notes to the Standalone Financial Statements for the year ended March 31, 2025

B. Transaction with Related parties

(₹ In Lakhs)

Name of Party	Nature of Transaction	Year ended March 31, 2025	Year ended March 31, 2024
Nadir Dhrollia	Remuneration Paid	84.00	87.50
	Commission on Financial Guarantee	5.54	11.60
Sachin Bhatnagar	Salary	16.10	36.60
Shrigopal Kandoi	Salary	36.75	27.90
Darshana Sawant	Salary	10.60	7.18
Mangala Radhakrishna Prabhu	Director Sitting Fees	1.18	0.54
Kairav Anil Trivedi	Director Sitting Fees	1.38	1.08
Neha Rajan Gada	Director Sitting Fees	-	0.32
Rajendra Singh Singhvi	Director Sitting Fees	1.28	0.88
Rajesh Vasudevan Nambiar	Director Sitting Fees	1.26	1.52
Lykis Export LLC	Sale of Goods	-	26.02
Spectra International Limited	Rent	145.20	132.00
	Commission on Financial Guarantee	103.10	53.40
	Interest on MSME	-	0.01
Rivona Herbals LLP	Purchase of goods (Net of Returns)	38.04	-
Bywell Confectioners Private Limited	Purchase of goods (Net of Returns)	109.00	111.84
	Interest on MSME	-	0.07

Note:

- Reimbursement in ordinary course of business are not included above.
- Transaction reported does not include post employment benefits and employee contribution to PF & ESIC.
- In addition to the above transactions:
 - Director has given personal guarantee for loan taken by the company.
 - Entity where KMP/Relative of KMP exercise significant influence has given corporate guarantee for loan taken by the company.

C. Balances Outstanding of Related parties

(₹ In Lakhs)

Name of Party	Nature of Transaction	As at March 31, 2025	As at March 31, 2024
Nadir Dhrollia	Payable	4.80	7.05
Sachin Bhatnagar	Payable	-	3.18
Shrigopal Kandoi	Payable	0.90	0.77
Ms Darshana Sawant	Payable	0.87	0.76
Rajesh Vasudevan Nambiar	Payable	0.88	1.08
Rivona Herbals LLP	Payable	20.53	-

Notes to the Standalone Financial Statements for the year ended March 31, 2025

D. Breakup of compensation to key managerial personnel

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

Compensation to KMP as specified in A(a) and A(b) above:

Particulars	(₹ In Lakhs)	
	Year ended March 31, 2025	Year ended March 31, 2024
Short term employee benefits	152.55	163.52
Post employment benefits*		
Total	152.55	163.52

*As the future liability for gratuity is provided on an actuarial basis for the company as a whole, the amount pertaining to the directors is not ascertainable and therefore, not included above.

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Note 43 : Ratio Analysis and its element

Ratio	Numerator	Denominator	As at March 31, 2025	As at March 31, 2024	% change	Reason for variance <i>(where the change in the ratio is more than 25% as compared to the preceding year)</i>
(₹ In Lakhs)						
Current Ratio	Current Assets	Current Liabilities	1.66	1.26	31.93%	Improved ratio due to reduced borrowings & timely payment of liabilities.
Debt-Equity Ratio	Total Debt	Shareholder's Equity	1.54	4.22	-63.44%	The decline in the Debt-Equity Ratio is due to reduction in borrowings, primarily driven by debt repayments.
Debt Service Coverage Ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	0.28	1.03	-72.62%	Improved due to reversal of provisions of doubtful debts and advances.
Return on Equity Ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	0.07	0.03	116.86%	Improved due to increase in profits for the current year.
Inventory Turnover Ratio	Cost of goods sold	Average Inventory	17.84	25.91	-31.15%	Reduced due to decrease in cost of goods sold during the year.
Trade Receivable Turnover Ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	4.37	3.54	23.57%	-
Trade Payable Turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	25.71	39.82	-35.44%	The trade payable turnover ratio is reduced due to faster payments to vendors.
Net Capital Turnover Ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	9.04	13.89	-34.95%	The net capital turnover ratio is reduced due to reduction in sales during the year.
Net Profit Ratio	Net Profit	Net sales = Total sales - sales return	0.01	0.00	204.20%	Improvement in ratio due to increase in current year profit.
Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	0.27	0.24	14.73%	-

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Note 44 : Leases

In current year, the Company has recognised Interest on Lease Liability and Amortization of Right of use Asset as per IndAS 116 'Lease' in the statement of Profit and Loss as under

- Finance Cost' in Note no. 34 Interest on Lease Liability of Rs. 34.25 lakhs (PY 44.04 lakhs).
- Depreciation and Amortization expense' in Note no. 35. Amortization of Lease Liability of Rs. 114.74 Lakhs (PY Rs. 116.66 Lakhs).
- The total outstanding cash outflow for lease as per the agreement is Rs. 308.23 Lakhs (PY Rs. 481.67 Lakhs).
- There has been addition to right of use asset in the current period of Rs 4.24 lakhs (PY Rs. 0.65 Lakhs).
- There has been deletion to right of use asset in the current period of Rs 2.06 Lakhs (PY Rs 0.95 Lakhs).

The Company has taken premises under leave and license agreement, the rent and escalation depends upon the lease by the Company. The Company has entered into an lease agreement for the period of 5 years, with escalation clause.

The disclosure requirement and maturity analysis of lease liability and asset as per IndAS 107 'Financial Instrument : Disclosures' are as follows:

a) The net carrying amount of Right of use asset : (₹ In Lakhs)

Particulars	April 01, 2023	Addition	Deletion / Amortization	March 31, 2024	April 01, 2024	Addition	Deletion / Amortization	March 31, 2025
Right of Use Asset	459.13	0.65	116.66	343.12	343.12	4.24	142.39	204.97

b) A reconciliation between the total minimum lease payment as on March 31 ,2025 and their present value: (₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
Lease Liability as at balance sheet date	279.17	415.41
Add: Interest on above*	29.06	66.26
Minimum Lease Payment	308.23	481.67

*The rate of interest taken is on the basis of rate of loan liabilities of the Company

c) Maturity Analysis of the Minimum lease payment for the following years are as follow: (₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
Before 3 months	36.74	36.59
3 – 6 months	36.74	36.59
6 – 12 months	73.48	73.08
1 – 3 years	161.27	335.41
3 – 5 years	-	-
Above 5 years	-	-
Total	308.23	481.67

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Note 45 : Fair Value Management

i. Accounting classification and fair values

The following table shows the carrying amount and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

i) The carrying value and fair value of financial instruments by categories as of March 31, 2024 are as follows:

(₹ In Lakhs)

Particular	Carrying Amount			Total	Fair Value			Total
	FVPL	FVOCI	Amortised Cost		Level 1	Level 2	Level 3	
FINANCIAL ASSETS								
Investments	-	-	176.91	176.91	-	-	176.91	176.91
Security Deposits	-	-	0.49	0.49	-	-	-	0.49
Trade Receivables	-	-	9,216.39	9,216.39	-	-	-	9,216.39
Cash and Cash Equivalents	-	-	577.98	577.98	-	-	-	577.98
Other Bank Balances	-	-	7.83	7.83	-	-	-	7.83
Loans and Advances	-	-	21.54	21.54	-	-	-	21.54
Other Financial Assets	1.03	-	165.23	166.26	-	-	-	166.26
Total financial assets	1.03	-	10,166.37	10,167.40	-	-	176.91	10,167.40
FINANCIAL LIABILITIES								
Borrowings	-	-	8,407.38	8,407.38	-	-	-	8,407.38
Lease Liability	-	-	415.41	415.41	-	-	-	415.41
Trade payables	-	-	1,012.29	1,012.29	-	-	-	1,012.29
Other financial liabilities	-	-	256.65	256.65	-	-	-	256.65
Total financial liabilities	-	-	10,091.73	10,091.73	-	-	-	10,091.73

ii) The carrying value and fair value of financial instruments by categories as of March 31, 2025 are as follows:

(₹ In Lakhs)

Particular	Carrying Amount			Total	Fair Value			Total
	FVPL	FVOCI	Amortised Cost		Level 1	Level 2	Level 3	
FINANCIAL ASSETS								
Investments	-	-	45.33	45.33	-	-	45.33	45.33
Security Deposits	-	-	0.01	0.01	-	-	-	0.01
Trade Receivables	-	-	2,604.46	2,604.46	-	-	-	2,604.46
Cash and Cash Equivalents	-	-	386.27	386.27	-	-	-	386.27
Other Bank Balances	-	-	512.96	512.96	-	-	-	512.96
Loans and Advances	-	-	30.35	30.35	-	-	-	30.35
Other Financial Assets	-	-	1,119.99	1,119.99	-	-	-	1,119.99
Total financial assets	-	-	4,699.37	4,699.37	-	-	45.33	4,699.37

Notes to the Standalone Financial Statements for the year ended March 31, 2025

(₹ In Lakhs)

Particular	Carrying Amount			Total	Fair Value			Total
	FVPL	FVOCI	Amortised Cost		Level 1	Level 2	Level 3	
FINANCIAL LIABILITIES								
Borrowings	-	-	3,071.55	3,071.55	-	-	-	3,071.55
Lease Liability	-	-	279.17	279.17	-	-	-	279.17
Trade payables	-	-	774.83	774.83	-	-	-	774.83
Other financial liabilities	-	-	125.79	125.79	-	-	-	125.79
Total financial liabilities	-	-	4,251.34	4,251.34	-	-	-	4,251.34

The management assessed that the fair value of cash and cash equivalent, and other current financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

Level 1: The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and equity securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the group is the current bid price. These instruments are included in level 1.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities and investment in private equity funds, real estate funds.

ii. Valuation technique used to determine fair value

Specific Valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments
- the fair value of unquoted equity instruments has been measured on the basis of their net worth and valuation of their shares.
- the fair value of equity shares of group companies are measured at cost.
- the fair value of the remaining financial instruments is determined using discounted cash flow analysis

iii. Valuation processes

The finance department of the company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values.

Note 46 : Capital Management

For the purpose of the Company's capital management, capital includes issued equity share capital, securities premium and all other reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the value of the share and to reduce the cost of capital.

Notes to the Standalone Financial Statements for the year ended March 31, 2025

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company can adjust the dividend payment to shareholders, issue new shares, etc. The Company monitors capital using a gearing ratio, which is net debt divided by total equity. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

(₹ In Lakhs)		
Particular	March 31, 2025	March 31, 2024
A) Debts		
Borrowings (Current and Non-Current)	3,071.55	8,407.38
Debt (A)	3,071.55	8,407.38
B) Equity		
Equity Share Capital	1,992.70	1,992.70
Other Equity	1,275.33	1,133.16
Total Equity (B)	3,268.03	3,125.86
Gearing Ratio (Debt / Capital) i.e. (A/B)	94%	269%

Note 47 : Financial Risk Management

The Company has exposure to the following risks arising from financial instruments:

- Market Risk;
- Credit Risk; and
- Liquidity Risk

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of change in market prices. Market risk comprises three types of risk: foreign currency risk, interest rate risk and other price risk such as equity price risk and commodity/real estate risk.

(i) Foreign currency risk

The Company operates across various geographies and is exposed to foreign exchange risk on its various currency exposures. The risk of changes in foreign exchange rates relates primarily to the Company's operating activities and translation risk, which arises from recognition of foreign currency assets and liabilities.

Foreign currency Risk Management

In respect of the foreign currency transactions, the company has designated certain foreign exchange forward contracts as cash flow hedges to mitigate the risk of foreign currency exposure on highly probable forecasted transactions. In addition to the above the company has a natural hedge on trade receivables through packing credit facility.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The interest rate risk can also impact the provision for retiral benefits. The Company generally utilises fixed rate borrowings and therefore not subject to interest rate risk, since neither the carrying amount nor the future cash flows will fluctuate because of change in the market interest rates.

The Company is not exposed to significant interest rate risk as at the respective reporting dates.

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Foreign Currency Fluctuation Risk

The Company exposure to Foreign Currency risk at the end of reporting period is as follows:

(₹ In Lakhs)		
Particulars	March 31, 2025	March 31, 2024
Financials Assets		
Trade Receivables (Gross basis)	2,634.25	9,299.95
Cash & Cash Equivalent	296.70	0.54
Other Financial Assets	-	1.03
Net Exposure to Foreign Currency Risk Assets	2,930.95	9,301.52
Financials Liabilities		
Trade Advance	183.01	223.38
Borrowings	3,046.40	8,063.46
Trade Payable	9.33	-
Other financial liabilities	5.85	5.70
Net Exposure to Foreign Currency Risk Liabilities	3,244.59	8,292.54
Foreign Currency Sensitivity	(313.64)	1,008.98

(iii) Equity price risk

The Company is exposed to equity price risk, which arises from FVTPL and FVOCI investments. The Company's unlisted equity securities are of subsidiary and deemed cost of the same are taken as per the valuation report. The value of the financial instruments is not material and accordingly any change in the value of these investments will not affect materially the profit or loss of the Company.

(B) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Trade Receivable

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. The Company is in the business of export of FMCG, Cosmetics and other products. Credit quality of a customer is assessed by the management on regular basis with market information and individual credit limits are defined accordingly. Outstanding customer receivables are regularly monitored and any further services to major customers are approved by the senior management.

An impairment analysis is performed at each re-equipment date on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the re-equipment date is the carrying value of each class of financial assets disclosed in Note 10.

On account of adoption of Ind-AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Company's historical experience for customers. The movement of allowance for impairments of trade receivables are as follows

Notes to the Standalone Financial Statements for the year ended March 31, 2025

(₹ In Lakhs)

Particulars	Carrying Amount	
	March 31, 2025	March 31, 2024
Opening Balance	5.03	19.21
Add: Impairment Loss recognized	(5.03)	(14.18)
Closing Balance	-	5.03

Financial Instrument and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's finance department in accordance with the Company's policy. Investments of surplus funds are made generally in the fixed deposits and for funding to subsidiary company. The investment limits are set to minimise the concentration of risks and therefore mitigate financial loss to make payments for vendors

The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2025 and March 31, 2024 is the carrying amounts as stated in balance sheet except for balances of subsidiary company. The Company's maximum exposure relating to financial guarantees and financial derivative instruments is noted in the liquidity table below.

(C) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's finance team is responsible for liquidity, funding as well as settlement management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. In the table below, borrowings include both interest and principal cash flows.

Contractual maturities of financial liabilities

(₹ In Lakhs)

Particular	Less than 1 year	1 to 5 years	More than 5 years
As at March 31, 2025			
Borrowings	3,058.96	12.59	-
Trade payables	774.83	-	-
Other financial liabilities	125.79	-	-
Lease liabilities	125.88	153.29	-
Total Financial Liabilities	4,085.46	165.88	-
As at March 31, 2024			
Borrowings	8,382.23	25.15	-
Trade payables	1,012.29	-	-
Other financial liabilities	256.65	-	-
Lease liabilities	75.59	339.82	-
Total Financial Liabilities	9,726.76	364.97	-

Notes to the Standalone Financial Statements for the year ended March 31, 2025

Note 48 : Other Statutory Information

- i The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- ii The Company do not have any charges or satisfaction which is yet to be registered with Registrar of Companies ('ROC') beyond the statutory period.
- iii The Company has not been declared as wilful defaulter by any bank or financial institutions or other lenders.
- iv During the year, the Company has not revalued its Property, Plant and Equipments.
- v The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- vi The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (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
- vii The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- viii The Company have not 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.
- ix Based on the information available with the Company, 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.
- x **Reconciliation of Quarterly Returns submitted to Banks :**

The Company has availed credit facilities from HDFC Bank against security of its Current Assets. The Company has filed all returns regularly. There has been no material differences and the amount as per books of account are in agreement with amount as reported in quarterly returns except as mentioned herein below :

For the year ended March 31, 2025

Quarter Ended	Particulars of Accounts Balances	Amount as per Books of Accounts	Amount as reported in the quarterly return / statement	Amount of Difference	Reason for Material Differences
May-24	Debtors	8,454.21	8,454.22	(0.01)	
May-24	Advance to suppliers	1,404.88	1,411.10	(6.22)	
May-24	Stock	1,141.30	1,147.17	(5.87)	
Aug-24	Debtors	7,748.69	7,767.35	(18.66)	
Aug-24	Advance to suppliers	1,303.52	1,326.44	(22.92)	
Aug-24	Stock	1,001.20	1,138.84	(137.64)	
Nov-24	Debtors	5,697.99	5,695.81	2.18	
Nov-24	Advance to suppliers	1,534.87	1,539.70	(4.83)	

Notes to the Standalone Financial Statements for the year ended March 31, 2025

For the year ended March 31, 2025

Quarter Ended	Particulars of Accounts Balances	Amount as per Books of Accounts	Amount as reported in the quarterly return / statement	Amount of Difference	Reason for Material Differences
Nov-24	Stock	803.37	811.37	(8.00)	Certain accounting entries accounted subsequently.
Feb-25	Debtors	3,545.69	3,542.94	2.75	
Feb-25	Advance to suppliers	1,251.23	1,258.86	(7.63)	
Feb-25	Stock	849.48	849.48	0.00	

Note : The Quarterly statements were prepared and filed before the completion of all financial statement closure activities, which led to certain differences between the final books of accounts and the quarterly statements which were based on provisional books of accounts.

Note 49: Disclosures with regards to regulation 34 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 186 of the Companies Act, 2013.

Particulars	Balance As On		Maximum Amount Outstanding During the period	
	2024-25	2023-24	2024-25	2023-24
a) Loans and Advances in the Nature of Loans:-				
i) To Subsidiary Company-Lykis Exports LLC	-	-	-	-
ii) To Associates	-	-	-	-
iii) Where there is :				
- No repayment schedule or repayment beyond 7 years	-	-	-	-
- No Interest or Interests below section 186 of the Companies Act,2013	-	-	-	-
iv) To Firm/Companies in which Directors are interested	-	-	-	-
b) Investment by Loan in the shares of its subsidiary Companies	40.28	40.28	40.28	40.28

Note 50: Details of unhedged foreign currency outstanding*

(₹ In Lakhs)

Nature of Payment	Currency	Foreign Currency	Exchange Rate	As at March 31, 2025
Other financial liabilities	USD	6,840.00	85.4584	5.85
Trade Payables	USD	10,920.00	85.4584	9.33

*The above details does not include trade receivable and packing credit facility, which is naturally hedged.

Note 51 : Segmental Reporting

a. Primary Segments - Business Segment :

Based on the guiding principles given in Ind-AS - 108 'Operating Segment' prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles accepted in India, the Company's primary business consist of; "Export of FMCG, Cosmetics and other products'. As the Company's business actually falls within a single primary business segment, the disclosure requirements of Ind AS - 108 in this regard are not applicable.

Notes to the Standalone Financial Statements for the year ended March 31, 2025

b. Information pertaining to Secondary Segment :

(₹ In Lakhs)		
Particulars	March 31, 2025	March 31, 2024
Gross Revenue as per Geographical Locations		
Within India	18.21	743.46
Outside India	25,809.92	35,487.22
Debtors as per Geographical Locations		
Within India	39.26	26.36
Outside India	2,634.25	9,299.95

Note 52 : In the opinion of the Board the Current Assets, Loans & Advances are realisable in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet. The provision for all known liabilities is adequate and not in excess of amount reasonably necessary.

Note 53 : The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/ interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

Note 54 : The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, there are no instance of audit trail feature being tampered and the audit trail has been preserved by the company as per the statutory requirements for record retention.

Note 55 : Figures of previous year have been regrouped / rearranged wherever necessary.

In terms of our report of even date
For **JASS & Co LLP**
(formerly known as Singrodia & Co LLP)
Chartered Accountants
Firm Registration No.: W100280

Akshay Agarwal
Partner
Membership No.: 170148
UDIN : 25170148BMLGFT8661

Date : May 23, 2025
Place : Mumbai

For and on behalf of the Board of Directors of
Lykis Limited

Nadir Dhrolia
Managing Director
03303675

Shrigopal Kandoi
Chief Financial Officer

Date : May 23, 2025
Place : Mumbai

Shafeen Charania
Non-Executive Director
07283015

Darshana Sawant
Company Secretary

CONSOLIDATED
FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

To the Members of Lykis Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of **Lykis Limited** (the "Company"), its subsidiaries and associate (the company and its subsidiaries together referred to as the "Group") which comprise the Consolidated balance sheet as at March 31, 2025, and the Consolidated statement of Profit and Loss (including other comprehensive income), and the Consolidated statement of changes in equity and the Consolidated statement of cash flows for the year then ended, and summary of Significant Accounting Policy and the other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No	Key Audit Matter	Auditor's Response
1	<u>Provision made towards doubtful debts & advances</u> During the FY 2024-25, the Holding Company has made provision for doubtful debts and advances amounting to Rs.215.27 Lakhs and reversed provision amounting to Rs.317.83 for the current year. Refer Note No. 30 to the Standalone Financial Statements.	Our audit procedures included the following: • We gained an understanding of the process undertaken by the Holding Company for recoverability of such amount. • We have assessed the management's forecast and communication with parties. • We have verified that the Holding Company has taken requisite approval from the appropriate authorities and checked proper presentation and disclosure of the same in the financial statements.

Sr. No	Key Audit Matter	Auditor's Response
2	<u>Recoverability of Other Advances</u> As at March 31, 2025, Other current assets of the Holding Company include Rs. 451.45 Lakhs in respect of Advances to vendors and are pending to be adjusted/settled. Management exercises significant judgment when determining whether to record any impairment loss on advances. As the carrying amount of Other Advances accounts for a relatively high proportion of assets, there would be a material impact on the financial statements if such advances cannot be settled on schedule or fail to be recovered /settled. Therefore, we consider the recoverability of Other Advances as a key audit matter. Refer Note 16 to the Standalone Financial Statements.	Our audit procedures involve the following activities: - Assessing and updating our understanding of internal controls over financial reporting with respect to advances given; - Assessment of the Holding Company's SOP of Purchases outlining authority for approving and responsibility to manage vendor advances; - Inquiries with management in order to understand and assess governance and follow-up/monitoring of key vendors; - Obtain balance confirmations from selected parties to ensure existence thereof - Review of Purchase orders and/or agreements for selected parties and enquire management regarding reasons for unsettled advances as on date.

Information other than the Financials Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements, Standalone financial statements and our auditor's report thereon.

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

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

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

Management's Responsibilities for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated financial statements that give a true and fair view of the Consolidated financial position, consolidated financial performance, including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are responsible and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness that give a true and fair view and are free from material misstatements, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

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

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the company's financial reporting process of the Group.

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

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

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

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

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

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

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

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

Other Matters:

1. We did not audit the financial statements of two subsidiary (namely 'Lykis Marketing Private Limited' and 'Lykis Exports LLC') included in the consolidated financial statements, whose financial statement include total assets of Rs. 1,313.17 lakhs at March 31, 2025, total revenues of Rs. 3,364.18 lakhs, total net profit after tax of Rs. 60.42 lakhs for the year ended March 31, 2025, total comprehensive income of Rs. 59.97 lakhs for the year ended March 31, 2025 as considered in the Consolidated financial statements which have been audited by their respective independent auditors. The independent auditor's report on the financial statements of these entities have been furnished to us by the Management and our opinion on the Consolidated financial statements in so far as it relates to the amounts and disclosures included in respect of these subsidiary is based solely on the reports of such auditors.
2. The consolidated financial statements includes group share of net loss of Rs. 1.40 lakhs in respect of two associates for the year ended March 31, 2025, whose financial statements/information have been audited by other auditor. The independent auditors' reports on Financial statements /information of these entities have been furnished to us and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors.

Report on Other Legal and Regulatory Requirements

1. 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 of the consolidated financial statements;
 - (b) In our opinion, proper books of account as required by law relating to the preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated statement of changes in equity and the Consolidated statement of cash flows dealt with by this Report are in agreement with the books of account maintained for the purpose of the consolidated financial statement;
 - (d) In our opinion, the aforesaid Consolidated financial statements comply with the Ind AS specified under Section 133 of the Act;
 - (e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors of the company, and report of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of Group 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 and the internal financial controls with reference to these Consolidated Financial Statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure A” which is based on the auditors’ reports of the Company and its subsidiary company incorporated in India.
- (g) With respect to the matter to be included in the Auditor’s Report in accordance with requirements of Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the information and explanation give to us, the remuneration paid/payable by the Holding Company to its directors during the year is in accordance with the provisions of section 197 read with Schedule V of the Act,

- (h) 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 and based on the consideration of the report of the other auditors on separate financial statements as also the financial information of the subsidiaries and associates, incorporated in India as noted in other Matters Paragraph:
 - i. The Group do not have any pending litigation which would impact its financial position except as disclosed in note 39 to the consolidated financial statements.
 - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company and its subsidiaries company incorporated in India.
 - iv.
 - (a) The respective management of the Holding Company and its subsidiaries which are companies incorporated India, whose financial statement have been audited under this act, have represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such subsidiaries from any person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”), or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) The respective management of the Holding Company and its subsidiaries which are companies incorporated India, whose financial statement have been audited under this act, have represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any 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 by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (c) Based on audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditor of the subsidiary which is a company incorporated in India whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
 - v. The Company has neither declared nor paid any dividend during the year.
 - vi. Based on our examination which included test checks, performed by us and other auditors, the Holding Company and its subsidiaries incorporated in India have used accounting software systems for maintaining

their respective books of account for the financial year ended 31 March 2025 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of audit, we have not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Holding Company and Subsidiary Companies incorporated in India as per the statutory requirements for record retention to the extent applicable.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/"CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in the CARO reports.

For **J A S S & Co LLP**
(formerly known as *Singrodia & Co LLP*)

Chartered Accountants
Firm Registration No: W100280

Akshay Agarwal

Partner

Membership No. 170148
UDIN : 25170148BMLGFU9427

Date : May 23, 2025

Place : Mumbai

“Annexure A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Member of **Lykis Limited** of even date)

Report on the Internal Financial Controls with reference to Consolidated Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of consolidated financial statements of the Company as of and for the year ended March 31, 2025, we have audited the internal financial controls with reference to Consolidated Financial Statement of **Lykis Limited** (hereinafter referred to as the “Company”) and its subsidiaries company, which are companies incorporated in India, as of that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to Consolidated Financial Statements of the Company and its subsidiary companies, which are companies incorporated in India, 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 Institute of Chartered Accountants of India (‘ICAI’) and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to Consolidated Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls 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 with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements includes obtaining and understanding of internal financial control with reference to Consolidated Financial Statement, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to Consolidated Financial Statements of the Companies, which are companies incorporated in India.

Meaning of Internal Financial Controls with reference to Consolidated Financial Statements

A company’s internal financial control with reference to Consolidated Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control with reference to Consolidated Financial Statements 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 consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting with reference to Consolidated Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to Consolidated Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to Consolidated Financial Statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to Consolidated Financial Statements 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 and its subsidiary company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls with reference to Consolidated Financial Statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting with reference to Consolidated Financial Statements established by the respective company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

Other Matters

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated financial statements of the holding company insofar as it relates to separate financial statement of subsidiary, which is company incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

For **J A S S & Co LLP**
(formerly known as Singrodia & Co LLP)
Chartered Accountants
Firm Registration No: W100280

Akshay Agarwal
Partner
Membership No. 170148
UDIN : 25170148BMLGFU9427

Date : May 23, 2025
Place : Mumbai

Consolidated Balance Sheet as at March 31, 2025

(₹ In Lakhs)

Particulars	Notes	As at March 31, 2025	As at March 31, 2024
I. ASSETS (A)			
1. Non Current Assets			
(a) Property, Plant and Equipment	3	55.39	85.92
(b) Right-of- use -assets	4	204.97	343.12
(c) Other Intangible Assets	5	18.98	23.49
(d) Financial Assets			
(i) Investments	6	4.13	83.07
(ii) Other financial assets	7	1.09	-
(e) Deferred Tax Assets (Net)	8	303.21	289.88
Sub -Total		587.77	825.48
2. Current Assets			
(a) Inventories	9	1,529.00	985.46
(b) Financial Assets			
(i) Trade Receivables	10	3,405.93	9,668.20
(ii) Cash and Cash Equivalents	11	731.81	694.42
(iii) Other Bank Balance	12	511.87	7.83
(iv) Loans	13	30.35	21.54
(v) Other financial assets	14	1,120.16	166.85
(c) Current Tax Assets	15	58.25	72.54
(d) Other Current Assets	16	1,112.01	1,684.20
Sub -Total		8,499.38	13,301.04
Total		9,087.15	14,126.52
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	17	1,992.70	1,992.70
(b) Other Equity	18	1,414.30	1,156.12
(c) Non Controlling Interest		(0.36)	(0.39)
Sub-Total		3,406.63	3,148.43
Liability			
1. Non Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	19	12.59	25.15
(ii) Lease Liabilities	20	153.29	339.83
(b) Provisions	21	55.24	37.82
Sub-Total		221.12	402.80

Consolidated Balance Sheet as at March 31, 2025

(₹ In Lakhs)

Particulars	Notes	As at March 31, 2025	As at March 31, 2024
2. Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	22	3,962.46	8,437.23
(ii) Lease Liabilities	23	125.88	75.59
(iii) Trade Payable	24		
Total Outstanding dues of Micro & Small Enterprises		352.90	449.22
Total Outstanding dues to creditors other than Micro & Small Enterprises		637.95	693.33
(iv) Other Financial Liabilities	25	134.64	258.58
(b) Other Current Liabilities	26	218.42	583.23
(c) Provisions	27	27.15	32.49
(d) Current Tax Liabilities	28	-	45.62
Sub-Total		5,459.40	10,575.29
Total		9,087.15	14,126.52

See accompanying notes to the financial statements

1 to 55

In terms of our report of even date

For **JASS & Co LLP**

(formerly known as Singrodia & Co LLP)

Chartered Accountants

Firm Registration No.: W100280

Akshay Agarwal

Partner

Membership No.: 170148

UDIN : 25170148BMLGFU9427

For and on behalf of the Board of Directors of

Lykis Limited
Nadir Dhrolia

Managing Director

03303675

Shafeen Charania

Non-Executive Director

07283015

Shrigopal Kandoi

Chief Financial Officer

Darshana Sawant

Company Secretary

Date : May 23, 2025

Place : Mumbai

Date : May 23, 2025

Place : Mumbai

Consolidated Statement of Profit and Loss for the period ended March 31, 2025

(₹ In Lakhs)

Particulars	Notes	Year ended March 31, 2025	Year ended March 31, 2024
INCOME			
Revenue form Operations	29	29,736.78	40,433.74
Other Income	30	404.30	340.31
Total Income		30,141.08	40,774.05
EXPENSES			
Purchases of Stock in Trade	31	26,021.66	35,229.58
Change in Inventories of Stock-in-Trade	32	(543.54)	572.85
Employee Benefits Expenses	33	880.26	950.98
Finance Costs	34	573.38	754.79
Depreciation & Amortization Expenses	35	154.94	143.18
Other Expenses	36	2,638.37	2,751.01
Total Expenses		29,725.07	40,402.39
PROFIT / (LOSS) BEFORE EXCEPTIONAL ITEMS & TAX		416.01	371.66
Exceptional Items	37	77.54	-
PROFIT / (LOSS) BEFORE TAX		338.47	371.66
Share in Profit and (Loss) of associates as per Equity method		(1.40)	(1.97)
PROFIT / (LOSS) BEFORE TAX		337.07	369.69
LESS : Tax Expenses			
- Current Tax		83.29	187.23
- Taxes for Earlier Period		4.00	(12.35)
- Deferred Tax		(11.24)	(193.37)
PROFIT / (LOSS) FOR THE YEAR BEFORE NON CONTROLLING INTEREST		261.02	388.18
Less : Non Controlling Interest		(0.03)	(0.14)
PROFIT / (LOSS) FOR THE YEAR (A)		260.99	388.04
OTHER COMPREHENSIVE INCOME			
a) (i) Items that will not be reclassified to profit or loss			
- Acturial Gain/loss on Gratuity Valuation		(8.27)	(1.66)
(ii) Income tax relating to items that will not be reclassified to profit or loss		2.08	0.42
b) (i) Items that will be reclassified to profit or loss			
- Exchange difference in translating the financial statements of foreign operations		3.39	3.62
(ii) Income tax relating to items that will be reclassified to profit or loss			-
TOTAL OTHER COMPREHENSIVE INCOME (B)		(2.80)	2.38
TOTAL COMPREHENSIVE INCOME FOR THE YEAR (A + B)		258.19	390.42

Consolidated Statement of Profit and Loss for the period ended March 31, 2025

(₹ In Lakhs)

Particulars	Notes	Year ended March 31, 2025	Year ended March 31, 2024
Net Profit attributable to			
(a) Owners of the Company		261.02	388.18
(b) Non - controlling interest		(0.03)	(0.14)
		260.99	388.04
Other Comprehensive Income Attributable to			
(a) Owners of the Company		(2.80)	2.38
(b) Non - controlling interest		-	-
		(2.80)	2.38
Total Comprehensive Income Attributable to			
(a) Owners of the Company		258.22	390.56
(b) Non - controlling interest		(0.03)	(0.14)
		258.19	390.42
Earnings per Equity Share			
Basic & Diluted Earnings Per Share	38	1.35	2.00

See accompanying notes to the financial statements

1 to 55

In terms of our report of even date

For **JASS & Co LLP**
(formerly known as Singrodia & Co LLP)

Chartered Accountants

Firm Registration No.: W100280

Akshay Agarwal

Partner

Membership No.: 170148

UDIN : 25170148BMLGFU9427

For and on behalf of the Board of Directors of

Lykis Limited
Nadir Dhrolia

Managing Director

03303675

Shrigopal Kandoi

Chief Financial Officer

Shafeen Charania

Non-Executive Director

07283015

Darshana Sawant

Company Secretary

Date : May 23, 2025

Place : Mumbai

Date : May 23, 2025

Place : Mumbai

Consolidated Cash Flow Statement for the period ended March 31, 2025

(₹ In Lakhs)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
A. Cash flow from operating activities		
Net Profit before taxation	337.07	369.69
Adjustments for:		
Depreciation and amortization	154.93	143.18
Gain on foreign currency transactions and translations (Unrealised)	(23.27)	(278.42)
Loss on Sale of Property, Plant and Equipment(Net)	0.03	0.08
Loss on discard of Property, Plant and Equipment and Intangible assets	1.93	1.36
Remeasurement of Defined Benefit Obligations	(8.27)	(1.66)
Provision for Doubtful debts and advances	(97.53)	639.44
Provision for Diminution of Investment	77.54	-
Impairment loss recognised / (reversed) under expected credit loss model	(5.03)	(14.18)
Interest Income	(2.58)	(9.64)
Share in (profit)/loss of Associate and Joint Venture	1.40	1.97
Net Sundry Balances written off/(written back)	(4.91)	2.39
Gain on lease modification	(0.16)	-
Finance Costs (Including Fair Value Change in Financial Instruments)	573.38	754.79
Operating profit before working capital changes	1,004.53	1,609.00
Adjustments for :		
(Increase) / Decrease in inventories	(543.54)	577.54
(Increase) / Decrease in trade receivables	6,297.87	3,089.18
(Increase) / Decrease in Current Loans and Advances	(8.80)	(15.13)
(Increase) / Decrease in Financial Assets-Others	(964.39)	61.77
(Increase) / Decrease in other current assets	633.67	709.92
Increase/(Decrease) in trade payables	(151.36)	248.79
Increase/(Decrease) in Current Financial Liabilities-Others	(108.52)	118.96
Increase/(Decrease) in other current liabilities & provisions	(352.73)	414.74
Cash generated from operations	5,806.73	6,814.78
Direct taxes paid	(118.62)	(182.44)
Net cash flow from operating activities	5,688.11	6,632.34
B. Cash Flow from Investing Activities		
Purchase or Construction of Property Plant and Equipment	(6.48)	(81.70)
Purchase of Intangible Assets	(0.95)	(7.34)
Proceeds from/(investments in) Fixed Deposits (Net)	(504.03)	1.39
Proceeds from Sale of Property,Plant and Equipment	0.29	0.18
Interest received	2.58	9.64
Net Cash inflow from/ (outflow) from Investing activities	(508.59)	(77.83)
C. Cash Flow from Financing Activities		
Increase / (Decrease) in Borrowings	(4,456.02)	(5,423.38)
Payment of lease liabilities	(146.93)	(133.98)
Interest paid	(396.18)	(608.05)
Transactions with non-controlling interest	-	-

Consolidated Cash Flow Statement for the period ended March 31, 2025

(₹ In Lakhs)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Other borrowing costs	(142.96)	(102.70)
Net Cash inflow from/ (outflow) from Financing activities	(5,142.09)	(6,268.11)
D. Effect of exchange differences on translation of foreign currency cash and cash equivalents	(0.04)	(0.01)
Net increase / (decrease) in cash and cash equivalents	37.39	286.39
Cash and cash equivalents at the Beginning of the year	694.42	408.03
Cash and cash equivalents at the end of the year	731.81	694.42
Net cash Increase/(decrease) in cash and cash equivalent	37.39	286.39

Notes

The Accompanying notes form an integral part of financial statements

- Cash Flow statement has been prepared under "Indirect Method", set out in Ind AS 7, notified under the Companies (Indian Accounting Standard) Rules, 2015.
- Cash and cash Equivalents Represent cash and Cash deposit with bank which are considered to be highly liquid
- Changes in liability arising from financing activities:

Sr. No.	Particulars	April 1, 2024	Cash Flow (Net)	Foreign exchange movement	Lease Addition (Net of Deletion)	Interest on Lease Liability	March 31, 2025
1	Borrowings	8,462.38	(4,456.02)	(31.31)	-	-	3,975.05
2	Lease Liabilities	415.41	146.92	-	(23.57)	34.25	279.17

Sr. No.	Particulars	April 1, 2023	Cash Flow (Net)	Foreign exchange movement	Lease Addition (Net of Deletion)	Interest on Lease Liability	March 31, 2024
1	Borrowings	13,854.84	(5,423.38)	30.92	-	-	8,462.38
2	Lease Liabilities	504.71	133.99	-	0.65	44.04	415.41

- Previous year's figures have been regrouped and rearranged wherever necessary in order to conform to current year's figures.

In terms of our report of even date
For **JASS & Co LLP**
(formerly known as Singrodia & Co LLP)
Chartered Accountants
Firm Registration No.: W100280

Akshay Agarwal
Partner
Membership No.: 170148
UDIN : 25170148BMLGFU9427

For and on behalf of the Board of Directors of
Lykis Limited

Nadir Dhrolia
Managing Director
03303675

Shrigopal Kandoi
Chief Financial Officer

Shafeen Charania
Non-Executive Director
07283015

Darshana Sawant
Company Secretary

Date : May 23, 2025
Place : Mumbai

Date : May 23, 2025
Place : Mumbai

Consolidated Statement Of Changes In Equity for the year ended March 31, 2025

A) Equity Share Capital			(₹ In Lakhs)
Particulars	No. of shares	Amount	
As at April 01, 2023	19,375,155	1,937.52	
Equity Share Capital issued during the year	-	-	
As at March 31, 2024	19,375,155	1,937.52	
Equity Share Capital issued during the year	-	-	
As at March 31, 2025	19,375,155	1,937.52	

B) Other Equity										(₹ In Lakhs)
Description	Reserves and Surplus					Other Comprehensive Income			Non - Controlling Interest	Total
	General Reserve	Development Rebate Reserve	Investment Allowance Utilised Reserve	Securities Premium	Retained Earnings	Remasurement Gain/(Losses) on defined Benefit Plans	Foreign Currency translation Reserve			
Balance as at April 1, 2023	1.76	0.13	48.58	1,171.06	(461.56)	5.60	0.13	(0.53)		765.70
Profit for the year	-	-	-	-	388.04	-	3.62	-	-	391.66
Other Comprehensive Income for the year	-	-	-	-	-	(1.24)	-	0.14	-	(1.24)
Total Comprehensive Income for the year	-	-	-	-	388.04	(1.24)	3.62	0.14		390.42
Movement for the year	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2024	1.76	0.13	48.58	1,171.06	(73.52)	4.36	3.75	(0.39)		1,156.12
Balance as at April 1, 2024	1.76	0.13	48.58	1,171.06	(73.52)	4.36	3.75	(0.39)		1,156.12
Profit for the year	-	-	-	-	260.99	-	3.39	-	-	264.38
Other Comprehensive Income for the year	-	-	-	-	-	(6.19)	-	0.03	-	(6.19)
Total Comprehensive Income for the year	-	-	-	-	260.99	(6.19)	3.39	0.03		258.19
*Movement for the year	48.71	(0.13)	(48.58)	-	-	-	-	-	-	-
Balance as at March 31, 2025	50.47	-	-	1,171.06	187.47	(1.83)	7.14	(0.36)		1,414.31

* The Holding company has transferred Rs 48.58 lakhs from Investment Allowance Reserve to General Reserve as approved by the Board in the Board meeting held on April 23, 2025 vide Board resolution. Also the Holding company has voluntarily transferred Rs 0.13 lakhs from Development Rebate Reserve to General Reserve.

Consolidated Statement Of Changes In Equity for the year ended March 31, 2025

Pursuant to the requirements of Division II to Schedule III, below is the nature and purpose of Reserves:

- (i) **General reserve:** It represents a portion of the net profit of the Group before declaring dividend to general reserve pursuant to the earlier provisions of the Companies Act, 1956. Transfer of profit to general reserve is not mandatory under the Companies Act, 2013.
- (ii) **Development Rebate Reserve:** Development Rebate Reserve is created to comply with the provision of relevant statute.
- (iii) **Investment Allowance Utilised Reserve:** Investment Allowance Utilised Reserve is created to comply with the provision of relevant statute.
- (iv) **Securities premium:** Securities premium is credited when shares are issued at premium. It is utilised in accordance with the provisions of the Act, to issue bonus shares, to provide for premium on redemption of shares or debentures, write-off equity related expenses like underwriting costs etc. In case of equity settled share based payment transactions, the difference between fair value on grant date and nominal value of share is accounted as securities premium.
- (v) **Retained earnings:** Retained earnings are the profits that the Group has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

This is the Statement of Changes in Equity referred to in our report of even date

For **JASS & Co LLP**

(formerly known as Singrodia & Co LLP)

Chartered Accountants

Firm Registration No.: W100280

Akshay Agarwal

Partner

Membership No.: 170148

UDIN : 25170148BMLGFU9427

For and on behalf of the Board of Directors of

Lykis Limited

Nadir Dhrolia

Managing Director

03303675

Shafeen Charania

Non-Executive Director

07283015

Shrigopal Kandoi

Chief Financial Officer

Darshana Sawant

Company Secretary

Date : May 23, 2025

Place : Mumbai

Date : May 23, 2025

Place : Mumbai

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

1. Corporate information

Lykis Limited is incorporate on October 15, 1984. The Holding Company is limited by shares and its shares are listed on Bombay Stock Exchange. The Holding Company is engaged in business of export of FMCG, Cosmetics and other products. The Holding Company's registered office is situated at 4th Floor, Grandeur Building, Veera Desai Road, Opp. Gundecha, Symphony, Andheri - West, Andheri, Mumbai, Mumbai, Maharashtra, India, 400053.

2. Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of the Consolidated financial statements. These policies have been consistently applied in all material respect for all the years presented, unless otherwise started.

2.1 Basis of Preparation of financial statements

The Consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (INDAS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended). The financial statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair values. The Group follows the accrual basis of accounting.

These Consolidated financial statements include the Balance Sheet, the Statement of Changes in Equity, the Statement of Profit and Loss, the Statement of Cash flows and Notes, comprising a summary of significant accounting policies and other explanatory information and comparative information in respect of the preceding period.

Accounting policies have been consistently applied except where a newly-issued Indian accounting standard is initially adopted or a revision to an existing indian accounting standard requires a change in the Indian accounting policy hitherto in use.

The Ind AS financial statements are presented in INR and all values are rounded to the nearest lakhs (INR 1,00,000), except when otherwise indicated. Earnings per share data are presented in Indian Rupees up to two decimal places.

2.2 Use of estimates

The preparation of Consolidated financial statements requires management of the Group to make estimates and assumptions that effect the reported assets and liabilities, revenue and expenses and disclosures relating to contingent liabilities. Management believes that the estimates used in the preparation of the Consolidated financial statements are prudent and reasonable. Examples of such estimates include estimation of useful lives of tangible and intangible assets, provision for doubtful advances, employee costs, assessments of recoverable amounts of deferred tax assets and cash generating units, provisions against litigations and contingencies. Estimates and underlying assumptions are reviewed by management at each reporting date. Actual results could differ from these estimates. Any revision of these estimates is recognised prospectively in the current and future periods.

2.3 Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

2.4 Foreign Currency Transaction and Translation

i. Functional and Presentation Currency

Items included in the Consolidated financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Consolidated

financial statements are presented in Indian Rupees, which is the Holding Company's functional and presentation currency.

ii. Transactions and Balances

- a. In preparing the Consolidated financial statements transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.
- b. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date.
- c. Non-monetary items are measured at historical cost. Exchange differences on monetary items are recognised in the statement of profit and loss in the period in which they arise except when deferred in other comprehensive income as qualifying cash flow hedges.
- d. Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in the statement of profit and loss for the period. Exchange differences arising on retranslation on nonmonetary items carried at fair value are included in statement of profit and loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in other comprehensive income.

2.5 Property, Plant and Equipment

Property, Plant and Equipment is recognised when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. PPE is stated at original cost, net of tax/duty credits availed, if any, less accumulated depreciation and cumulative impairment. Cost comprises the purchase price and any attributable costs of bringing the asset to its working condition for its intended use as estimated by the management. Any trade discounts and rebates are deducted in arriving at the purchase price.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement, if the recognition criteria are satisfied. The carrying values of Property, Plant and Equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

PPE not ready for the intended use, on the date of the Balance Sheet are disclosed as "Capital Work-in-Progress".

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets.

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising

on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the property, plant and equipment is de-recognised.

Borrowing cost relating to acquisition/construction of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

Depreciation is calculated on WDV basis over the estimated useful life of the assets as prescribed under Part C of Schedule II of the Companies Act, 2013. The identified component of fixed assets are depreciated over the useful lives and the remaining components are depreciated over the life of the principal assets.

Subsequent expenditures relating to PPE is capitalized only when it is probable that future economic benefits associated with these will flow to the Group and the cost can be measured reliably.

Depreciation is provided using the written down value as per the following useful life as per Schedule II of the Companies Act 2013:

Sr. No	Nature of Asset	Estimated Useful Life(In Years)
	Tangible Assets	
1	Plant and Machinery	15
2	Computers and Printers	3 to 5
3	Office Equipment	5
4	Furniture and Fittings	10
5	Vehicle	8

Repairs & maintenance costs are recognised in the statement of Profit and Loss. Assets costing 5,000 or less are fully depreciated in the year of purchase.

2.6 Intangible assets

Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment. Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably.

Intangible assets with finite lives are amortised over the useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expenses on intangible assets with finite lives is recognised in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset.

Amortization is provided using the Straight Line Method as per the following useful life as per Schedule II of the Companies Act 2013:

Sr. No	Nature of Asset	Estimated Useful Life(In Years)
	Intangible Assets	
1	Software	5
2	Trademark	5

2.7 Leases

The Holding Company as a lessee

The Holding Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Holding Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Holding Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Holding Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Holding Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Holding Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification. The effective date of the modification is the date when both the parties agree to the lease modification and is accounted for in that point in time.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

2.8 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

General borrowing costs are capitalised at the weighted average of such borrowings outstanding during the year.

2.9 Inventories

Inventories are valued as under:

Traded Goods:

Valued at lower of cost or net realizable value and for this purpose cost is determined on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

2.10 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the Statement of Cash Flows, cash and cash equivalents consist of cash and short-term deposits.

2.11 Cash flow statement

Cash flows are reported using the indirect method, whereby net profit is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

2.12 Impairment of financial assets & non-financial assets

a. Financial assets

The Group recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECL (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in the Statement of Profit and Loss.

b. Non-financial assets

Intangible assets and Property, Plant and Equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior year.

Intangible assets with indefinite useful lives are tested for impairment annually as at year end at the CGU level, as appropriate and when circumstances indicate that the carrying value may be impaired.

2.13 Government Grants

The Group recognizes government grants only when there is reasonable assurance that the conditions attached to them shall be complied with, and the grants will be received.

Government grants relating to the purchase of property, plant and equipment are treated as deferred income and are recognized in net profit in the statement of profit and loss on a systematic and rational basis over the useful life of the asset.

Government grants related to revenue are recognized on a systematic basis in net profit in the statement of profit and loss over the periods necessary to match them with the related costs which they are intended to compensate.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments.

2.14 Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. Revenue is measured at the amount of consideration which the Group expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognised when it becomes unconditional.

The specific recognition criteria described below must also be met before revenue is recognised.

Sale of goods

Revenue from sale of goods is recognized when the Group transfers the control of goods to the customer as per the terms of contract. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price, the Group considers the effects of variable consideration, the existence of significant financing component, non-cash considerations and consideration payable to the customer (if any).

Export Incentives

A. Duty Drawback and MEIS:

Exports entitlements are recognised when the right to receive credit as per the terms of the schemes is established in respect of the exports made by the Group and when there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

B. Duty Free Import Authorisation Scheme :

Revenue from sale of DFIA license is recognised in the books after the fulfillment of all the pre-conditions of obtaining licenses and upon reasonable assurance & certainty of realization of money. There is no reasonable basis for allocating DFIA License revenues to the specific financial period; Thus management has decided that revenues pertaining to the same shall be recognised after the fulfillment of following conditions

- 1) All the conditions which entitles the entity to obtain the license from DGFT are complied with.
- 2) Buyer has been identified & the revenue can be reliably measured.
- 3) There exists a reasonable certainty that the monies will be received.

C. RODTEP

Revenue arising due to export sales is recognised on accrual basis.

Interest income

Interest income is accrued on time proportion basis, by reference to the principal outstanding and effective interest rate applicable.

Other Income

Other income is recognised when no significant uncertainty as to its determination or realisation exists.

Dividend

Dividend income is recognised when to right to receive payment has been established.

2.15 Employee Benefit Expenses

All employee benefits payable within a period of twelve months of rendering service are classified as short term employee benefits. Benefits such as salaries, allowances, advances and similar payments paid to the employees of the Group are recognized during the period in which the employee renders such related services.

Defined Contribution plans

Provident Fund: The Company is a member of the Government Provident Fund which is operated by the office of the Regional Provident Fund Commissioner (RPFC) and the contribution thereof is paid /provided for during the period in which the employee renders the related service.

Defined Benefits plans

Gratuity: In accordance with the Payment of Gratuity Act, 1972, the Group provides for gratuity, covering eligible employees. Employees who are in continuous service for a period of five years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied by number of years of service.

Gratuity is provided as per actuarial valuation as at the Balance Sheet date, carried out by an independent actuary. The present value of the obligation under such defined benefit plans is determined based on actuarial valuation using the Projected Unit Credit Method.

The obligation is measured at the present value of the estimated future cash flows. The discount rate used for determining the present value of the obligation under defined benefit plans, is based on the market yield on government securities of a maturity period equivalent to the weighted average maturity profile of the related obligations at the Balance Sheet date.

Re-measurement, comprising actuarial gains and losses, the return on plan Assets (excluding net interest) and any change in the effect of asset ceiling (if applicable) are recognised in other comprehensive income and is reflected immediately in retained earnings and is reclassified to Profit and Loss.

2.16 Taxes

Tax expenses comprise of current and deferred tax.

Current income tax

- a. Current tax is measured at the amount expected to be paid on the basis of reliefs and deductions available in accordance with the provisions of the Income Tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.
- b. Current tax items are recognised in correlation to the underlying transaction either in P&L, OCI or directly in equity.

Deferred tax

- a. Deferred tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

- b. Deferred tax liabilities are recognised for all taxable temporary differences.
- c. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, the carry forward of unused tax credits and unused tax losses can be utilized.
- d. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.
- e. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates [and tax laws] that have been enacted or substantively enacted at the reporting date.
- f. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.
- g. Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities.

2.17 Earnings Per Share (EPS)

Basic Earnings per Share

Basic earnings per share is calculated by dividing: the profit attributable to owners of the Group by the weighted average number of equity shares outstanding during the financial year.

Diluted Earnings per Share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and

The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.18 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Group has present obligation (legal or constructive) as a result of past events, for which it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation.

Contingent Liabilities are disclosed by way of notes to Financial Statements. Contingent assets are not recognised in the financial statements but are disclosed in the notes to the financial statements where an inflow of economic benefits is probable. Provisions and contingent liabilities are reviewed at each Balance Sheet date.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability.

2.19 Financial instruments

A Financial Assets

The Group recognizes a financial asset in its balance sheet when it becomes party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction cost that are attributable to the acquisition of the financial asset.

Where the fair value of a financial asset at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss.

However trade receivables that do not contain a significant financing component are measured at transaction price.

Investments and other financial assets

(ii) Classification and Measurement

At initial recognition, the Group measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Profit and Loss are expensed in the Statement of Profit and Loss.

Financial Assets:

Subsequent measurement of financial assets depends on the Group business model for managing the asset and the cash flow characteristics of the asset. The Group classifies its financial assets into following categories:

1 Amortised cost:

Financial assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method.

2 Fair value through other comprehensive Income:

Financial assets with a business model:

- (A) Whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding and
- (B) where the Group has exercised the option to classify the investment as at fair value through other comprehensive income, all fair value changes on the assets are recognised in OCI.

The accumulated gains or losses recognised in OCI are reclassified to retained earnings on sale of such investments.

3 Fair value through Profit and Loss:

Financial assets which are not classified in any of the categories above are fair value through profit or loss.

Equity instruments:

The Holding Company measures its equity investment other than in subsidiaries, joint ventures and associates at fair value through profit and loss. The investment in subsidiaries, associates and joint ventures are measured at cost.

(iii) De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's balance sheet) when any of the following occurs:

- i. The contractual rights to cash flows from the financial asset expires;
- ii. The Group transfers its contractual rights to received cash flows of the financial assets and has substantially transferred all the risk and rewards of ownership of the financial assets;
- iii. The Group retains the contractual rights to receive cash flows but assumes a contractual obligations to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);
- iv. The Group neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

B Financial liabilities:

(i) Measurement

Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument.

Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

(ii) De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Derivative financial Instrument

A derivative is a financial instrument which changes in value in response to changes in an underlying asset and is settled at a future date. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. The Group designates certain derivatives as either:

- (a) Hedges of the fair value of recognised assets or liabilities (fair value hedge); or
- (b) Hedges of a particular risk associated with a firm commitment or a highly probable forecast transaction (cash flow hedge);

The Group documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging

transactions. The Group also documents its assessment, both at hedge inception and on an on-going basis, of whether the derivatives that are used in hedging transactions are effective in offsetting changes in cash flows of hedged items. Movements in the hedging reserve are accounted in other comprehensive income and are shown within the statement of changes in equity. The full fair value of a hedging derivative is classified as a noncurrent asset or liability when the remaining maturity of hedged item is more than 12 months, and as a current asset or liability when the remaining maturity of the hedged item is less than 12 months. Trading derivatives are classified as a current asset or liability.

(i) Fair value hedge

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in the Statement of Profit and Loss, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. The Group only applies fair value hedge accounting for hedging foreign exchange risk on recognised assets and liabilities.

(ii) Cash Flow Hedge

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income. The ineffective portion of changes in the fair value of the derivative is recognised in the Statement of Profit and Loss. Gains or losses accumulated in equity are reclassified to the statement of profit and loss in the periods when the hedged item affects the Statement of Profit and Loss.

When a hedging instrument expires or is swapped or unwound, or when a hedge no longer meets the criteria for hedge accounting, any accumulated gain or loss in other equity remains there and is reclassified to Statement of Profit and Loss when the forecasted cash flows affect profit or loss. When a forecasted transaction is no longer expected to occur, the cumulative gains/losses that were reported in equity are immediately transferred to the Statement of Profit and Loss.

2.20 Fair value measurement

The Group measures financial instruments, such as, derivatives and investments at fair value as per IND AS 113 at each balance sheet date. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and equity securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the group is the current bid price. These instruments are included in level 1.

Level 2 — The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3 - If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities and investment in private equity funds, real estate funds.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.21 Non-current assets held for sale/distribution to owners and discontinued operations

The Group classifies non-current assets and disposal groups as held for sale/distribution if their carrying amounts will be recovered principally through a sale/distribution rather than through continuing use. Actions

required to complete the sale/distribution should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management expects that the sale/distribution will be completed within one year from the date of classification.

The criteria for held for sale/distribution classification is regarded met only when the assets or disposal group is available for immediate sale/distribution in its present condition, subject only to terms that are usual and customary for sales/distribution of such assets (or disposal groups), its sale/distribution is highly probable; and it will genuinely be sold, not abandoned.

Non-current assets held for sale/for distribution to owners and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell/distribute. Assets and liabilities classified as held for sale/distribution are presented separately in the balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale/distribution are not depreciated or amortised.

A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations.

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the statement of profit and loss.

2.22 Key Accounting Estimates And Judgments The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on ongoing basis. Any changes to accounting estimates are recognized prospectively. Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect on the amounts recognised in the financial statements are included in the following notes:

(i) **Useful lives of property, plant and equipment**

The Group reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

(ii) **Impairment of non - financial assets**

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to disclosure of fair value of investment property recorded by the Group.

(iii) **Provision for Contingent Liabilities**

On an ongoing basis, Group reviews pending cases, claims by third parties and other contingencies. For contingent losses that are considered probable, an estimated loss is recorded as an accrual in financial statements. Loss Contingencies that are considered possible are not provided for but disclosed as Contingent liabilities in the financial statements. Contingencies the likelihood of which is remote are not disclosed in the financial statements. Gain contingencies are not recognized until the contingency has been resolved and amounts are received or receivable.

(iv) **Valuation of deferred tax assets**

The Group reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy for the same has been explained under note above.

(v) **Defined benefit plans**

The cost of the defined benefit gratuity plan and other post-employment medical benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 3 : Property Plant & Equipment

(₹ In Lakhs)

Particulars	Plant & Equipments	Vehicle	Computer	Furniture and Fixtures	Office Equipments	Total
Gross Carrying Amount as at April 1, 2023	88.28	-	73.00	1.11	30.85	193.24
Additions	-	38.99	3.62	2.09	37.00	81.70
Disposals	-	-	6.01	-	2.76	8.77
As at March 31, 2024	88.28	38.99	70.61	3.20	65.09	266.17
Additions	-	-	4.18	0.50	2.76	7.44
Disposals	34.62	-	-	-	1.00	35.62
*Adjustment made during the year	53.66		44.07	-	7.04	104.77
As at March 31, 2025	-	38.99	30.72	3.70	59.81	133.22
Accumulated Depreciation as at April 1, 2023	85.80	-	62.18	0.17	19.57	167.72
Depreciation charge during the year	0.86	-	7.16	0.56	12.06	20.64
Accumulated depreciation on deletions	-	-	5.71	-	2.40	8.11
Accumulated Depreciation as at April 1, 2024	86.66	-	63.63	0.73	29.23	180.25
Depreciation charge during the year	0.14	11.91	5.23	0.73	16.74	34.75
Accumulated depreciation on deletions	32.90	-	-		0.48	33.38
*Adjustment made during the year	53.90		42.99	(0.02)	6.92	103.79
As at March 31, 2025	-	11.91	25.87	1.48	38.57	77.83
Net carrying amount as at March 31, 2025	-	27.08	4.85	2.22	21.24	55.39
Net carrying amount as at March 31, 2024	1.62	38.99	6.98	2.47	35.86	85.92

*During the year, the Holding Company has discarded certain fixed assets that were no longer in use and fully depreciated. Accordingly, these assets have been removed from the gross block and the corresponding accumulated depreciation. This has no impact on the net carrying value of fixed assets.

Note 4 : Right-of- use -assets

(₹ In Lakhs)

Particulars	Building	Total
Gross Carrying Amount as at April 1, 2023	574.98	574.98
Additions	0.65	0.65
Deletion	(0.95)	(0.95)
As at March 31, 2024	574.68	574.68

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

(₹ In Lakhs)

Particulars	Building	Total
Accumulated depreciation and impairment as at April 1, 2023	115.85	115.85
Depreciation charge during the year	116.66	116.66
Deletion	(0.95)	(0.95)
As at March 31, 2024	231.56	231.56
Net carrying amount as at March 31, 2024	343.12	343.12
Gross Carrying Amount as at April 1, 2024	574.68	574.68
Additions	4.24	4.24
Deletion	(29.71)	(29.71)
As at March 31, 2025	549.21	549.21
Accumulated depreciation and impairment as at April 1, 2024	231.56	231.56
Depreciation charge during the year	114.74	114.74
Deletion	(2.06)	(2.06)
As at March 31, 2025	344.24	344.24
Net carrying amount as at March 31, 2025	204.97	204.97
Net carrying amount as at March 31, 2024	343.12	343.12

* The landlord has waived the lease rent escalation for FY 2025-26. As this does not constitute a lease modification under Ind AS 116, accordingly the impact has been accounted for by adjusting the lease liability and ROU asset.

Note 5 : Other Intangible Assets

(₹ In Lakhs)

Particulars	Trademark	Software	Total
Gross Carrying Amount as at April 1, 2023	-	62.99	62.99
Additions	7.34	-	7.34
Transfer	-	-	-
Disposals	-	19.43	19.43
As at March 31, 2024	7.34	43.56	50.90
Accumulated amortisation as at April 1, 2023	-	40.01	40.01
Amortisation charge during the year	1.29	4.59	5.88
Accumulated amortisation on deletions	-	18.47	18.47
Adjustment made during the year	-	-	-
As at March 31, 2024	1.29	26.13	27.42
Net carrying amount as at March 31, 2024	6.05	17.43	23.48
Gross Carrying Amount as at April 1, 2024	7.34	43.56	50.90
Additions	-	-	-

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

(₹ In Lakhs)

Particulars	Trademark	Software	Total
Transfer		-	-
Adjustment made during the year		1.14	1.14
As at March 31, 2025	7.34	42.42	49.76
Accumulated amortisation as at April 1, 2024	1.29	26.13	27.42
Amortisation charge during the year	1.08	4.37	5.45
Accumulated amortisation on deletions	-	-	-
Adjustment made during the year	-	2.09	2.09
As at March 31, 2025	2.37	28.41	30.78
Net carrying amount as at March 31, 2025	4.97	14.01	18.98
Net carrying amount as at March 31, 2024	6.05	17.43	23.48

Note 6 : Investments

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
In Equity Shares of Associate Companies - Unquoted, carried at cost		
5,00,000 (PY 5,00,000) equity shares of Lykis Packaging Pvt Ltd of Rs 10/- each fully paid up	50.00	50.00
5,000 (PY 5,000) equity shares of Lykis Biscuits Pvt Ltd of Rs 10/- each fully paid up	86.63	86.63
Add: Share of profit/(loss)	(54.96)	(53.56)
Less : Provision for diminution in the Investment	(77.54)	-
In Equity Shares of other Companies - Unquoted, carried at cost		
65,000 (PY65,000) Lykis Herbals Private Limited of Rs. 10/- each fully paid up	6.50	6.50
Less : Provision for diminution in the Investment	(6.50)	(6.50)
Total	4.13	83.07
Aggregate Amount of quoted Investments	-	-
Market Value of quoted Investments	-	-
Aggregate Amount of unquoted Investments	88.17	89.57
Aggregate Amount of provision for diminution in value of investment	84.04	6.50

Movement in provision for diminution in investment

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	6.50	6.50
Add: Provision made during the year	77.54	-
Balance at the end of the year	84.04	6.50

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 7 : Other Financial Assets

Particulars	(₹ In Lakhs)	
	As at March 31, 2025	As at March 31, 2024
Fixed Deposits*	0.59	-
Security deposits (Considered Good)	0.50	-
Total	1.09	-

* Lien marked against overdraft facility.

Note 8 : Deferred Tax Assets (Net)

Particulars	(₹ In Lakhs)	
	As at March 31, 2025	As at March 31, 2024
Significant components of net deferred tax assets and liabilities		
Deferred tax assets		
Allowance for Doubtful receivables and other Assets	221.42	247.23
Provision for Employee Benefits	15.61	12.54
Difference in net carrying value of property, plant and equipment and intangible assets as per income tax and books	32.57	30.37
Provision for diminution of Investments	33.12	-
MSME disallowance u/s 43B(h)	0.49	-
Deferred tax liabilities		
Difference in net carrying value of property, plant and equipment and intangible assets as per income tax and books	-	(0.26)
On Others	-	(0.26)
Total	303.21	289.88

Movement in Deferred Tax Assets/(Liabilities)

Particulars	(₹ In Lakhs)						
	Provision for doubtful debts & advances	Employee Benefits	Depreciation and amortisation	Provision for diminution of investments	MSME disallowance u/s 43B(h)	Others	Total
At March 31, 2023	89.87	13.37	(2.12)	-	-	(5.02)	96.10
- To Statement of Profit and Loss	157.36	(1.25)	32.49	-	-	4.76	193.36
- To Other Comprehensive Income	-	0.42	-	-	-	-	0.42
At March 31, 2024	247.23	12.54	30.37	-	-	(0.26)	289.88
- To Statement of Profit and Loss	(25.81)	0.99	2.20	-	0.49	0.26	(21.87)
- To Other Comprehensive Income	-	2.08	-	-	-	-	2.08
At March 31, 2025	221.42	15.61	32.57	33.12	0.49	-	303.21

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 9 : Inventories

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
(At Cost or Net Realizable Value whichever is less)		
Stock in trade (including Stock in Transit Rs. 569.43 Lakhs (PY Rs. 328.67 Lakhs))	1,529.00	985.46
Total	1,529.00	985.46

Note 10 : Trade Receivables

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Trade Receivable considered good-Unsecured	3,405.93	9,673.23
Less: Allowance for Expected Credit Loss	-	(5.03)
Trade Receivable considered good-Unsecured	3,405.93	9,668.20
Trade Receivable credit impaired-Unsecured	69.05	104.89
Less: Allowance for credit impairment	(69.05)	(104.89)
Trade Receivable credit impaired-Unsecured	-	-
Unbilled Revenue	-	-
Total	3,405.93	9,668.20

Trade Receivables ageing schedule

As at March 31, 2025

(₹ In Lakhs)							
Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 year	
Undisputed Trade Receivables – considered good	1,964.96	1,440.93	0.05	-	-	-	3,405.93
Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	69.05	69.05
Disputed Trade receivable – considered good	-	-	-	-	-	-	-
Disputed Trade receivable – considered doubtful	-	-	-	-	-	-	-
Unbilled dues	-	-	-	-	-	-	-
Total	1,964.96	1,440.93	0.05	-	-	69.05	3,474.98

The Group applies the Ind AS 109 simplified approach to measuring expected credit losses (ECLs) for trade receivables on the basis of ECL matrix. The ECLs are calculated on outstanding balances of trade receivables as at the year end.

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

As at March 31, 2024

(₹ In Lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 year	
Undisputed Trade Receivables – considered good	7,911.87	1,743.93	17.42	-	-	-	9,673.23
Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	104.89	104.89
Disputed Trade receivable – considered good	-	-	-	-	-	-	-
Disputed Trade receivable – considered doubtful	-	-	-	-	-	-	-
Unbilled dues	-	-	-	-	-	-	-
Total	7,911.87	1,743.93	17.42	-	-	104.89	9,778.12

(above ageing has been prepared based on due date)

Movement in expected credit loss & credit impairment

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	109.92	137.54
Add: Provision made during the year	-	-
Less: Provision reversed during the year	(40.87)	(27.62)
Balance at the end of the year	69.05	109.92

Note 11 : Cash and Cash Equivalents

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance With Bank		
- Current Account	408.76	690.16
- EEFC Account	296.48	-
- In fixed deposits with maturity of less than 3 months	21.71	-
Cash in hand	4.86	4.26
Total	731.81	694.42

Note 12 : Other Bank Balances

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Fixed Deposits having original maturities more than 3 months but less than 12 months*	511.87	7.83
Total	511.87	7.83

*includes Fixed deposits of Rs. 1.87 (PY 7.70) lakhs Lien marked against overdraft facility and credit card.

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 13 : Loans

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured-Considered good		
Advances to employees	30.35	21.54
Total	30.35	21.54

Note 14 : Other Financial Assets

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Security deposits (Considered Good)	0.11	0.59
Security deposits (Considered Doubtful)	1.67	1.67
Less : Provision of doubtful security deposits	(1.67)	(1.67)
	0.11	0.59
Interest accrued but not due on Term Deposit	1.76	0.20
Export Incentives receivable	73.47	125.22
GST refund receivable	1,043.83	39.81
Fair Value of derivative assets	-	1.03
Others	0.99	-
Total	1,120.16	166.85

Movement in provision for security deposits

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	1.67	1.67
Add: Provision made during the year	-	-
Balance at the end of the year	1.67	1.67

Note 15 : Current Tax Assets

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Income Tax Asset	58.25	72.54
Total	58.25	72.54

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 16 : Other Current Assets

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Advances Recoverable in Cash or Kind		
- Considered Good	605.54	588.86
- Considered Doubtful	809.05	870.74
	1,414.59	1,459.60
Less: Provision for doubtful advances	(809.05)	(870.74)
	605.54	588.86
Balance with government authorities	418.23	1,011.96
Other Receivables	8.34	39.37
Prepaid Expenses	79.90	44.01
Total	1,112.01	1,684.20

Movement in provision for doubtful advances

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	870.74	217.86
Add: Provision made during the year	274.41	670.22
Less: Provision reversed during the year	(336.10)	(17.34)
Balance at the end of the year	809.05	870.74

Note 17 : Equity Share Capital

a. Details of authorised, issued and subscribed share capital

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Authorised		
- 2,00,00,000 (PY 2,00,00,000) Equity Shares of Rs. 10 each	2,000.00	2,000.00
	2,000.00	2,000.00
Issued, Subscribed and Paid up		
- 1,93,75,155 (1,93,75,155) Equity Shares of Rs 10 each	1,937.52	1,937.52
- Add : Forfeited Equity Shares	55.18	55.18
	1,992.70	1,992.70

b. Terms & Conditions

Terms / rights attached to equity shares

The Holding company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

shares will be entitled to receive remaining assets of the Holding company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c. Reconciliation of number of shares outstanding at the beginning and at the end of the reporting year

Equity Shares:

(₹ In Lakhs)

Particulars	March 31, 2025		March 31, 2024	
	Number of shares	Amount in Lakhs	Number of shares	Amount in Lakhs
Shares outstanding at the beginning of the year	19,375,155	1,937.52	19,375,155	1,937.52
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	19,375,155	1,937.52	19,375,155	1,937.52

d. Details of shareholders holding more than 5% shares in the company

(₹ In Lakhs)

Name of the Shareholder	March 31, 2025		March 31, 2024	
	Number of shares	% holding in the class	Number of shares	% holding in the class
Equity Shares of Rs.10/- each fully paid up				
Nadir Umedali Dhrolia	13,014,966	67.17%	13,014,966	67.17%

e. Details of shares held by promoters

As at March 31, 2025

(₹ In Lakhs)

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
Equity shares of Rs. 100 each fully paid up					
Nadir Umedali Dhrolia	13,014,966	-	13,014,966	67.17%	0%
Total	13,014,966	-	13,014,966	67.17%	0%

As at March 31, 2024

(₹ In Lakhs)

Promoter Name	Change during the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of Rs. 10 each fully paid up					
Nadir Umedali Dhrolia	13,364,966	(350,000)	13,014,966	67.17%	-2.62%
Total	13,364,966	(350,000)	13,014,966	67.17%	-2.62%

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 18 : Other Equity

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Other Reserves		
General Reserve	50.47	1.76
Development Rebate Reserve	-	0.13
Investment allowance utilised Reserve	-	48.58
Securities Premium Reserve	1,171.06	1,171.06
A)	1,221.53	1,221.53
Retained Earnings	187.47	(73.52)
Remasurement on defined benefit plans	(1.83)	4.36
Foreign Currency translation Reserve	7.14	3.75
B)	192.78	(65.41)
Total (A+B)	1,414.30	1,156.12

Note 19 : Borrowings

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Secured		
Vehicle loan	25.15	36.80
Less: Current Maturities	12.56	11.65
Total	12.59	25.15

Vehicle loan

The vehicle loan from Kotak Mahindra Prime Limited carries interest @ 9.39% p.a. The loan is repayable in 36 months equated monthly instalments of Rs 1.19 Lakhs each starting from March 28, 2024. Secured by hypothecation of vehicle.

Note 20 : Lease Liabilities

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Lease Liabilities	153.29	339.83
Total	153.29	339.83

Note 21 : Provisions

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Provision for Gratuity	55.24	37.82
Total	55.24	37.82

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 22 : Borrowings

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Secured (Repayable on demand)		
From Banks		
- Pre Shipment Credit in Foreign Currency (USD)	3,046.40	8,063.46
- Export Packing Credit Loan in Rupees	-	307.12
Unsecured (Repayable on demand)		
From Banks		
- Working Capital Loan	903.50	-
From Directors		
- Directors	-	55.00
Current maturity of long term debts	12.56	11.65
Total	3,962.46	8,437.23

Preshipment Credit includes

- Preshipment credit taken from HDFC Bank in foreign currency amounting to Rs. Nil (PY: Rs. 5,092.24) Lakhs which is primarily secured against hypothecation of stocks and book debts and collaterally secured by pledge of Fixed Deposits held in the name of third parties (Shareholders).
- Preshipment credit taken from Axis Bank in foreign currency amounting to Rs. 2,411.603 (PY: Rs. 2,971.22) Lakhs which is primarily secured against pari passu charge by way of hypothecation of entire current assets and movable fixed assets of the borrower with HDFC Bank, collateral security by pledge of lien of fixed deposit held in the name of Managing Director and Spectra International Private Limited (formerly known Spectra International Limited) as and exclusive charge by way of registered mortgage on commercial property located at office No. 1, 2 & 3 4th Floor Grandeur Building, Veera Desai Road, Oshiwara Mumbai Maharashtra 400053 and Commercial property located at Morya Classic Unit No 203 ,new link road , Veera Desai Road , Andheri west 400053 standing in the name of Spectra International Limited. The credit facility is further secured by the personal guarantee of Managing Director and Corporate guarantee by Spectra International Limited.
- Preshipment credit (sub-limit of Export Packing credit) taken from ICICI Bank in the foreign currency amounting to Rs. 634.8015 (PY Rs. Nil) Lakhs which is primarily secured against pari passu charge by way of hypothecation of entire current assets and exclusive charge by way of registered mortgage on commercial property located at Morya Classic Unite no 405, 406, 407 & 408, New Link Road, Veera Desai Road, Oshiwara Mumbai Maharashtra 400053. The credit facility is further secured by the personal guarantee of Managing Director and Corporate Guarantee by Spectra International Private Limited (formerly known as Spectra International Limited).

Export Packing Credit includes

Export Packing credit taken from HDFC Bank in the foreign currency amounting to Rs. Nil (PY Rs. 307.12) Lakhs which is primarily secured against hypothecation of stocks and book debts and collaterally secured by pledge of Fixed Deposits held in the name of third parties (Shareholder).

Working Capital Loan

The Working Capital Loan from ICICI Bank of Rs. 903.5 (PY Rs. Nil) Lakhs is secured against fixed deposits held in the name of third party (Shareholder) . The said loan is repayable on demand.

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Director Loan

Unsecured loan of Rs. Nil (PY 55.00) Lakhs from director is interest free.

Note 23 : Lease Liabilities

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Lease Liabilities	125.88	75.59
Total	125.88	75.59

Note 24 : Trade Payable

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Total Outstanding due to Micro & Small Enterprises	352.90	449.22
Total Outstanding due to creditors other than Micro & Small Enterprises	637.95	693.33
Total	990.85	1,142.55

Note : *Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

The Management has identified enterprises which have provided goods and services to the Group and which qualify under the definition of micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006. Accordingly, the disclosure in respect of amounts payable to such enterprises as at March 31, 2025 has been made based on the information available with the Group.

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
a) The principal amount remaining unpaid to any supplier as at the end of each accounting year.	352.90	449.22
b) The interest due thereon remaining unpaid to any supplier as at the end of each accounting year.	4.45	25.49
c) The amount of interest paid by the buyer in terms of section 16 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	7.04	0.08
d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-
e) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	-	-

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Trade Payables Ageing Schedule

As at March 31, 2025

(₹ In Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 year	2-3 year	More than 3 year	
Dues to micro enterprises and small enterprises	-	352.72				352.72
Dues to other than micro enterprises and small enterprises	-	638.13	-	-		638.13
Disputed dues to micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues to other than micro enterprises and small enterprises	-	-	-	-	-	-
Unbilled dues	-	-	-	-	-	-
Total	-	990.85	-	-	-	990.85

As at March 31, 2024

(₹ In Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 year	2-3 year	More than 3 year	
Dues to micro enterprises and small enterprises	-	436.22	4.54	8.46	-	449.22
Dues to other than micro enterprises and small enterprises	-	693.33	-	-	-	693.33
Disputed dues to micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues to other than micro enterprises and small enterprises	-	-	-	-	-	-
Unbilled dues	-	-	-	-	-	-
Total	-	1,129.55	4.54	8.46	-	1,142.55

Note 25 : Other Financial Liability

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Expenses Payable	114.55	217.17
Others	20.09	41.41
Total	134.64	258.58

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 26 : Other Current Liability

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Advance from Customers	190.40	536.49
Payable to Government Authorities	28.02	46.74
Total	218.42	583.23

Note 27 : Provisions

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Provision for Gratuity	12.23	11.15
Provision for Leave Encashment	11.50	17.60
Provision for Bonus	3.43	3.74
Total	27.15	32.49

Note 28 : Current tax Liability

(₹ In Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Provision for tax (net of advance tax & TDS)	-	45.62
Total	-	45.62

Note 29 : Revenue from Operations

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Sales of Products	29,096.84	39,216.93
Sales of Services	95.47	317.71
Other Operating Revenue*	544.47	899.10
Total	29,736.78	40,433.74

*Other operating revenue includes sale of DFIA License, Incentive in the form of drawback and Rodtep

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Revenue disaggregation is as follows:

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
a. Disaggregation of goods		
Sale of product	29,096.84	39,216.93
Sale of services	95.47	317.71
b. Disaggregation based on geography*		
India	113.68	1,061.18
Outside India	29,078.63	38,473.46
	29,192.31	39,534.64
*(excluding other operating revenue)		
c. Reconciliation of Revenue from sale of products with the contracted price		
Contracted Price	29,205.94	39,585.94
Add/(less): Adjustment for variable consideration	(13.63)	(51.30)
	29,192.31	39,534.64
d. Contract balances	3,474.98	9,778.12

Note 30 : Other Income

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest Income		
On bank deposits	2.58	9.61
On Others	-	0.03
Other Non Operating Income		
Net gain on foreign currency transactions and translations	270.94	322.68
Interest on Income Tax Refund	0.46	2.48
Mark to market gain on forward contracts	-	-
*Profit on sale of flat	21.80	-
Sundry Balance written back	4.91	-
Reversal of provision for doubtful debts, advances & Deposits (Net of provision)	102.56	-
Miscellaneous Income	1.05	5.51
Total	404.30	340.31

* During the year Holding company has acquired property against recovery from vendor & the said property was subsequently sold at a profit of Rs 25.24 lakhs for which Rs 3.44 lakhs was incurred as selling cost.

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 31 : Purchases of Stock in Trade

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Purchases of Stock-in-Trade	26,021.66	35,229.58
Total	26,021.66	35,229.58

Note 32 : Change in Inventories of Stock-in-Trade

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Inventories at the beginning of the year (includes stock in transit)	985.46	1,558.31
Less: Inventories at the end of the year (includes stock in transit)	(1,529.00)	(985.46)
(Increase)/Decrease in Inventories	(543.54)	572.85

Note 33 : Employee Benefits Expenses

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Salary, Wages and Bonus*	765.10	831.36
Employers' Contribution to PF & ESIC	22.04	27.94
Gratuity Expenses	27.63	30.39
Staff Welfare Expenses	65.49	61.29
Total	880.26	950.98

* Salary, Wages and Bonus includes Rs. 35.57 Lakhs (PY Rs. 24.96 Lakhs) relating to outsource manpower cost.

Note 34 : Finance Costs

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest to		
Bank	392.50	598.93
Others	3.68	9.12
Commission on Financial Gurantee	108.64	65.00
Interest Charged on Lease Accounting	34.25	44.04
Loss on Pre Utilization of Forward Contract	1.78	37.47
Others	32.53	0.23
Total	573.38	754.79

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 35 : Depreciation & Amortization Expenses

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation on tangible assets	34.75	20.64
Amortization of intangible assets	5.45	5.88
Depreciation of right to use	114.74	116.66
Total	154.94	143.18

Note 36 : Other Expenses

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Clearing & Forwarding Expenses	1,987.47	1,514.16
Electricity Charges	21.53	20.37
Commission Charges paid	2.64	33.92
Provision for Doubtful debts, advances and deposits	-	625.26
Sundry Balance Written off (Net)	-	2.39
Corporate Social Responsibility Expenses	16.25	11.65
Rent Rates and Taxes	16.95	28.08
Insurance Expense	30.93	60.27
Bank Charges	24.78	24.02
Legal, Professional & Consultancy Fees	165.37	156.49
Postage & Telegram	8.56	10.21
Printing & Stationery	6.31	6.70
Membership Fees & Subscriptions	25.96	22.75
Repairs and Maintenance		
- Others	20.56	25.76
Sales Promotion & Advertisement Expenses	109.49	59.09
Remuneration to Auditor	16.00	15.34
Telephone & Internet Expenses	7.98	6.70
Travelling & Conveyance Expenses	153.54	101.74
Miscellaneous Expenses	24.05	26.12
Total	2,638.37	2,751.01

Note 37 : Exceptional Items

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Provision for diminution of investment	77.54	-
Total	77.54	-

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 38 : Earnings per Equity Share

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Profit/(Loss) as per profit and Loss account	260.99	388.04
Weighted Average Number of Shares for Basic & Diluted EPS	19,375,155	19,375,155
Face value per Share	10	10
Earnings Per Share		
Basic (Rupees/Share)	1.35	2.00
Diluted (Rupees/Share)	1.35	2.00

*EPS have been derived by dividing profit for the year with outstanding ordinary shares (excluding forfeited shares)

Note 39 : Contingent Liabilities & Commitments

(₹ In Lakhs)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
a) Contingent Liabilities	-	-
Claim against the company not acknowledged as debt		
Income tax in dispute/appeal	62.83	-
GST in dispute/appeal	28.41	-
Others [refer note (i) below]	6.21	-
b) Guarantees given by the bank on behalf of the company	-	-

Notes :

- Others represent dispute with CHA in respect of demurrage charges incurred by him. The Holding Company based on independent legal opinion, does not foresee any significant financial liability on this account.
- The Holding Company has received all its pending litigations & proceedings and has disclosed contingent liability wherever applicable in the financial statements. The Holding Company does not expect the outcome of those proceedings to have materially adverse effect on its financial position.

Note 40 : Disclosure Pursuant to Indian Accounting Standard 19-Employee Benefits

Gratuity

- The amount recognised in the balance sheet and the movement in the net defined benefit obligation over the period are as follows:

(₹ In Lakhs)		
Particulars	March 31, 2025	March 31, 2024
Present Value of Obligation at the beginning of the year	48.97	44.77
Current service cost	11.58	8.91
Interest expense/(income)	3.51	3.26
Expenses of Discontinued operations taken over		-
Total amount recognised in profit or loss	15.09	12.18

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

(₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
Liability Transferred in/Acquisitions	-	-
Liability Transferred out/Disinvestments)	-	-
Total Liability	-	-
Remeasurements		
(Gain)/Loss from change in financial assumptions	1.39	0.21
(Gain)/Loss from change in demographic assumptions	0.41	-
Experience (gains)/losses	6.47	(0.70)
Total amount recognised in other comprehensive income	8.27	(0.49)
Less: Benefit paid	(4.86)	(7.48)
As at closing of the year	67.47	48.97

ii) Amount Recognized in the Balance Sheet are as follows

(₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
(Present Value of Benefit Obligation at the end of the period	(67.47)	(48.97)
Fair Value of Plan Assets at the end of the Period	-	-
Funded Status (Surplus/Deficit)	(67.47)	(48.97)
Net (Liability)/Assets Recognized in the Balance Sheet	(67.47)	(48.97)

iii) Expenses Recognized in the Statement of Profit or Loss for Current Period

(₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
Current Service Cost	11.58	8.91
Net Interest Cost	3.51	3.26
Expenses of discontinued operations taken over	-	-
Net Effect of Changes	15.09	12.17

iv) Expenses Recognized in the Other Comprehensive Income (OCI) for current period

(₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
Actuarial (Gain)/Losses on Obligation for the period	8.27	(0.49)
Return on Plan Assets, Excluding Interest Income	-	-
Net (Income)/Expenses For the Period Recognized in OCI	8.27	(0.49)

v) Balance Sheet Reconciliation

(₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
Opening Net Liability	48.97	44.77
Expenses Recognized in Statement of Profit and Loss	15.09	12.18
Expenses Recognized in OCI	8.27	(0.49)

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

(₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
Net liability /(Asset) Transfer In	-	-
Net liability /(Asset) Transfer Out	-	-
(Benefit Paid Directly by the Employer)	(4.86)	(7.48)
Net Liability/(Asset) Recognized in the Balance Sheet	67.47	48.97

b) The significant actuarial assumptions were as follows:

(₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
The significant actuarial assumptions were as follows:		
Interest/Discount rate	6.55%-6.81% p.a	7.16%-7.17% p.a
Rate of increase in compensation	10.00% p.a	10.00% p.a
Expected average remaining service	3-13 Years	3-5 Years
Retirement Age	58/70 years	58 years
Employee Attrition Rate	5% - 25% p.a	15%-25% p.a

c) A quantitative sensitivity analysis for significant assumption as at March 31, 2025 is shown below:

Assumption	Discount Rate		Salary Growth Rate		Employee Turnover Rate	
	1% increase	1% decrease	1% increase	1% decrease	1% increase	1% decrease
31-Mar-25						
Impact on defined benefit obligation	(2.34)	2.55	2.38	(2.25)	-0.71	0.75
% Impact	-3.47%	3.78%	3.53%	-3.33%	-1.05%	1.11%
31-Mar-24						
Impact on defined benefit obligation	(1.54)	1.67	1.59	(1.51)	(0.47)	0.50
% Impact	-3.09%	3.34%	3.17%	-3.08%	-0.96%	1.02%

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

d) The following payments are expected contributions to the defined benefit plan in future years:

(₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
Expected Payout Year one	12.23	11.15
Expected Payout Year two	11.28	7.69
Expected Payout Year three	10.65	7.17
Expected Payout Year four	9.24	6.59
Expected Payout Year five	7.84	5.78
Expected Payout Year six to ten	23.95	17.31
Expected Payout Year eleven and above	15.09	9.18
Total expected payments	90.28	64.88

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 41 : Related Party Transactions

Following are the related parties and transactions entered with related parties for the relevant financial year:

A. List of related parties

Nature of Relationship	Party Name
a. Key Managerial Personnels (As per Companies Act 2013)	Nadir Dhrolia (Managing Director)
	Sachin Bhatnagar (Chief Executive Officer till 06.06.2024)
	Shrigopal Kandoi (Chief Financial Officer)
	Darshana Sawant (Company Secretary)
b. Key Managerial Personnels (As per IND AS 24)*	Shafeen Sadruddin Charania (Chairman)
	Kairav Anil Trivedi (Non-executive & Independent Director)
	Neha Rajan Gada (Non-executive & Independent Director till 18.05.2023)
	Mangala Radhakrishna Prabhu (Non-executive & Independent Director w.e.f 18.05.2023)
	Rajendra Singh Singhvi (Non-executive & Independent Director)
	Rajesh Vasudevan Nambiar (Non-executive & Independent Director)
c. Associate Companies	Lykis Packaging Private Limited
	Lykis Biscuits Private Limited
d. Entity where KMP/Relative of KMP exercise significant influence	Spectra International Limited
	Rivona Herbals LLP
	Bywell Confectioners Private Limited

* In addition to disclosed in (a) above

B. Transaction with Related parties

		(₹ In Lakhs)	
Name of Party	Nature of Transaction	Year ended March 31, 2025	Year ended March 31, 2024
Nadir Dhrolia	Remuneration Paid	84.00	87.50
	Commission on Financial Guarantee	5.54	11.60
	Loan Repaid	53.00	226.00
	Loan taken	-	2.00
Sachin Bhatnagar	Salary	16.10	36.60
Shrigopal Kandoi	Salary	36.75	27.90
Darshana Sawant	Salary	10.60	7.18
Mangala Radhakrishna Prabhu	Director Sitting Fees	1.18	0.54
Kairav Anil Trivedi	Director Sitting Fees	1.38	1.08
Neha Rajan Gada	Director Sitting Fees	-	0.32

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

(₹ In Lakhs)

Name of Party	Nature of Transaction	Year ended March 31, 2025	Year ended March 31, 2024
Rajendra Singh Singhvi	Director Sitting Fees	1.28	0.88
Rajesh Vasudevan Nambiar	Director Sitting Fees	1.26	1.52
Spectra International Limited	Rent	145.20	132.00
	Commission on Financial Guarantee	103.10	53.40
	Interest on MSME	-	0.01
Rivona Herbals LLP	Purchase of goods (Net of Returns)	38.04	-
Bywell Confectioners Private Limited	Purchase of goods (Net of Returns)	109.00	111.84
	Interest on MSME	-	0.07

Note:

- Reimbursements in the ordinary course of business are not included above.
- Transactions reported, does not include post-employment benefit and employee contribution towards PF and ESIC.
- In addition to the above transactions:
 - Director has given personal guarantee for loan taken by the Holding company.
 - Entity where KMP/Relative of KMP exercise significant influence has given corporate guarantee for loan taken by the company.

C. Balances Outstanding of Related parties

(₹ In Lakhs)

Name of Party	Nature of Transaction	As at March 31, 2025	As at March 31, 2024
Nadir Dhrolia	Payable	4.80	62.05
Sachin Bhatnagar	Payable	-	3.18
Shrigopal Kandoi	Payable	0.90	0.77
Darshana Sawant	Payable	0.87	0.76
Rajesh Vasudevan Nambiar	Payable	0.88	1.08
Rivona Herbals LLP	Payable	20.53	-

D. Breakup of compensation to key managerial personnel

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

Compensation to KMP as specified in A(a) and A(b) above:

(₹ In Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Short term employee benefits	152.55	163.52
Post employment benefits*	-	-
Total	152.55	163.52

*As the future liability for gratuity is provided on an actuarial basis for the Holding company as a whole, the amount pertaining to the directors is not ascertainable and therefore, not included above.

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 42 : Ratio Analysis and its element

Ratio	Numerator	Denominator	As at March 31, 2025	As at March 31, 2024	% change	Reason for variance (where the change in the ratio is more than 25% as compared to the preceding year)
Current Ratio	Current Assets	Current Liabilities	1.56	1.26	24%	-
Debt-Equity Ratio	Total Debt	Shareholder's Equity	1.99	4.25	-53%	Reduction in borrowings primarily driven by debt repayment.
Debt Service Coverage Ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	0.43	1.30	-67%	Improved due to reversal of provisions of doubtful debts and advances.
Return on Equity Ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	0.13	0.19	-33%	Due to decrease in profits during the current year
Inventory Turnover Ratio	Cost of goods sold	Average Inventory	20.27	28.15	-28%	Reduced due to decrease in cost of goods sold during the year.
Trade Receivable Turnover Ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	4.47	3.48	28%	Due to improved payment terms & recovery from customers.
Trade Payable Turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	24.39	34.78	-30%	Due to reduced purchases the ratio has declined
Net Capital Turnover Ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	9.60	14.50	-34%	Due to decline in sales the ratio has reduced
Net Profit Ratio	Net Profit	Net sales = Total sales - sales return	0.01	0.01	-9%	-
Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	0.27	0.36	-25%	Due to decrease in profits during the current year

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 43 : Fair Value Management

i. Accounting classification and fair values

The following table shows the carrying amount and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

i) The carrying value and fair value of financial instruments by categories as of March 31, 2024 are as follows:

(₹ In Lakhs)

Particular	Carrying Amount			Total	Fair Value			Total
	FVPL	FVOCI	Amortised Cost		Level 1	Level 2	Level 3	
FINANCIAL ASSETS								
Investments	-	-	83.07	83.07	-	-	83.07	83.07
Security Deposits	-	-	0.59	0.59	-	-	-	0.59
Trade Receivables	-	-	9,668.20	9,668.20	-	-	-	9,668.20
Cash and Cash Equivalents	-	-	694.42	694.42	-	-	-	694.42
Other Bank Balances	-	-	7.83	7.83	-	-	-	7.83
Loans and Advances	-	-	21.54	21.54	-	-	-	21.54
Other Financial Assets	1.03	-	165.23	166.26	-	-	-	166.26
Total financial assets	1.03	-	10,640.88	10,641.91	-	-	83.07	10,641.91
FINANCIAL LIABILITIES								
Borrowings	-	-	8,462.38	8,462.38	-	-	-	8,462.38
Lease Liability	-	-	415.42	415.42	-	-	-	415.42
Trade payables	-	-	1,142.55	1,142.55	-	-	-	1,142.55
Other financial liabilities	-	-	258.58	258.58	-	-	-	258.58
Total financial liabilities	-	-	10,278.93	10,278.93	-	-	-	10,278.93

ii) The carrying value and fair value of financial instruments by categories as of March 31, 2025 are as follows:

(₹ In Lakhs)

Particular	Carrying Amount			Total	Fair Value			Total
	FVPL	FVOCI	Amortised Cost		Level 1	Level 2	Level 3	
FINANCIAL ASSETS								
Investments	-	-	4.13	4.13	-	-	4.13	4.13
Security Deposits	-	-	0.11	0.11	-	-	-	0.11
Trade Receivables	-	-	3,405.93	3,405.93	-	-	-	3,405.93
Cash and Cash Equivalents	-	-	731.81	731.81	-	-	-	731.81
Other Bank Balances	-	-	511.87	511.87	-	-	-	511.87
Loans and Advances	-	-	30.35	30.35	-	-	-	30.35
Other Financial Assets	-	-	1,121.14	1,121.14	-	-	-	1,121.14
Total financial assets	-	-	5,805.34	5,805.34	-	-	4.13	5,805.34

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

(₹ In Lakhs)

Particular	Carrying Amount			Total	Fair Value			Total
	FVPL	FVOCI	Amortised Cost		Level 1	Level 2	Level 3	
FINANCIAL LIABILITIES								
Borrowings	-	-	3,975.05	3,975.05	-	-	-	3,975.05
Lease Liability	-	-	279.17	279.17	-	-	-	279.17
Trade payables	-	-	990.85	990.85	-	-	-	990.85
Other financial liabilities	-	-	134.64	134.64	-	-	-	134.64
Total financial liabilities	-	-	5,379.71	5,379.71	-	-	-	5,379.71

The management assessed that the fair value of cash and cash equivalent, and other current financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

Level 1: The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and equity securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the group is the current bid price. These instruments are included in level 1.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities and investment in private equity funds, real estate funds.

ii. Valuation technique used to determine fair value

Specific Valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments
- the fair value of unquoted equity instruments has been measured on the basis of their networth and valuation of their shares.
- the fair value of equity shares of group companies are measured at cost.
- the fair value of the remaining financial instruments is determined using discounted cash flow analysis

iii. Valuation processes

The finance department of the Group includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values.

Note 44 : Capital Management

For the purpose of the Group Company's capital management, capital includes issued equity share capital, securities premium and all other reserves attributable to the equity holders of the Company. The primary objective of the Group Company's capital management is to maximise the value of the share and to reduce the cost of capital.

The Group Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group Company can

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

adjust the dividend payment to shareholders, issue new shares, etc. The Group Company monitors capital using a gearing ratio, which is net debt divided by total equity. The Group Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

(₹ In Lakhs)

Particular	March 31, 2025	March 31, 2024
A) Debts		
Borrowings (Current and Non-Current)	3,975.05	8,462.38
Debt (A)	3,975.05	8,462.38
B) Equity		
Equity Share Capital	1,992.70	1,992.70
Other Equity	1,414.30	1,156.12
Total Equity (B)	3,407	3,148.82
Gearing Ratio (Debt / Capital) i.e. (A/B)	117%	269%

Note 45 : Leases

In current year, the Holding Company has recognised Interest on Lease Liability and Amortization of Right of use Asset as per IndAS 116 'Lease' in the statement of Profit and Loss as under

- Finance Cost' in Note no. 34 Interest on Lease Liability of Rs. 34.25 lakhs (PY 44.04 lakhs).
- Depreciation and Amortization expense' in Note no. 35. Amortization of Lease Liability of Rs. 114.74 Lakhs (PY Rs. 116.66 Lakhs).
- The total outstanding cash outflow for lease as per the agreement is Rs. 308.23 Lakhs (PY Rs. 481.68 Lakhs).
- There has been addition to right of use asset in the current period of Rs. 4.24 Lakhs (PY Rs. 0.65 Lakhs).
- There has been deletion to right of use asset in the current period of Rs 2.06 Lakhs (PY Rs 0.95 Lakhs).

The Holding Company has taken premises under leave and license agreement, the rent and escalation depends upon the lease by the Holding Company. The Holding Company has entered into an lease agreement for the period of 5 years, with escalation clause.

The disclosure requirement and maturity analysis of lease liability and asset as per IndAS 107 'Financial Instrument : Disclosures' are as follows:

a) The net carrying amount of Right of use asset :

(₹ In Lakhs)

Particulars	April 01, 2023	Addition	Deletion / Amortization	March 31, 2024	April 01, 2024	Addition	Deletion / Amortization	March 31, 2025
Right of Use Asset	459.13	0.65	116.66	343.11	343.11	4.24	142.39	204.97

b) A reconciliation between the total minimum lease payment as on March 31, 2025 and their present value:

(₹ In Lakhs)

Particulars	March 31, 2025	March 31, 2024
Lease Liability as at balance sheet date	279.17	415.41
Add: Interest on above*	29.06	66.26
Minimum Lease Payment	308.23	481.67

*The rate of interest taken is on the basis of rate of loan liabilities of the Holding Company

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

c) Maturity Analysis of the Minimum lease payment for the following years are as follow:

(₹ In Lakhs)		
Particulars	March 31, 2025	March 31, 2024
Before 3 months	36.74	36.59
3 – 6 months	36.74	36.59
6 – 12 months	73.48	73.08
1 – 3 years	161.27	335.41
3 – 5 years	-	-
Above 5 years	-	-
Total	308.23	481.67

Note 46 : Financial Risk Management

The Group Company has exposure to the following risks arising from financial instruments:

- Market Risk;
- Credit Risk; and
- Liquidity Risk

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of change in market prices. Market risk comprises three types of risk: foreign currency risk, interest rate risk and other price risk such as equity price risk and commodity/real estate risk.

(i) Foreign currency risk

The Group operates across various geographies and is exposed to foreign exchange risk on its various currency exposures. The risk of changes in foreign exchange rates relates primarily to the Group operating activities and translation risk, which arises from recognition of foreign currency assets and liabilities.

Foreign currency Risk Management

In respect of the foreign currency transactions, the Group has designated certain foreign exchange forward contracts as cash flow hedges to mitigate the risk of foreign currency exposure on highly probable forecasted transactions. In addition to the above, Group has natural hedge on trade receivables through packing credit facility.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The interest rate risk can also impact the provision for retiral benefits. The Group generally utilises fixed rate borrowings and therefore not subject to interest rate risk, since neither the carrying amount nor the future cash flows will fluctuate because of change in the market interest rates.

The Group is not exposed to significant interest rate risk as at the respective reporting dates.

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Foreign Currency Fluctuation Risk

The Group exposure to Foreign Currency risk at the end of reporting period is as follows:

	(₹ In Lakhs)	
Particulars	March 31, 2025	March 31, 2024
Financials Assets		
Trade Receivables	3,416.14	9,723.17
Advance to Suppliers	154.08	14.87
Cash & Cash Equivalent	619.41	109.06
Other Financial Assets	-	1.03
Net Exposure to Foreign Currency Risk Assets	4,189.63	9,848.12
Financials Liabilities		
Trade Advance	183.01	515.03
Borrowings	3,949.90	8,063.46
Trade Payable	225.35	130.26
Other Financial Liability	13.26	6.37
Net Exposure to Foreign Currency Risk Liabilities	4,371.52	8,715.12
Foreign Currency Sensitivity	-181.89	1,133.00

(iii) Equity price risk

The Group is exposed to equity price risk, which arises from FVTPL and FVOCI investments. The Group's unlisted equity securities are of subsidiary and deemed cost of the same are taken as per the valuation report. The value of the financial instruments is not material and accordingly any change in the value of these investments will not affect materially the profit or loss of the Group.

(B) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Trade Receivable

Customer credit risk is managed by the Group's established policy, procedures and control relating to customer credit risk management. The Group is in the business of export of FMCG, Cosmetics and other products. Credit quality of a customer is assessed by the management on regular basis with market information and individual credit limits are defined accordingly. Outstanding customer receivables are regularly monitored and any further services to major customers are approved by the senior management.

An impairment analysis is performed at each re-equipmending date on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the re-equipmending date is the carrying value of each class of financial assets disclosed in Note 10.

On account of adoption of Ind-AS 109, the Group uses expected credit loss model to assess the impairment loss or gain. The Group uses a provision matrix to compute the expected credit loss allowance for trade receivables.

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

The provision matrix takes into account available external and internal credit risk factors and the Group's historical experience for customers. The movement of allowance for impairments of trade receivables are as follows.

(₹ In Lakhs)

Particulars	Carrying Amount	
	March 31, 2025	March 31, 2024
Opening Balance	5.03	19.21
Add: Impairment Loss recognized	(5.03)	(14.18)
Closing Balance	-	5.03

Financial Instrument and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Group's finance department in accordance with the Group's policy. Investments of surplus funds are made generally in the fixed deposits and for funding to subsidiary company. The investment limits are set to minimise the concentration of risks and therefore mitigate financial loss to make payments for vendors

The Group's maximum exposure to credit risk for the components of the balance sheet at March 31, 2025 and March 31, 2024 is the carrying amounts as stated in balance sheet except for balances of subsidiary company. The Group's maximum exposure relating to financial guarantees and financial derivative instruments is noted in the liquidity table below.

(C) Liquidity risk

Liquidity risk is defined as the risk that the Group will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Group's finance team is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Group's liquidity position through rolling forecasts on the basis of expected cash flows.

The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. In the table below, borrowings include both interest and principal cash flows.

Contractual maturities of financial liabilities

(₹ In Lakhs)

Particular	Less than 1 year	1 to 5 years	More than 5 years
As at March 31, 2025			
Borrowings	3,962.46	12.59	-
Trade payables	990.85	-	-
Other financial liabilities	134.64	-	-
Lease liabilities	125.88	153.29	-
Total Financial Liabilities	5,213.83	165.88	-
As at March 31, 2024			
Borrowings	8,437.23	25.15	-
Trade payables	1,142.55	-	-
Other financial liabilities	258.58	-	-
Lease liabilities	75.59	339.83	-
Total Financial Liabilities	9,913.95	364.98	-

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 47 : Companies and Firm considered in the consolidated financial statement are:

Name of the Company	% Voting power held as on 31.03.2025
Lykis Exports LLC	100.00%
Lykis Marketing Private Limited	99.95%

Note 48 : Additional Information as required under Schedule III to the Companies Act, 2013 of companies consolidated as subsidiary companies:-

Name of the Enterprises	Net Assets Total Assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income (OCI)		Share in total Comprehensive Income (TCI)	
	As a % of Consolidated Net Assets	Amount	As a % of Consolidated profit	Amount	As a % of Consolidated Net Assets	Amount	As a % of Consolidated Net Assets	Amount
Parent								
Lykis Limited	94.73%	3,227.21	9.83%	8.86	100.00%	0.42	10.24%	9.28
Subsidiaries								
Foreign								
Lykis Exports LLC	4.13%	140.75	8.10%	7.31	0.00%	-	8.06%	7.31
Domestic								
Lykis Marketing Private Limited	1.15%	39.04	83.66%	75.48	0.00%	-	83.27%	75.48
Minority Interest	-0.01%	-0.36	-0.03%	-0.03	0.00%	-	-0.03%	-0.03
Associates								
Lykis Biscuit Private Limited	0.00%	-	-1.55%	-1.4	0.00%	-	-1.54%	-1.40
Lykis Packaging Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
TOTAL	100.00%	3,406.64	100.00%	90.22	100.00%	0.42	100.00%	90.64

Note 49 : Other Statutory Information

- i No proceedings have been initiated on or are pending against the Group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.
- ii The Group do not have any charges or satisfaction which is yet to be registered with Registrar of Companies ('ROC') beyond the statutory period.
- iii None of the entities in the Group has been declared as wilful defaulter by any bank or financial institutions or other lenders.
- iv During the year, the Holding Company has not revalued its Property, Plant and Equipments.
- v The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- vi The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries); or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

- vii The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- viii There is no income surrendered or disclosed as income during the current and previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- ix Based on the information available with the Group, the Group do not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- x **Reconciliation of Quarterly Returns submitted to Banks :**

The holding company has availed credit facilities from HDFC Bank against security of its Current Assets. The Company has filed all returns regularly. There has been no material differences and the amount as per books of account are in agreement with amount as reported in quarterly returns except as mentioned herein below :

For the year ended March 31, 2025

Quarter Ended	Particulars of Accounts Balances	Amount as per Books of Accounts	Amount as reported in the quarterly return / statement	Amount of Difference	Reason for Material Differences
May-24	Debtors	8,454.21	8,454.22	(0.01)	
May-24	Advance to suppliers	1,404.88	1,411.10	(6.22)	
May-24	Stock	1,141.30	1,147.17	(5.87)	
Aug-24	Debtors	7,748.69	7,767.35	(18.66)	
Aug-24	Advance to suppliers	1,303.52	1,326.44	(22.92)	
Aug-24	Stock	1,001.20	1,138.84	(137.64)	Certain accounting entries accounted subsequently
Nov-24	Debtors	5,697.99	5,695.81	2.18	
Nov-24	Advance to suppliers	1,534.87	1,539.70	(4.83)	
Nov-24	Stock	803.37	811.37	(8.00)	
Feb-25	Debtors	3,545.69	3,542.94	2.75	
Feb-25	Advance to suppliers	1,251.23	1,258.86	(7.63)	
Feb-25	Stock	849.48	849.48	0.00	

Note : The Quarterly statements were prepared and filed before the completion of all financial statement closure activities, which led to certain differences between the final books of accounts and the quarterly statements which were based on provisional books of accounts.

Note 50: Details of unhedged foreign currency outstanding

(₹ In Lakhs)

Nature of Payment	Currency	Foreign Currency	Exchange Rate	As at 31st March 2025
Trade Payables	USD	939,630.84	85.4584	802.99
Advance to Suppliers	USD	662,417.91	85.4584	566.09
Trade Receivables	USD	3,361,502.10	85.4584	2,872.69
Other Financial Liabilities	USD	6,840.00	85.4584	5.85

*The above details does not include trade receivable and packing credit facility, which is naturally hedged.

Notes to the Consolidated Financial Statements for the period ended March 31, 2025

Note 51 : Segmental Reporting :

a. Primary Segments - Business Segment :

Based on the guiding principles given in Ind-AS - 108 'Operating Segment' prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles accepted in India, the Group primary business consist of; "Export of FMCG, Cosmetics and other products". As the Group's business actually falls within a single primary business segment, the disclosure requirements of Ind AS — 108 in this regard are not applicable.

b. Information pertaining to Secondary Segment :

Particulars	March 31, 2025	March 31, 2024
Gross Revenue as per Geographical Locations		
Within India	113.68	1,061.18
Outside India	29,078.63	38,473.46
Debtors as per Geographical Locations		
Within India	821.14	54.95
Outside India	2,653.84	9,723.17

Note 52 : In the opinion of the Board the Current Assets, Loans & Advances are realisable in the ordinary course of business atleast equal to the amount at which they are stated in the Balance Sheet. The provision for all known liabilities is adequate and not in excess of amount reasonably necessary.

Note 53 : The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/ interpretation have not yet been issued. The group will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

Note 54 : The Holding Company & its subsidiaries incorporated in India has used accounting software for maintaining their books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, there are no instance of audit trail feature being tampered and the audit trail has been preserved by the Holding Company and subsidiary companies incorporated in India as per the statutory requirements for record retention to the extent applicable.

Note 55: Figures of previous year have been regrouped / rearranged wherever necessary.

In terms of our report of even date
For **JASS & Co LLP**
(formerly known as Singrodia & Co LLP)
Chartered Accountants
Firm Registration No.: W100280

Akshay Agarwal
Partner
Membership No.: 170148
UDIN : 25170148BMLGFU9427

Date : May 23, 2025
Place : Mumbai

For and on behalf of the Board of Directors of
Lykis Limited

Nadir Dhrolia
Managing Director
03303675

Shrigopal Kandoi
Chief Financial Officer

Date : May 23, 2025
Place : Mumbai

Shafeen Charania
Non-Executive Director
07283015

Darshana Sawant
Company Secretary

LYKIS LIMITED

CIN: L74999MH1984PLC413247

Registered Office: 4th Floor, Grandeur Building, Veera Desai Road, Opp. Gundecha, Symphony,
Andheri - West, Mumbai - 400053, Maharashtra, India.

NOTICE OF 41ST ANNUAL GENERAL MEETING

NOTICE is hereby given that the 41st Annual General Meeting (AGM) of the Members of Lykis Limited will be held on Thursday, September 25, 2025 at 11.00 am IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

1. Adoption of Financial Statement

To consider and adopt the Financial Statement of the company for the financial year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon.

2. Adoption of Consolidated Financial Statement

To consider and adopt the Consolidated Financial Statements of the company for the financial year ended March 31, 2025 and the Report of the Auditors thereon.

SPECIAL BUSINESS:

3. Re-appointment of Mr. Nadir Dhrolia (DIN: 03303675) as the Chairman & Managing Director of the Company:

To consider and if thought fit, to pass the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to provisions of Sections 196, 197, 198 & 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactments thereof, for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company and subject to such other approval(s), sanction(s) and permission(s) as may be applicable/required and subject to such other conditions and modifications as may be prescribed or imposed by any of the authorities, if required/applicable, in granting such approvals, permissions, sanctions and pursuant to the recommendation made by Nomination & Remuneration Committee, consent of the members be and is hereby granted for appointment of Mr. Nadir Dhrolia (DIN: 03303675) as the Chairman & Managing Director of the company with effect from November 14, 2025 for a period of five (5) consecutive years and his office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the remuneration payable to Mr. Nadir Dhrolia shall be in accordance with Section 197 of Companies Act, 2013 and rules framed thereunder and any other applicable provisions of the Act or any statutory modification or re-enactment thereof.

RESOLVED FURTHER THAT Mr. Nadir Umedali Dhrolia shall also be entitled for the reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the Company's business and such other benefits/amenities and other privileges.

RESOLVED FURTHER THAT in the event of inadequacy of profits for any financial year during the tenure of Mr. Nadir Dhrolia, remuneration to be paid in accordance with the provisions prescribed under Section 197 read with Schedule V to the Companies Act, 2013 and rules framed thereunder and any other applicable provisions of the Act or any statutory modification or re-enactment thereof.

RESOLVED FURTHER THAT subject to the provisions of the Companies Act, 2013 and the rules, circulars, orders and notifications issued there under (including any statutory modification or re-enactment thereof for the time being in force), read with Schedule V of the Companies Act, 2013 and/or guidelines for managerial remuneration

issued by the Government of India or other appropriate authority in that behalf as in force and as amended from time to time, the Board be and is hereby authorized to vary and alter the terms and conditions of the said appointment to increase or vary the remuneration to be paid and provided from time to time to Mr. Nadir Dhrolia.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to delegate all or any of its powers to any of its committee(s) or any director or officer or person and to do all such acts, deeds, matters and things for giving effect to this resolution."

4. Appointment of Secretarial Auditor

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

"RESOLVED THAT pursuant to the provision of Section 204 of Companies Act, 2013, and other applicable provisions, if any of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), other applicable laws/statutory provisions, if any, as amended from time to time, Ms. Komal Birmiwala, (Peer Review Certificate No.: 5849/2024) be and is hereby appointed as Secretarial Auditor of the company for a term of five consecutive years from the conclusion 41st Annual General Meeting till the conclusion of 46th Annual General Meeting of the company and that the Board of Directors be and are hereby authorised to fix such remuneration as may be determined by the Board in consultation with the Auditors, in addition to reimbursement of all out-of-pocket expenses as may be incurred in connection with the Secretarial Audit of the Company.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to delegate all or any of its powers to any of its committee(s) or any director or officer or person and to do all such acts, deeds, matters and things for giving effect to this resolution."

5. Appointment of Mr. Amit Mallawat (DIN: 07898743) as an Independent Director:

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Amit Mallawat (DIN: 07898743), who was appointed as an Additional Director pursuant to provision of section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and holds office up to the date of this Annual General Meeting and has submitted a declaration that he meets the criteria for Independence as provided in Section 149 (6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for appointment be and is hereby appointed as an Non - Executive Independent Director of the Company for a term of five years i.e. upto August 05, 2030, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to delegate all or any of its powers to any of its committee(s) or any director or officer or person and to do all such acts, deeds, matters and things for giving effect to this resolution."

6. Appointment of Mr. Mitesh Agrawal (DIN: 09443399) as an Independent Director:

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to

time, Mr. Mitesh Agrawal (DIN: 09443399), who was appointed as an Additional Director pursuant to provision of section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and holds office up to the date of this Annual General Meeting and has submitted a declaration that he meets the criteria for Independence as provided in Section 149 (6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for appointment be and is hereby appointed as a Non - Executive Independent Director of the Company for a term of five years i.e. upto August 05, 2030, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to delegate all or any of its powers to any of its committee(s) or any director or officer or person and to do all such acts, deeds, matters and things for giving effect to this resolution."

7. **APPOINTMENT OF MR. DEEP SHAH (DIN: 10847694) AS NON-EXECUTIVE AND NON INDEPENDENT DIRECTOR OF THE COMPANY**

To consider and if thought fit, to pass the following resolution as Special Resolution:

"RESOLVED THAT pursuant to Section 152 and all other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modifications(s) or re-enactment thereof for the time being in force) and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Articles of Association of the Company and pursuant to the recommendations of the Nomination and Remuneration Committee, Mr. Deep Shah (DIN: 10847694) who was appointed as an Additional Director of the Company by the Board of Directors at their Meeting held on August 06, 2025 and who holds office until passing of this resolution, be and is hereby appointed as Non-Executive and Non Independent Director of the Company with effect from August 06, 2025 whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers to any committee of directors with power to further delegate to any other Officer(s) or Authorised Representative(s) including Company Secretary of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By order of the Board of Directors
For Lykis Limited

Darshana Sawant
Company Secretary & Compliance Officer

Date: August 06, 2025
Place: Mumbai
CIN: L74999MH1984PLC413247

Registered office:
4th Floor, Grandeur Building, Veera Desai Road,
Opp. Gundecha, Symphony, Andheri - West,
Mumbai - 400053, Maharashtra, India.

NOTES:**General Information**

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 30 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 for 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.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. 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) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM/AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.lykis.com. The Notice can also be accessed from the website of the BSE Limited www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.
8. Since the AGM will be held through VC or OAVM, no Route Map is being provided with the Notice.

Dispatch of Annual Report through E-mail

In accordance with the MCA Circulars and the said SEBI Circular dated May 12, 2020, and January 15, 2021 the Notice along with the Annual Report of the Company for the financial year ended March 31, 2025, will be sent only through e-mail, to those Members whose e-mail addresses are registered with the Company or the Registrar and Share Transfer Agent (the "RTA"), i.e., M/s. Purva Shareregistry Private Limited or the Depository Participant(s). The Notice and the Annual Report for the financial year ended March 31, 2025 shall be available on the websites of the Company viz., www.lykis.com and of the Stock Exchange where Equity Shares of the Company are listed. The Notice shall also be available on the e-Voting website of the agency engaged for providing e-Voting facility, i.e., National Securities Depository Limited (NSDL), viz., www.evoting.nsdl.com

Pursuant to regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended hereinafter referred to as 'Listing Regulations' and Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India, details of Directors who are proposed to be appointed, forms a part of notice.

The Register of Members and Share Transfer Books of the Company will remain closed from Friday, September 19, 2025 to Thursday, September 25, 2025 (Both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013 and the applicable regulation of the Listing Regulation entered into with the Stock Exchanges.

The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to M/s. Purva Shareregistry Pvt. Ltd. All members are requested to intimate changes, if any, in their registered address, immediately to the Registrar & Transfer Agents, M/s Purva Shareregistry Private Limited or to their depository participants in case shares are held in depository form.

In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

All documents referred to in the notice are open for inspection at the registered office of the Company during office hours.

Members desires of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013 may send the same to the office of the Registrar and Transfer Agent of the Company.

The Board of Directors has appointed Mr. Ms. Komal Birmiwala, Practicing Company Secretary, (ACS: 39718 /C.P. No.: 20862), as the Scrutinizer for scrutinizing the process of remote e-Voting and also e-Voting during the Meeting in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of the Meeting, count the votes cast at the Meeting and thereafter, unblock the votes cast through remote e-Voting in presence of two witnesses not in employment of the Company and submit a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, within two working days after the conclusion of the Meeting. Thereafter, the Results of e-Voting shall be declared forthwith by the Chairman or by any other director/person duly authorised in this regard.

The Results declared along with the Report of the Scrutinizer shall be placed on the Company's website (www.lykis.com) and on the e-Voting website of NSDL (www.evoting.nsdl.com) immediately after the results are declared and shall simultaneously be communicated to the Stock Exchanges where the equity shares of the Company are listed. The results declared along with the said Report shall also be made available for atleast 3 days on the Notice Boards of the Company at its Registered Office in Mumbai.

The Resolutions shall be deemed to be passed on the date of the Meeting, i.e. September 25, 2025 subject to receipt of the requisite number of votes in favour of the Resolutions.

The voting rights of Members shall be in proportion to their share of the paid up equity share capital of the Company as on the cutoff date i.e. Thursday, September 18, 2025.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Monday, September 22, 2025 at 09:00 A.M. and ends on Wednesday, September 24, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 18, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 18, 2025.

How do I vote electronically using NSDL e-Voting system?

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

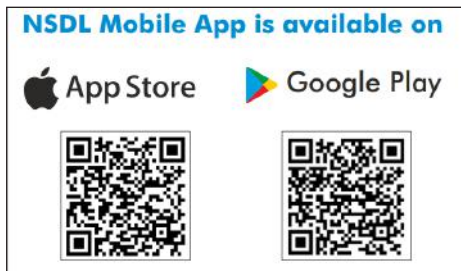
Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	- 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are 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/IdeasDirectReg.jsp - 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	- 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 Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. - 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. - If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. - 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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID ForexampleifyourBeneficiaryIDis12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly

authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cskomal11@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. 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.evoting.nsdl.com to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Mr. Pritam Dutta, Assistant Manager at pritamd@nsdl.com / evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 cs@lykis.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@lykis.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company

name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

Members are encouraged to join the Meeting through Laptops for better experience.

2. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
3. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
4. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@lykis.com. The same will be replied by the company suitably.
5. Shareholders who have any questions or who wish to register themselves as speaker, kindly submit the request mentioning their name, demat account number/ folio number, email id, mobile number at cs@lykis.com between August 25, 2025 to August 30, 2025 they shall be answered during the AGM.

By order of the Board of Directors
For Lykis Limited

Darshana Sawant
Company Secretary & Compliance Officer

Date: August 06, 2025
Place: Mumbai

Registered Office:

4th Floor, Grandeur Building, Veera Desai Road,
Opp. Gundecha, Symphony, Andheri - West,
Mumbai, Maharashtra, India, 400053
E-mail: cs@lykis.com,
Website: www.lykis.com
CIN: L74999MH1984PLC41324

ANNEXURE TO NOTICE**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013 ("THE ACT").****Resolution No: 3:-Special Resolution**

Re-Appointment of Mr. Nadir Dhrolia (DIN: 03303675) as the Chairman & Managing Director of the Company:

Mr. Nadir Dhrolia has an industry experience of over two decades in FMCG Segment. He also has an in depth knowledge of export market with specialization in African market. He has more than 21 years of rich experience and expertise in the African markets. His contribution is of immense importance for the company to grow in the industry.

Mr. Nadir Dhrolia has been associated with the Company since year 2011 as a Non-Executive Director. Based on recommendation of the Nomination & Remuneration Committee, the Board of Directors at their meeting held on August 06, 2025 had approved re-appointment of Mr. Nadir Dhrolia (DIN: 03303675) as the Chairman & Managing Director of the company with effect from November 14, 2025 for a period of five consecutive years. His office shall not be liable to retire by rotation.

Mr. Nadir Dhrolia has also been appointed as the Managing director of Spectra International Private Limited and drawing the remuneration there as per applicable provisions of Companies Act, 2013 and rules made there under.

It is hereby informed that he has not been appointed as Managing Director in any company other than the mentioned above, thereby complying with the provisions of section 203(3) of Companies Act, 2013 which provides that a company may appoint or employ a person as its managing director, if he is the managing director or manager of one, and of not more than one, other company.

Mr. Nadir Dhrolia is not disqualified from being appointed as Director(s) in terms of Section 164 of the Companies Act, 2013 (the Act) and the Company has also received declaration from Mr. Nadir Dhrolia his consent to act as Chairman & Managing Director in Form DIR -2.

Mr. Nadir Dhrolia is not debarred from holding the office of Director pursuant to any SEBI order or any other such authority as per the circular of the BSE Limited and the National Stock Exchange of India Limited relating to the "Enforcement of SEBI Orders regarding appointment of Directors" by the listed companies dated 20th June, 2018.

The Company appreciates the sincere efforts put in by Mr. Nadir Dhrolia, Managing Director of the Company in promoting the business of the Company and for the better management of the Company's day to day activities. The Company proposes to pay Mr. Nadir Dhrolia a remuneration upto the extent of Rs. 7,00,000/- (Rupees Seven Lakhs only) per month as salary along with other usual allowances and benefits as per the rules of the Company for continuing to hold an office or place of profit with effect from November 14, 2025.

Since, Mr. Nadir Dhrolia is a Chairman & Managing Director of the Company, such payment would come within the purview of Sections 196, 197 and 203 and other applicable provisions, if any, of the Companies Act, 2013 including Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time. It is therefore, proposed to obtain approval from the shareholders of the Company in this behalf by means of a special resolution.

Relevant details relating to the appointment of Mr. Nadir Dhrolia as required by the Act, the Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India are provided in Annexure - 1 to this Notice.

None of the Directors, Key Managerial Personnel of the Company or their relatives other than Mr. Nadir Dhrolia is in any way concerned or interested, financially or otherwise, in the proposed Special Resolution, set out at Item No. 3 of the Notice.

Resolution No: 4:- Ordinary Resolution**Appointment of Secretarial Auditor:**

The Board of Directors of the Company, on the recommendation of the Audit Committee, pursuant to Section 204 of Companies Act, 2013 and regulation 24A of SEBI (LODR) Regulations, 2015, approved the appointment of Ms. Komal Birmiwala, Practicing Company Secretary, to conduct the secretarial audit of the Company for a period of 5 years from conclusion of 41st Annual General Meeting till the conclusion of 46th Annual general Meeting.

The remuneration payable to the Secretarial Auditor shall be determined by the Board in consultation with the Auditors, in addition to reimbursement of all out-of-pocket expenses as may be incurred

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are in any way concerned or interested in the said resolution. The Board of Directors recommends the Ordinary resolution set out at item No. 4 of the Notice for approval by the Members.

Resolution No: 5:- Special Resolution**Appointment of Mr. Amit Mallawat (DIN: 07898743) as an Independent Director**

Mr. Amit Mallawat (DIN: 07898743) was appointed as an Additional Independent Director in terms of Section 149 and other applicable provisions of the Companies Act, 2013, by the Board of the Company at its meeting held on August 06, 2025 and on the recommendations received from Nomination and Remuneration Committee. As per the provisions of Section 149 of the Companies Act, 2013, an Independent Director shall hold office for a term upto five consecutive years on the Board of a Company but shall be eligible for re-appointment, for another term of upto five years, on passing of a special resolution by shareholders. The Company has received intimation in Form DIR-8 from Mr. Amit Mallawat, that, he is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act, declaration that he meets with the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 & Regulation 16(1)(b) of SEBI Listing Regulations and his consent to act as an Independent Director. The resolution seeks the approval of members for the appointment of Mr. Amit Mallawat, as an Independent Director of the Company commencing from August 06, 2025 up to August 05, 2030 in terms of Section 149 and other applicable provisions of the Act and Rules made there under. He is not liable to retire by rotation. In the opinion of the Board, Mr. Amit Mallawat, fulfills the conditions for his appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations and is independent of the management.

Brief Profile of Mr. Amit is a Member of Institute of Chartered Accountants of India (ICAI) and Member of Institute of Company Secretary (ICSI). He has more than 10 years of experience in finance and banking Advisory, he has hands of Experience in Corporate Finance, Trade Finance, Working Capital Management and banking Etc. He has worked with Top reputed listed companies like JSW Steel Ltd, JBF Industries Ltd with the passion for deep understating in Finance and Banking Industry. He has more new vibrant of new energy and innovative ideas and ways to execution strategy, which will help at our future endeavor.

Mr. Amit Mallawat does not hold any shares of Lykis Limited. He is not related to any other Directors/KMPs of the Company.

Copy of the draft letter for appointment of Mr. Amit Mallawat as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

Relevant details relating to the appointment of Mr. Amit Mallawat as required by the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India are provided in Annexure 1 to this Notice. The Board now seeks to confirm his appointment as Non-Executive Director and recommends the Resolution to be passed as Special Resolution.

None of the Directors or Key Managerial Personnel of the Company and / or their relatives except Mr. Amit Mallawat, to whom the resolution relates, is in any way, concerned or interested, financially or otherwise, in the resolution. Accordingly, the Board commends the Special Resolution as set out in item No. 5 of the accompanying notice.

Resolution No: 6:- Special Resolution

Appointment of Mr. Mitesh Agrawal (DIN: 09443399) as an Independent Director

Mr. Mitesh Agrawal (DIN: 09443399) was appointed as an Additional Independent Director in terms of Section 149 and other applicable provisions of the Companies Act, 2013, by the Board of the Company at its meeting held on August 06, 2025 and on the recommendations received from Nomination and Remuneration Committee. As per the provisions of Section 149 of the Companies Act, 2013, an Independent Director shall hold office for a term upto five consecutive years on the Board of a Company but shall be eligible for re-appointment, for another term of upto five years, on passing of a special resolution by shareholders. The Company has received intimation in Form DIR-8 from Mr. Mitesh Agrawal, that, he is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act, declaration that he meets with the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 & Regulation 16(1)(b) of SEBI Listing Regulations and his consent to act as an Independent Director. The resolution seeks the approval of members for the appointment of Mr. Mitesh Agrawal, as an Independent Director of the Company commencing from August 06, 2025 up to August 05, 2030 in terms of Section 149 and other applicable provisions of the Act and Rules made there under. He is not liable to retire by rotation. In the opinion of the Board, Mr. Mitesh Agrawal, fulfills the conditions for his appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations and is independent of the management.

Brief Profile of Mr. Mitesh Agrawal, he is a Fellow Member of the Institute of Chartered Accountants of India, with over 13 years of post-qualification experience in accounting management, MIS, compliance, finance, and banking. Earlier in his career, Mitesh worked with SME corporates, where he was responsible for managing finance, accounting, and operational functions. Known for his natural leadership and client-centric approach, Mitesh consistently delivers high-quality service with dedication and a passion for learning. A driven and forward-thinking professional, he currently leads the Accounting KPO and Advisory Services for the Group.

Mr. Mitesh Agrawal does not hold any shares of Lykis Limited. He is not related to any other Directors/KMPs of the Company.

Copy of the draft letter for appointment of Mr. Mitesh Agrawal as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

Relevant details relating to the appointment of Mr. Mitesh Agrawal as required by the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India are provided in Annexure 1 to this Notice. The Board now seeks to confirm his appointment as Non-Executive Director and recommends the Resolution to be passed as Special Resolution.

None of the Directors or Key Managerial Personnel of the Company and / or their relatives except Mr. Mitesh Agrawal, to whom the resolution relates, is in any way, concerned or interested, financially or otherwise, in the resolution. Accordingly, the Board commends the Special Resolution as set out in item No. 6 of the accompanying notice.

Resolution No: 7:- Special Resolution

Appointment of Mr. Deep Shah (DIN: 10847694) as Non Executive and Non Independent Director.

Based on recommendation of the Nomination & Remuneration Committee, the Board of Directors at their meeting held on August 06, 2025 had approved the appointment of Mr. Deep Shah (DIN: 10847694) as an Additional Director of the company.

Mr. Deep Shah is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 (the Act) and the Company has also received a declaration regarding his consent to act as Director in Form DIR -2. Mr. Deep Shah is not debarred from holding the office of Director pursuant to any SEBI order or any other such authority as per the circular of the BSE Limited and the National Stock Exchange of India Limited relating to the "Enforcement of SEBI Orders regarding appointment of Directors" by the listed companies dated 20th June, 2018.

Brief profile of Mr. Deep Shah, he is a seasoned finance and accounting professional with extensive experience in finalization of accounts for Limited and Private Limited Companies, Partnership Firms, and other entities. Proficient in handling statutory compliances including TDS, GST, PF, and ROC filings, as well as preparing and reviewing financial

statements, tax audit reports, and GST returns. Adept in income tax computations, tax planning, and managing income tax scrutiny and assessments. Demonstrated expertise in internal audits, fund flow analysis, share valuation. Skilled in management consultancy. Hands-on experience in supporting regulatory filings like DRHP and CARO reporting, with a strong understanding of statutory frameworks including the Income Tax Act, Companies Act, and GST laws.

Relevant details relating to the appointment of Mr. Deep Shah as required by the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India are provided in Annexure 1 to this Notice. The Board now seeks to confirm his appointment as Non-Executive Non Independent Director and recommends the Resolution to be passed as Special Resolution.

Mr. Deep Shah does not hold any shares of Lykis Limited. He is not related to any other Directors/KMPs of the Company.

None of the Directors, Key Managerial Personnel of the Company or their relatives other than Mr. Deep Shah is in any way concerned or interested, financially or otherwise, in the proposed Resolution, set out at Item No. 7 of the Notice.

ANNEXURE 1

Details of Directors Seeking Appointment / Re-appointment at the 41st Annual General Meeting of the Company. (In pursuance of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015):

Name of Director	Mr. Nadir Dhrolia	Mr. Amit Mallawat
DIN	03303675	07898743
Date of Birth	02-10-1975	04-02-1987
Date of Appointment	14-11-2020	06-08-2025
Qualification	B.Com	CA, CS
Directorship in other Company	Spectra International Pvt Ltd Goldspan Exports Pvt Ltd Zarina Foundation Bywell Confectioners Pvt Ltd	Dres Energy Private Limited Home Zone Rubber Solutions Limited O2 Renewable Energy I Pvt. Ltd. O2 Renewable Energy V Pvt. Ltd. O2 Renewable Energy XII Pvt. Ltd O2 Renewable Energy XIV Pvt. Ltd.
Memberships/Chairmanships of Committees of other Public Companies (includes only Audit Committees and Shareholders / Investors' Grievance Committee)	NIL	Chairman - 1 Member - 1
Attendance at Board Meeting in FY 2024-25	4	Not Applicable
Number of shares held in the company	13014966 Equity Shares	NIL
Relationship between directors inter-se	Not Applicable	Not Applicable

Name of Director	Mr. Mitesh Agrawal	Mr. Deep Shah
DIN	09443399	10847694
Date of Birth	05-07-1987	11-09-1995
Date of Appointment	06-08-2025	06-08-2025
Qualification	CA	B.Com, Semi Qualified CA
Directorship in other Company	NIL	NIL
Memberships/Chairmanships of Committees of other Public Companies (includes only Audit Committees and Shareholders / Investors' Grievance Committee)	NIL	NIL
Attendance at Board Meeting in FY 2024-25	Not Applicable	Not Applicable
Number of shares held in the company	NIL	NIL
Relationship between directors inter-se	Not Applicable	Not Applicable

If undelivered, please return to:

Lykis Limited

Reg. office:

**4th Floor, Grandeur Building,
Veera Desai road, Andheri (W),
Mumbai - 400053.**
