K.P.R. MILL LIMITED

Corporate Office : 1st Floor Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641018. India ✆ : 0422-2207777 Fax : 0422-2207778

30.06.2025

The Listing Department
BSE Limited
Phiiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

SCRIP CODE: 532889

The Listing Department,
National Stock Exchange of India Ltd
Exchange Plaza, Plot: C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400051.

SYMBOL: KPRMILL

Dear Sir / Madam,

Sub: Submission of 22nd AGM Notice and Annual Report of the Company.

This is further to our intimation dated 23rd June, 2025, in terms of the requirement under Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company including the Business Responsibility and Sustainability Report and the Notice of 22nd AGM for the Financial Year 2024-25 which is being sent through electronic mode to the Members.

The Annual Report and the Notice of 22nd Annual General Meeting is also uploaded on the Company's website.

This is for your kind information and dissemination.

Thanks & Regards,

For K.P.R. Mill Limited

P. Kandaswamy
Company Secretary

Encl:

1. Notice
2. Annual Report

Regd. Office : No. 9, Gokul Buildings, A.K.S. Nagar, Thadagam Road, Coimbatore - 641 001. ✆ : 0422-2478090, Fax : 0422-2478050
GSTIN : 33AACCK0893N1Z9 Email : corporate@kprmill.com Web : www.kprmilllimited.com CIN : L17111TZ2003PLC010518

K. P. R. MILL LIMITED

CIN: L17111TZ2003PLC010518
Registered Office: No. 9, Gokul Buildings, 1st Floor, A.K.S. Nagar, Thadagam Road, Coimbatore - 641 001
Corporate Office: 1st Floor, Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641 018
Ph: +91 422-2207777 | Fax: +91 422-2207778
Email: investors@kprmill.com | Website: www.kprmilllimited.com

NOTICE OF 22nd ANNUAL GENERAL MEETING

NOTICE is hereby given that the **22nd Annual General Meeting** of the Members of **K.P.R. Mill Limited** will be held at **2.30.P.M.** Indian Standard Time (IST) on **Wednesday, the 30th July, 2025 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements together with Directors Report and the Auditors Report thereon for the year ended 31st March, 2025.
2. To declare dividend on Equity Shares, if any.
3. To appoint a Director in the place of Mr.P.Selvakumar (DIN: 07228760) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

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

   "RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and pursuant to the recommendations of Audit Committee, a remuneration of ₹ 50,000/- (plus GST and other out of pocket expenses, if any) for the purpose of audit be payable to Mr.B.Venkateswar, Cost Accountant (M.No.27622), as approved by the Board of Directors for conducting the audit of Cost Accounting Records of the Company for the financial year ending 31st March, 2026 be and is hereby ratified and confirmed."

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

   "RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V of the said Act, including any statutory modification(s) or re-enactment thereof, for the time being in force and the Regulations under the SEBI (LODR), Mr.C.R.Anandakrishnan (DIN:00003748) be and is hereby re-appointed as 'Executive Director' of the Company for a period of 5 (Five) years with effect from 01.02.2026 upon the Remuneration, Perquisites, Terms and Conditions as detailed in the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the Notice convening the meeting and is liable to retire by rotation at the Annual General Meeting."

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

   "RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V of the said Act, including any statutory modification(s) or re-enactment thereof, for the time being in force and the Regulations under the SEBI (LODR), Mr. E.K. Sakthivel (DIN: 01876822) be and is hereby re-appointed as 'Executive Director' of the Company for a period of 5 (Five) years with effect from 09.03.2026 upon the Remuneration, Perquisites, Terms and Conditions as detailed in the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the Notice convening the meeting and is liable to retire by rotation at the Annual General Meeting."

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

   "RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder as amended from time to time including any statutory modification(s) or re-enactment thereof, for the time being in force and the Regulations under the SEBI (LODR), Mr.K.Radhakrishnan B.Com, FCS, (M.No:12236 CP:16911) be and is hereby appointed as the Secretarial Auditor of the Company to hold office for a term of 5 Consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 27th Annual General Meeting of the Company to conduct the Secretarial Audit of the Company for the financial year 2025-26 to 2029-30 upon the Remuneration, Terms and Conditions as detailed in the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the Notice convening the meeting."

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

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and the rules related thereto read with Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force) approval of the shareholders of the Company be and is hereby accorded for continuation of directorship of Mr.M.Alagiriswamy (DIN: 02112350) as Non-Executive Independent Director of the Company beyond the age of 75 years till the expiry of his current term till 31st March, 2029."

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

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and the rules related thereto read with Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force) approval of the shareholders of the Company be and is hereby accorded for continuation of directorship of Mr.K.Thangavelu (DIN: 08993868) as Non-Executive Independent Director of the Company beyond the age of 75 years till the expiry of his current term till 31st March, 2029."

By Order of the Board of Directors

K.P.Ramasamy
Chairman
DIN: 00003736

Place : Coimbatore
Date : 09.05.2025

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 which sets out details relating to Special Business of the meeting, is annexed hereto.

2. In accordance with the MCA General Circular No. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020, General Circular No.20/2020 dated 5th May 2020, General Circular No.02/2021 dated 13th January 2021, General Circular No.19/2021 dated 8th December 2021, General Circular No.21/2021 dated 14th December 2021, General Circular No.2/2022 dated 5th May 2022, General Circular No.10/2022 dated 28th December, 2022, General Circular No.09/2023 dated 25th September, 2023 and General Circular No.09/2024 dated 19th September, 2024 issued by Ministry of Corporate Affairs, ("MCA Circulars") and SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020,Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, Circular no.SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023,SEBI/HO/CFD/CFD-PoD-2/P/CIR/23/167 dated 7th October, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 issued by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") provides for conduct of AGM through VC/OAVM without the physical presence of Members at the Common Venue. The deemed venue for the 22nd AGM shall be the Registered Office of the Company.

3. In terms of the MCA Circulars, since the physical attendance of members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by members under Section 105 of the Act will not be available for the 22nd AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM facility and cast their votes through e-voting. 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.

4. The Register of the Members and Share Transfer Books of the Company shall remain closed from 24.07.2025 to 30.07.2025 (Both days inclusive) in connection with the Annual General Meeting and for the purpose of payment of dividend, if approved by the Members.

5. The dividend as recommended by the Board, if declared at the meeting will be paid within stipulated time as per the Act to the shareholders.

   (a) Whose names appear on the Register of Members in respect of shares held in physical form as well as in respect of Shares held in electronic form as per the details received from the depositories for this purpose as at the close of the business hours on Wednesday, 23.07.2025 and

   (b) Whose names appear as Beneficial Owners in the list of Beneficial Owners on 23.07.2025 to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited for this purpose.

6. The dividend/s, if any, approved by the Members or declared by the Board of Directors of the Company from time to time, will be paid as per the mandate registered with the Company or with their respective Depository Participants.

7. Members holding shares in physical form in case of non-updation of PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature dividend shall be paid only through electronic mode upon furnishing all the aforesaid details in the formats prescribed by SEBI available in the Company's website www.kprmilllimited.com or https://www.ndml.in/rta.php

You are requested to provide the aforesaid documents/details to NSDL Database Management Limited (NDML), Registrar and Share Transfer Agent (RTA) by any of the following mode:

i. by the investor in person at RTA's office which shall be verified by the authorized person of the RTA and retaining copy(ies) with In-Person Verification (IPV) stamping with date and initials;

ii. by sending hard copies of self-attested documents through post to the following address of RTA:
Mr. Sunil Kamble | Assistant Vice President
NSDL Database Management Limited
Unit: K.P.R. Mill Limited
4th Floor, Tower 3,
One International Center,
Senapati Bapat Marg, Prabhadevi,
Mumbai - 400 013
Board No: 022-49142700 / 2578 / 2589

iii. You can also e-mail the documents through your email registered with NDML to kycndml.rta@ndml.in duly e-signed (From the e-mail address already registered with the RTA). E-sign is an integrated service which facilitates issuing a Digital Signature Certificate and performing signing of requested data by e-sign user. You may approach any of the empaneled e-sign service providers available on https://cca.gov.in for the purpose of obtaining e-sign.

For the Members holding shares in demat form, please update your Electronic Bank Mandate through your Depository Participant/s.

8. For the Members who are unable to receive the dividend directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the demand draft/warrant.

9. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address as soon as possible. The Securities and Exchange Board of India (SEBI) has made it mandatory for all Companies to use the bank account details furnished by the Shareholders / Depositories for depositing of dividends. Please furnish Bank account details/changes to Depositories, if not provided.

10. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts, Members holding shares in physical form can submit their PAN details to the Registrar and Transfer Agent / the Company.

11. Under Section 125 of the Companies Act, 2013 and IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date and the underlying Shares in respect of those Unclaimed Dividends are required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. The Company has accordingly, transferred the following amounts and Shares to the Investor Education and Protection Fund of the Central Government during the financial year.

Transfer of Unclaimed Dividends to IEPF Account

No.	Dividend	Date of Transfer	Amount of Transfer (Rs.)
1.	Final Dividend 2016-17	11.10.2024	29,621

Shares transferred to IEPF Demat Account:

No. of Shareholders	No. of Shares	Date of Transfer
1	5	25.10.2024

The Members whose Dividends/Shares are transferred to the IEPF Authority can now claim their Dividends/Shares from the Authority by following the Refund Procedure as detailed on the website of IEPF Authority http://iepf.gov.in/IEPF/refund.html

In pursuance of the IEPF (uploading of information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012 (IEPF Rules) whose objective is to help the shareholders ascertain status of the unclaimed amounts and overcome the problems due to misplacement of intimation thereof by post etc., the Company has uploaded the information in respect of the Unclaimed Dividends on the website of the IEPF viz. www.iepf.gov.in and under "Investors Section" on the Website of the Company viz. www.kprmilllimited.com

Members are requested to contact the NDML for encashing the unclaimed dividends standing to the credit of their account. Please note that as mentioned above the dividends remaining Unpaid / Unclaimed for a period of Seven years and the underlying Shares will be transferred to IEPF Account.

12. Details of shareholding and Directors'/KMP inter-se relationship with Director(s) seeking election/ re-election/changes in terms as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards 2, are Annexed to this Notice.

13. Members attending the AGM through VC/OAVM shall be considered for the purpose of reckoning the quorum under Section 103 of the Act.

14. In compliance with the aforesaid MCA Circulars and SEBI Circular dated 3rd October 2024, **Annual Report for the year 2024-25 is being sent only through electronic mode** to those members whose email addresses are registered with the Company/Depository Participant(s).

15. In compliance with the aforesaid MCA Circulars and SEBI Circular dated 3rd October 2024, **Notice of the 22nd Annual General Meeting** of the Company inter alia indicating the process and manner of e-voting is being **sent only through electronic mode** to those members whose email addresses are registered with the Company/ Depository Participant(s).

16. Members may also note that the **Notice** of the 22nd Annual General Meeting and the **Annual Report** 2024-25 will also be **available on the Company's website www.kprmilllimited.com** and **website** of the Stock Exchanges i.e. **BSE Limited** and **National Stock Exchange of India Limited** and the AGM Notice is also available on the website of www.evoting.nsdl.com (agency for providing the Remote e-voting facility).

17. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e. 20.06.2025, may obtain the login ID and password by sending a request at evoting@nsdl.com or to the Company at investors@kprmill.com. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on In case www.evoting.nsdl.com of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. 20.06.2025 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".

18. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.

19. As per the green initiative taken by the Ministry of Corporate Affairs, the shareholders are advised to register/update their e-mail address with the Company/RTA in respect of shares held in physical form and with the concerned Depository Participant in respect of shares held in electronic form in order to enable the Company to serve documents in electronic mode.

20. Soft copies of the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members who request for the same, during the AGM.

A The voting rights 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 of 23.07.2025.

B The facility for voting shall also be made available during the meeting through VC/OAVM and members joining the meeting who have not already cast their vote shall be eligible to vote through e-voting system available during the AGM.

C Voting through electronic means:

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 by the Companies (Management and Administration) Amendment Rules, 2015 (including any statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force). Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2), the Company is providing to its Members with the facility to cast their vote electronically from a place other than venue of the Annual General Meeting ("remote e-voting") using an electronic voting system provided by NSDL as an alternative, for all members of the Company to enable them to cast their votes electronically, on all the business items set forth in the Notice of Annual General Meeting and the business may be transacted through such remote e-voting/e-voting during AGM. The instructions provided hereafter for e-voting explain the process and manner for generating/receiving the password and for casting of vote(s) in a secure manner.

The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 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.

21. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with 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 venue voting on the date of the AGM will be provided by the NSDL.

THE INSTRUCTIONS TO SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL ANNUAL GENERAL MEETING ARE AS UNDER:

The remote e-voting period begins on Sunday, 27th July 2025 at 9.00 A.M and ends on Tuesday, 29th July 2025 at 5.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd July 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 23rd July 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.	1. 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. 2. 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. 3. 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/IdeasDirect Reg.jsp 4. 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 held 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. NSDL Mobile App is available on App Store Google Play
Individual Shareholders (holding securities in demat mode) with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website and www.cdslindia.com click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting 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.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@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 For example if your Beneficiary ID is 12************** 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 vetrivelfca@ 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.
3. 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 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 investors@kprmill.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 investors@kprmill.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.
4. 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 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.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. 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 investors@kprmill.com. The same will be replied by the company suitably.
6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance mentioning their name, demat account number/folio number, e-mail id, mobile number at investors@kprmill.com on or before 05.00 PM IST on Saturday, 19th July 2025. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance mentioning their name, demat account number/folio

number, e-mail id, mobile number at investors@kprmill.com on or before 05.00 PM IST on Saturday, 19th July 2025. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest, post the conclusion of the AGM.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

8. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

D. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further, the Members who have cast their vote by remote e-voting shall not vote by e-voting conducted during the Meeting.

E Mr.A.Vetrivel, Practising Chartered Accountant, Coimbatore, Membership No: 025028 has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

F The Scrutinizer after scrutinizing the votes cast at the Annual General Meeting and through remote e-voting, make a consolidated Scrutinizer's Report and submit the same forthwith or not later than two days of conclusion of the meeting to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same.

G The Results declared along with the consolidated Scrutinizer's Report shall be hosted on the website of the Company www.kprmilllimited.com and on the website of NSDL. The Results shall simultaneously be communicated to BSE Limited and the National Stock Exchange of India Limited.

H The Resolutions shall be deemed to be passed on the date of the Meeting, i.e. subject to receipt of the requisite number of votes cast in favour of the Resolutions.

21. As the Company has provided remote e-voting/ e-voting during AGM facility in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 members may please note that there will be only one mode of voting either through remote e-voting/ e-voting during Annual General Meeting. The scrutinizer shall after the conclusion of voting at the AGM, will first count the votes casted during the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and to declare the final result for each of the resolutions forming part of the notice of Annual General Meeting.

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

Item No.4

The Board of Directors at the meeting held on 09.05.2025, based on the recommendation of the Audit Committee, appointed Mr. B. Venkateswar, B.Sc., FCMA (M.No:27622), Cost Accountant, Coimbatore, as Cost Auditor for the Financial Year ending 31st March, 2026 at a remuneration of ₹ 50,000/- (plus GST and other out of pocket expenses, if any). As per Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the said Cost Auditor has to be ratified by the Shareholders and hence the resolution under Item no.4 is placed for your approval.

None of the Directors or Key Managerial Personnel or their relatives is in any way, concerned or interested, financially or otherwise, in this resolution.

Item No.5

As the earlier term of re-appointment of Mr.C.R.Anandakrishnan, (DIN: 00003748) as Executive Director of the Company would be expiring on 31st January 2026, the Board of Directors unanimously decided to re-appoint him for a further period of five years with effect from 01st February 2026 on Remuneration subject to the approval of Company in General Meeting. Accordingly, the proposal of his re-appointment was referred to the Nomination and Remuneration Committee. The Committee has considered in its meeting held on 28.04.2025, the said proposal as well as the appointee's gracious and voluntary request to the Committee not to consider any increase in his monthly remuneration level and recommended his re-appointment. It should be noted that there is no change in the terms of remuneration compared to earlier re-appointment.

The period of Service, Remuneration payable and terms and conditions applicable to Mr. C.R. Anandakrishnan with effect from 1st February 2026, are as below:

1. Term of Re-appointment : Five years from 01st February 2026 to 31st January 2031.

2. Remuneration: ₹ 2,00,000/- (Rupees Two Lakhs only) per month / ₹ 24,00,000/- (Rupees Twenty Four Lakhs only) per annum (all inclusive).

The details of the appointee is annexed to this notice.

Re-appointment of Mr.C.R. Anandakrishnan, as Executive Director has to be approved by the Shareholders and hence the resolution under Item no.5 is placed for your approval.

Except Mr.C.R.Anandakrishnan, Executive Director, as appointee and Mr.K.P.Ramasamy, Chairman, as his relative, none of the other Directors or Key Managerial Personnel or their relatives is in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the Members.

Item No.6

As the earlier term of appointment of Mr. E.K. Sakthivel, (DIN:01876822) as Executive Director of the Company would be expiring on 08th March 2026, the Board of Directors unanimously decided to re-appoint him for a further period of five years with effect from 09th March 2026 on Remuneration subject to the approval of Company in General Meeting. Accordingly, the proposal of his re-appointment was referred to the Nomination and Remuneration Committee. The Committee has considered in its meeting held on 28.04.2025, the said proposal as well as the appointee's gracious and voluntary request to the Committee not to consider any increase in his monthly remuneration level. It should be noted that there is no change in the terms of remuneration compared to earlier re-appointment.

The period of Service, Remuneration payable and terms and conditions applicable to Mr.E.K.Sakthivel with effect from 09th March 2026, are as below:

1. Term of Re-appointment: Five years from 09th March 2026 to 08th March 2031.
2. Remuneration: ₹ 1,50,000/- (Rupees One Lakh Fifty Thousand only) per month / ₹ 18,00,000/- (Rupees Eighteen Lakhs only) per annum (all inclusive).

The detail of the Appointee is annexed to this notice.

Re-appointment of Mr.E.K.Sakthivel, as Executive Director has to be approved by the Shareholders and hence the resolution under Item no.6 is placed for your approval.

Except Mr.E.K.Sakthivel, Executive Director, as appointee and Mr. KPD Sigamani, Managing Director, as his relative, none of the other Directors or Key Managerial Personnel or their relatives is in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval of the Members.

Item No.7

As per the provisions of the Companies Act, 2013 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Secretarial Auditor who shall be peer reviewed has to be appointed. Accordingly, the Board unanimously decided to appoint Mr.K.Radhakrishnan, Membership No. FCS 12236, Peer Review Certificate No. 1181/2021 as Secretarial Auditor of the Company for a term of 5 consecutive years at a proposed remuneration of ₹ 1,70,000/- for the financial year ending 31.03.2026. The Audit Committee and Board of Directors of the Company have considered his skill, expertise and efficacy and services rendered by him during his association with the Company as Secretarial Auditor since 2017 and recommended his appointment for a term of 5 consecutive years commencing from 01.04.2025 to 31.03.2030.

Based on the recommendation of the Audit Committee, the Board of Directors of the Company are empowered to fix his remuneration plus travelling and other out of pocket expenses incurred by him in connection with the audit for the remaining part of the tenure.

Appointment of Mr.K.Radhakrishnan, as Secretarial Auditor has to be approved by the Shareholders and hence the resolution under Item no.7 is placed for your approval.

None of the Directors or Key Managerial Personnel or their relatives is in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution set out at Item No. 7 of the Notice for approval of the Members.

Item No.8

Mr. M. Alagiriswamy (DIN: 02112350) was appointed as an Independent Director of the Company by the members on 02.05.2024 for a period of five consecutive years commencing from 1st April, 2024 to 31st March, 2029.

In terms of Regulation 17(1A) of SEBI Listing Regulations, consent of members by way of special resolution is required for continuation of directorship of Independent Non-Executive Director, beyond the age of 75 years.

Further, Mr. M. Alagiriswamy will attain the age of 75 years with effect from 2nd May, 2026 and approval of members is required for the continuation of his directorship from the day he attains the age of 75 years till the expiry of his current term till 31st March 2029.

Mr. M. Alagiriswamy is not debarred from holding office of a Director by virtue of any SEBI Order or Order of any other such authority.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. M. Alagiriswamy as an Independent Director.

Accordingly, the Board recommends passing of the Special Resolution in relation to continuation of directorship of Mr.M.Alagiriswamy as an Independent Director till the expiry of the current term till 31st March, 2029, for the approval by the shareholders of the Company.

Save and except the above, None of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in this Resolution.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for approval of the Members.

Item No.9

Mr.K.Thangavelu (DIN: 08993868) was appointed as an Independent Director of the Company by the members on 02.05.2024 for a period of five consecutive years commencing from 1st April, 2024 to 31st March, 2029.

In terms of Regulation 17(1A) of SEBI Listing Regulations, consent of members by way of special resolution is required for continuation of directorship of Independent Non -Executive Director, beyond the age of 75 years.

Further, Mr.K.Thangavelu will attain the age of 75 years with effect from 6th December, 2026 and approval of members is required for the continuation of his directorship from the day he attains the age of 75 years till the expiry of his current term till 31st March 2029.

Mr.K.Thangavelu is not debarred from holding office of a Director by virtue of any SEBI Order or Order of any other such authority.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr.K.Thangavelu as an Independent Director.

Accordingly, the Board recommends passing of the Special Resolution in relation to continuation of directorship of Mr.K.Thangavelu as an Independent Director till the expiry of the current term till 31st March, 2029, for the approval by the shareholders of the Company.

Save and except the above, None of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in this Resolution.The Board recommends the Special Resolution set out at Item No. 9 of the Notice for approval of the Members.

By Order of the Board of Directors

K.P. Ramasamy
Chairman
DIN: 00003736

Place: Coimbatore
Date : 09.05.2025

PROFILE OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT

Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2

Name of the Director	Mr. P. Selvakumar
DIN	07228760
Date of Birth	13.06.1974
Date of appointment on the Board	27.07.2015
Qualifications	M.Com
Expertise in specific functional area	Mr. P. Selvakumar, holds a Master's Degree in Commerce joined K.P.R. Group in 1996. He has over two Decades of experience in the accounts, finance and taxation areas. After a brief stint in the operational area of its textile units, his acumen in accounting field accredited him to head the accounting activities of the Company till 2008. Subsequently, considering his wide knowledge and skill, he was elevated as 'Manager (Taxation)' to look after the matters pertaining to Direct & Indirect Taxation viz, Income Tax, Central Excise, Service Tax, Import & Export Regulations, GST etc, relating to all entities in KPR Group. Besides, through his versatile ability, liaising with the offices of Central and State Government and representing the Company on all matters of importance. In recognition of his strong dedication & involvement, the Management inducted him as a Whole Time Director of K.P.R. Mill Limited on 27.07.2015.
No. of Board Meetings attended during the year	Four out of Four
Directorship held in other Public Companies (excluding foreign, private and Subsidiary Companies)	Nil
Chairmanships/ Memberships of Committee of other Boards (*)	Nil
Shareholding in the Company – No. of Shares	Nil
Inter-se relationship with other Directors & Key Managerial Personnel	None
Terms of Reappointment including Remuneration	Liable to Retire by Rotation
Remuneration Last drawn (FY 2024-25)	₹ 22.92 Lakhs
Declaration	In accordance with BSE Circular Ref No. LIST/COMP/14/2018-19 & NSE Circular Ref No: NSE/CML/2018/24 dated June 20, 2018, we confirm that Mr. P. Selvakumar is not debarred from holding the office of Director of the Company, by virtue of any SEBI order or any other such authority.

(*) – Includes Audit Committee and Stakeholders Relationship Committee but exclude committee of Subsidiary Companies, Foreign Companies, Private Limited Companies and Companies under Section 8 of the Companies Act, 2013.

PROFILE OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT

Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2

Name of the Director	Mr. C.R. Anandakrishnan
DIN	00003748
Date of Birth	03.09.1977
Date of appointment on the Board	31.01.2011
Qualifications	M.B.A
Expertise in specific functional area	Mr. C.R. Anandakrishnan, is the son of Mr. K.P. Ramasamy, the Chairman of K.P.R. Group. After completing his Bachelor's degree in Business Management, he meritoriously completed Master's Degree in Business Administration at University of Philadelphia in 2001, where he acquired management skills of international standard. Mr. C.R. Anandakrishnan is a young, energetic and enthusiastic entrepreneur who joined the management team of the K.P.R Group in the year 2002. Since then, he has been contributing his talented efforts for the agrowth of the Group. He has widely travelled across the world for choosing suitable technology and machinery for textile mills. He visited Srilanka for studying the large scale garment manufacturing process. Under his able administration, K.P.R's prestigious Textile Processing Unit was established with a Trendsetter Effluent Treatment Plant that is adjudged as 'State of the Art' Processing Unit adhering to the highest International Standards. Since 2008, he was functioning as 'President' (Processing Division) of K.P.R. Mill Limited. Considering his significant role in formulation and implementation of Business Plan, he was appointed as "Executive Director" of K.P.R. Mill Limited during 2011 and has been functioning as such looking after the various Expansion and Modernisation Schemes of K.P.R. Group. Presently he is managing the operations of Processing Division, Garment Units, some of the Spinning Units, Co-gen cum Sugar Plants at Karnataka and the Authorised Dealerships of Premium Brand Motor Cars 'AUDI' at Coimbatore. As a Member in the 'Coimbatore Round Table 9' he is rendering services to the Society.
No. of Board Meetings attended during the year	Four out of Four
Directorship held in other Public Companies (excluding foreign, private and Subsidiary Companies)	Nil
Chairmanships/ Memberships of Committee of other Boards (*)	Nil
Shareholding in the Company – No. of Shares	6,950
Inter-se relationship with other Directors & Key Managerial Personnel	Father : Mr. K.P. Ramasamy
Terms of Reappointment including Remuneration	Furnished in Explanatory Statement & liable to retire by rotation
Remuneration Last drawn (FY 2024-25)	₹ 24 Lakhs
Declaration	In accordance with BSE Circular Ref No. LIST/COMP/14/2018-19 & NSE Circular Ref No: NSE/CML/2018/24 dated June 20, 2018, we confirm that Mr. C.R. Anandakrishnan is not debarred from holding the office of Director of the Company, by virtue of any SEBI order or any other such authority.

(*) – Includes Audit Committee and Stakeholders Relationship Committee but exclude committee of Subsidiary Companies, Foreign Companies, Private Limited Companies and Companies under Section 8 of the Companies Act, 2013.

PROFILE OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT

Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2

Name of the Director	Mr.E.K.Sakthivel
DIN	01876822
Date of Birth	16.04.1983
Date of appointment on the Board	09.03.2016
Qualifications	M.B.A
Expertise in specific functional area	Mr. E.K. Sakthivel, is a Commerce Graduate and completed MBA in 2005 from Bharathiar University. He has over 14 years of experience in Production & Marketing of Apparels. He joined the Management Team of K.P.R. Mill Limited (KPR) in 2007, as 'Head-Operations' (Garment Division), Tirupur and has been functioning as such. Since his appointment, the Garment Unit, Tirupur had seen a rapid growth in the volume of Business and performance. Considering his significant role in formulation and implementation of various Business plans in the Garment segment, he was involved in Expansion and Modernisation schemes and setting up of new units of KPR. His managerial competence elevated him as an 'Executive Director' of the Company in 2016. His marketing skills secured new International Buyers besides widening the business from existing clientele. Presently he oversees the operations of the new 'State-of–the Art 'Garment unit at Chengappally, Tirupur catering to the requirements of Top International Brands and some of the Spinning Mills of the Company. His active involvement in furtherance of the growth prospects of the Company has led him to take various additional responsibilities also.
No. of Board Meetings attended during the year	Four out of Four
Directorship held in other Public Companies (excluding foreign, private and Subsidiary Companies)	Nil
Chairmanships/ Memberships of Committee of other Boards (*)	Nil
Shareholding in the Company – No. of Shares	Nil
Inter-se relationship with other Directors & Key Managerial Personnel	Wife's Father: Mr. KPD Sigamani, Managing Director
Terms of Reappointment including Remuneration	Furnished in Explanatory Statement & liable to retire by rotation
Remuneration Last drawn (FY 2024-25)	₹ 18 Lakhs
Declaration	In accordance with BSE Circular Ref No. LIST/COMP/14/2018-19 & NSE Circular Ref No: NSE/CML/2018/24 dated June 20, 2018, we confirm that Mr. E.K. Sakthivel is not debarred from holding the office of Director of the Company, by virtue of any SEBI order or any other such authority.

(*) – Includes Audit Committee and Stakeholders Relationship Committee but excludes committee of Subsidiary Companies, Foreign Companies, Private Limited Companies and Companies under Section 8 of the Companies Act, 2013.

PROFILE OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT

Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2

Name of the Director	Mr. M. Alagiriswamy
DIN	02112350
Date of Birth	02.05.1952
Date of appointment on the Board	01.04.2024
Terms of appointment	For 5 consecutive years from 1st April 2024 to 31st March 2029
Qualifications	B.SC, FCA
Expertise in specific functional area	Mr.M. Alagiriswamy, Coimbatore, a B.Sc. Graduate in Chemistry, is a reputed Chartered Accountant, Tax Consultant, a Dedicated Correspondent of Educational Institution and an enthusiastic Rotarian. He has rich experience in industry; profession; educational Institutions and in Public Bodies & Local Authorities. He is practicing since 1978, auditing leading Industries, Educational Institutions, reputed Hospitals in and around Coimbatore. He is the Chairman & Correspondent of Geethanjalee Mat. Hr. Sec. School, Coimbatore. Correspondent & Treasurer of Bharathiya Vidhya Bhavan Matric Hr. Sec School, Coimbatore Kendra & Bharathiya Vidhya Bhavan Public School – Ajjanur. Managing Trustee of AVM foundation; A trustee of Shanthi Ashram, Kovaipudur & 'Save Our Daughters India Trust' and 'Lodge GKD 221 Charitable Trust' and an Active Member of Rotary Club of Coimbatore West. He is also a Director in Kovai Medical Center and Hospital Limited.
No. of Board Meetings attended during the year	Four out of Four
Directorship held in other Public Companies (excluding foreign, private and Subsidiary Companies)	Kovai Medical Center and Hospital Limited
Chairmanships/ Memberships of Committee of other Boards (*)	Chairman of Audit Committee and Stakeholders Relationship Committee in Kovai Medical Center and Hospital Limited
Shareholding in the Company – No. of Shares	NIL
Inter-se relationship with other Directors & Key Managerial Personnel	NIL
Terms of Reappointment including Remuneration	Furnished in Explanatory Statement
Remuneration Last drawn (FY 2024-25)	NIL
Declaration	In accordance with BSE Circular Ref No. LIST/COMP/14/2018-19 & NSE Circular Ref No: NSE/CML/2018/24 dated June 20, 2018, we confirm that Mr.M.Alagiriswamy is not debarred from holding the office of Director of the Company, by virtue of any SEBI order or any other such authority.

(*) – Includes Audit Committee and Stakeholders Relationship Committee but excludes committee of Subsidiary Companies, Foreign Companies, Private Limited Companies and Companies under Section 8 of the Companies Act, 2013.

PROFILE OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT

Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2

Name of the Director	Mr.K.Thangavelu
DIN	08993868
Date of Birth	06.12.1952
Date of appointment on the Board	01.04.2024
Terms of appointment	For 5 consecutive years from 1st April 2024 to 31st March 2029
Qualifications	B.SC, FCA
Expertise in specific functional area	Mr. K. Thangavelu, Coimbatore, a B.Sc. Chemistry Graduate is a Chartered Accountant having the honour of securing rank in both Intermediate and Final level exams. He served Indian Overseas Bank for about 15 years and positions held by him includes Chief – Advances at the bank's Foreign branch in Bangkok Thailand; Accounts and Treasury Manager at the Head office, Chennai and Acting Board Secretary, Branch Manager at Coimbatore and Mumbai. Further he has served 15 years as Finance Head in private companies in Thailand engaged in Textile garments manufacture & export and readymade Steel roofing manufacturing. His career is credited with 8 years of service in a Hospital as Vice President - Finance and administration. He is also a Director in K.P.R. Sugar Mill Limited, Birin Spinning Mills Limited and C S Corporate Solutions Private Limited.
No. of Board Meetings attended during the year	Four out of Four
Directorship held in other Public Companies (excluding foreign, private and Subsidiary Companies)	Birin Spinning Mills Limited
Chairmanships/ Memberships of Committee of other Boards (*)	Member of Audit Committee in Birin Spinning Mills Limited
Shareholding in the Company – No. of Shares	NIL
Inter-se relationship with other Directors & Key Managerial Personnel	NIL
Terms of Reappointment including Remuneration	Furnished in Explanatory Statement
Remuneration Last drawn (FY 2024-25)	NIL
Declaration	In accordance with BSE Circular Ref No. LIST/COMP/14/2018-19 & NSE Circular Ref No: NSE/CML/2018/24 dated June 20, 2018, we confirm that Mr.K.Thangavelu is not debarred from holding the office of Director of the Company, by virtue of any SEBI order or any other such authority.

(*) – includes Audit Committee and Stakeholders Relationship Committee but exclude Committee of Subsidiary Companies, Foreign Companies, Private Limited Companies and Companies under Section 8 of the Companies Act, 2013.

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22nd Annual Report 2024-25

Educating Women Employees - Building a Strong Nation

HIGHLIGHTS 2024-25

	(₹ in Lakhs)		(₹ in Lakhs)
Total Revenue	6,46,226	Assets	4,77,647
PBDIT	1,32,042	Net worth	5,00,200
PBT	1,06,278	Market Cap.	31,00,423
PAT	81,511	EPS - ₹	23.85
Cash Profit	1,02,298	Cash EPS - ₹	29.93

JOYOUS LEARNING

The success of KPR is an example of a business that started from a humble beginning and eventually grew into a force to be reckoned with. Setting higher benchmarks, it continuously strives to meet top - standards, providing quality products to the customers. The journey, however, has had its fair share of challenges but with determination, untiring hard work, perseverance and team efforts, KPR Brothers have grown KPR as a leading business conglomerate in India, engaged in textiles, sugar, ethanol, automobiles, renewable power generation and education. High level of commitment, best sustainable practices, green manufacturing practices and empowerment of women fraternity have helped KPR to garner trust and reputation among the international buyers. Its commendable HR practices consider KPR as a sanctuary where the seeds of potential are sown, watered with compassion & grit and allowed to blossom into lives of dignity & empowerment particularly for the women who form its heart.

KPR manufactures an exciting product range of textile varieties such as Readymade Knitted Apparel; Fabrics; 100% Cotton Combed, Carded, Compact, Red label, Cotton Polyester blended Melange and Vortex Viscose Yarns. Embracing the latest technologies and processes, it delivers outstanding quality products worldwide – over 60 countries. KPR, built on fabulous values, offers meaningful career opportunities to more than 30,000 employees (90% Women). Its 15 Manufacturing units of advanced technology have an annual capacity to produce 1,00,000 MT of Cotton yarn & 10,000 MT of Viscose vortex yarn; 40,000 MT fabrics; 177 million ready-made knitted apparel, one of the largest Knitted Garment Producers in India; Industry acclaimed ETP embedded Fabric Processing capacity of 30,000 MT equipped with Advanced Cold Processing Technology and Sophisticated Printing Division with a capacity to print 15,000 MT ; 1,00,000 High Fashion Garments placement printing per day; 63 MW Windmill capacity; 40 MW Solar Power; 93 MW Co-gen power (overall 196 MW renewable energy catering to most of its power needs); Sugar Plants with an aggregate capacity of 20,000 TCD and Ethanol Plants with 500 KLPD capacity. Its Retail Division manufactures 100% organic cotton based FASO products carrying multiple special features.

HPHT Soft Flow Dyeing Machine Thies, Germany

CHAIRMAN'S LETTER

Dear Fellow Shareholders,

The world economy is facing intense trade tensions along with policy uncertainty that weaken the global economic outlook. Higher tariffs are likely to strain global supply chains, drive up production costs and delay critical investment decisions, besides financial market volatility. However, India's strong domestic growth and low export dependence will help it navigate tariff challenges and global trade disruptions. Government's initiatives towards boosting consumption, manufacturing and infrastructure will offset weakening global demand. The tension with neighbouring Country pose minimal economic disruption. India is poised to surpass Japan and become the world's fourth largest economy by 2025 - marking another milestone (IMF). The country is projected to remain the fastest growing major economy, driven by strong momentum in the industrial and services sectors. Inflation has remained within the RBI's target range reflecting stable macroeconomic conditions. During the Financial year 2025, the Indian Textile Industry witnessed healthy growth assisted by stable cotton prices, favourable forex rates, Government initiatives and duty hikes on fabric imports. However, capacity constraints in garment manufacturing pose challenges.

Surpassing the challenges posed during previous Financial year, KPR could make better progress this year too, empowered by its high competence and adapting to changed manufacturing scenarios in terms of planning, efficiency and sustainability. Its extensive experience over four decades to overcome any challenges in the textile arena, has proved to be successful amidst difficult market conditions. It could be made possible with the support of our strong fundamentals, dedicated work force, disciplined financial policy, intensive teamwork, high quality & committed suppliers and above all adoption of core values and principles since inception. As a mighty supporter of eco-friendly measures, our investment in renewable energy continues with the strengthening of Solar power resource in our Green Energy basket.


KPR MILL LIMITED
(KPR WOMEN EMPLOYEES EDUCATIONAL DIVISION) (கே.பி.ஆர். பெண் பணியாளர்கள் கல்விப் பிரிவு)
KPR
WISDOM FOR LIFE
11-வது பட்டமளிப்பு விழா

By continuously focusing on healthy and valued work environment, KPR improves its overall employee engagement levels and ensures that the employees feel valued and supported at work as well as in the Society. The resultant trust and collaboration improves their sense of belonging and productivity thereby helping the sustained success. KPR's strong adoption of the prime principles of Corporate governance - accountability, transparency, fairness and responsibility - makes its decisions prudent & ethical; its oversight effective besides protecting the rights of shareholders and stakeholders.

CREDENTIALS

- In the 15^{th} Convocation Ceremony of 'Tamil Nadu Open University' held during October 2024, 579 graduates from KPR were conferred degrees across undergraduate and postgraduate programs. Out of these, 11 employees secured gold, silver, and bronze medals for academic excellence at the university level.
- In the Civil Services Examinations, conducted in 2024 by the Union Public Service Commission (UPSC), 6 candidates from KPR IAS Academy successfully cleared the examination.
- Under career development process, 42 employees secured placement in a Leading Hospital at Coimbatore.

FUTURE PROSPECTS

The India – UK, FTA offers a big boost to the Indian Textile Industry, which is currently facing export challenges due to volatile US Tariff rates. This pact opens major opportunities for India's textile sector especially garments to strengthen its market share in the UK by capitalizing on its manufacturing strengths and global competitiveness. Overall, with demand sentiments reviving in both the domestic and export markets, I feel the Indian Textile Industry would continue to contribute significantly to the Indian Economy. It has faced and it is hoped that the move would improve its performance in the near future. Continuous modernization in spinning is crucial for increased productivity, reduced costs, improved quality and better competitiveness in the global market, to increase the operational efficiency and profitability. KPR continuously modernises its spinning division. Setting up of exclusive vortex yarn manufacturing Unit; ramping up of advanced Garment manufacturing facility at Chengapally; accretion of Green energy resources and strategic expansion plans are expected to improve its performance further in the years to come.

ACKNOWLEDGEMENT

I wish to express my appreciation to my colleagues on the Board and our employees for their dedication and commitment. I express my sincere gratitude to the Shareholders, our Bankers and all Stakeholders for their continued support and confidence and look forward to the same in the years ahead.

With best wishes
K.P. Ramasamy
Chairman

EMPLOYEES 11^{TH} GRADUATION DAY

BOARD OF DIRECTORS


Sri K.P. Ramasamy
Chairman


Sri KPD Sigamani
Managing Director


Sri P. Nataraj
Managing Director


Sri C.R. Anandakrishnan
Executive Director


Sri E.K. Sakthivel
Executive Director


Sri P. Selvakumar
Wholetime Director


Sri M. Alagiriswamy
Independent Director


Smt V. Bhuvaneshwari
Woman Independent
Director


Sri K.V. Ramananda Rao
Independent Director


Sri K. Thangavelu
Independent Director


Sri R. Sridharan
Independent Director


Sri M.V. Jeganathan
Independent Director

REGISTERED OFFICE

No.9, Gokul Buildings,
1st Floor, A.K.S. Nagar,
Thadagam Road,
Coimbatore - 641 001.
Ph: 0422-2478090
FAX: 0422-2478050

CORPORATE OFFICE

1st Floor, Srivari Shrimat,
1045, Avinashi Road,
Coimbatore – 641 018.
Ph: 0422-2207777
FAX: 0422-2207778
Email: corporate@kprmill.com
Web: www.kprmilllimited.com

CHIEF FINANCIAL OFFICER

PL Murugappan

COMPANY SECRETARY & COMPLIANCE OFFICER

P. Kandaswamy

STATUTORY AUDITORS

B S R & Co. LLP,
Chartered Accountants,
KRM Tower, 1st and 2nd Floor,
No.1, Harrington Road, Chetpet,
Chennai - 600 031.

BANKERS

Bank of Baroda
IDBI Bank Limited
Union Bank of India
Bank of India
ICICI Bank Limited
HDFC Bank Limited
The Federal Bank Ltd
Standard Chartered Bank
Punjab National Bank

REGISTRAR AND SHARE TRANSFER AGENTS

NSDL Database Management Limited
4th Floor, Tower 3, One International Centre,
Prabhadevi, Senapati Bapat Marg,
Mumbai – 400 013.
Phone: 022-49142700 / 2578 / 4200
Fax: 022-49142503
Email: investor.ndmlrta@ndml.in
Website: www.ndml.in

COMPANY CIN

L17111TZ2003PLC010518

KPR

Mill Limited

KPR EXPORTS TO OVER 60 COUNTRIES

WC2300
COMFORT
JOGGER
WWW.FASO.IN
/FASOCLOTHINGS
FASO®
INNERWEAR | ATHLEISURE
we hug you always...
Manufactured & Marketed by KPR MILL LIMITED | Also Available at Online Portals | For Trade Enquiries Contact - 97877 02222

BOARD'S REPORT

Dear Members,

The Board of Directors take pleasure in presenting the report on the operations and business of the Company along with Audited Financial Statements for the Financial Year ended 31st March, 2025.

FINANCIAL RESULTS

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	2024-25	2023-24	**2024-25**	2023-24
Sales and Other Income				
Domestic Sales	**2,55,455**	2,48,802	**3,57,222**	3,57,243
Export Sales	**1,50,817**	1,41,639	**2,56,351**	2,25,145
Other Income	**33,379**	35,321	**32,653**	30,306
	4,39,651	4,25,762	**6,46,226**	6,12,694
Profit before Interest & Depreciation	**94,494**	79,918	**1,32,042**	1,30,395
Less : Interest	**1,996**	2,284	**4,977**	7,437
Depreciation	**8,973**	8,163	**20,787**	18,919
Profit Before Tax	**83,525**	69,471	**1,06,278**	1,04,039
Less : Taxation:-				
Provision for Current Tax	**17,498**	13,227	**23,324**	21,430
Tax relating to earlier years	**135**	254	**357**	(44)
	17,633	13,481	**23,681**	21,386
Deferred Tax expense / Credit	**588**	498	**1,086**	2,118
Profit After Tax	**65,304**	55,492	**81,511**	80,535
Other Comprehensive Income (Net of tax)	**-**	-	**-**	-
Total Comprehensive Income	**65,304**	55,492	**81,511**	80,535

REVIEW OF OPERATIONS

In the Financial Year 2025, yarn business improved compared to previous year due to stable cotton price. The establishment of exclusive vortex spinning mill has increased the yarn production. Ramping up of Garment unit at Chengapally has increased the Garment production. Installation of additional solar power resources has resulted in lower power cost. High quality products and the Goodwill earned among the leading buyers ensure continuous Garment orders.

WAY FORWARD

The new Financial Year has begun and the Government has also announced several policy measures with the objective of enhancing the manufacturing capacity of the country, with common infrastructure facilities and targeting exports to the tune of $100 Billion by 2030. With the momentum of growth in the textile industry translating into promising future, the entire industry is on the path to embracing the recent economic development and all set to achieve a faster growth during this fiscal.

EXPANSION AND MODERNISATION

Our Spinning Division being the maiden segment of our integrated operations, its continuous modernization is crucial for increasing the productivity & quality, besides reducing costs and improving competitiveness, both domestically and globally, further modernization of spinning machinery has been carried out during the year. The Company is carefully watching and studying the market opportunities to effectively navigate and capitalize it with appropriate plans to further the growth of the Company.

DIVIDEND

Considering better performance and strong liquidity during the year, the Board of Directors have declared an Interim Dividend @ 250% on equity shares (₹2.50 per Equity Share) at their meeting held on 03.02.2025. The Board in its meeting held on 09.05.2025 has also recommended a Final Dividend @ 250% on equity shares (₹2.50 per Equity Share) subject to the approval of the Members of the Company at the 22nd (Twenty Second) Annual General Meeting, thus aggregating to **500% (₹5 per Share on**

Equity Share of the Face Value of ₹1 each), for the Financial Year 2024-25.

RESERVES

Your Directors do not propose to transfer any amount to the reserves.

FINANCE

Led by the successful financial planning, comfortable financial position continued during the year also. Some of the term loans availed were repaid.

SUBSIDIARY COMPANIES

The statements pursuant to Section 129(3) of the Companies Act, 2013 (Hereinafter referred to as the 'Act') in 'Form AOC – 1' containing the details of following Wholly Owned Subsidiary Companies forms part of this Annual Report. However as required by the 'Act', we give below a brief report on their performance.

I. K.P.R. Sugar Mill Limited
II. KPR Sugar and Apparels Limited
III. Jahnvi Motor Private Limited
IV. Quantum Knits Pvt. Limited
V. Galaxy Knits Limited
VI. KPR Exports Plc
VII. KPR Mill Pte. Ltd.

SUGAR AND COGEN

As the world's second largest Sugar producer, 'Indian Sugar Industry' plays a vital role in the Indian economy. Consumption has been on a growth curve historically, making it the world's largest consuming country, whereas production has been more of a cycle. Presently, the sugar industry is controlled at all points of the value chain. During the year under review, the Industry witnessed significant challenges like Sugarcane Acreage, increased fair remunerative price by Central Government, reduced domestic production, financial pressures etc.

ETHANOL

The restriction imposed by the Central Government in manufacture of Ethanol, has impacted the financials of our sugar segment. India has previously set 2030 as the year to achieve the 20% blending target, but has brought the target forward in the last two years and has achieved 19% as of now. Advancing the ethanol blending target is significant for India because ethanol has a promising outlook for contributing to the country's energy transition goals and alleviating its heavy reliance on oil imports.

In the Sugar Season 2024-25 the crushing started in December 2024. With the removal of the restriction on production of Ethanol from juice imposed during the last season by the Central Government, it is hoped that the Ethanol production as well the performance may improve in the current year.

K.P.R. SUGAR MILL LIMITED

The sugarcane crushing commenced in November 2024, produced 54,850 MT of Sugar. The Co-gen plant produced 1,104.72 lakh units of Power. Out of the above, 630.72 lakh units were sold and 474 lakh units were captively consumed.

During the year 35,372.97 KL of Ethanol was produced, using Sugar Syrup & Molasses and the entire production are meant for Oil Marketing Companies.

Considering better performance and strong liquidity during the year, its Board of Directors had declared an Interim Dividend @ ₹200 per Equity Share at their meeting held on 22.07.2024. Subsequently, the Board in its meeting held on 27.01.2025 has also declared a Second Interim Dividend @ ₹200 per Equity Share thus aggregating to ₹400 per Share (on Equity Share of Face Value of ₹10 each), for the Financial Year 2024-25.

KPR SUGAR AND APPARELS LIMITED

The sugarcane crushing commenced in November 2024, produced 70,000 MT of Sugar. The Co-gen plant produced 1,377.03 lakh units of power. Out of the above, 870.40 lakh units were sold and 506.63 lakh units were captively consumed. During the year 33,224.84 KL of Ethanol was produced using Sugar Syrup & Molasses and the entire production are meant for Oil Marketing Companies.

Its Board of Directors had declared an Interim Dividend @ ₹350 per Equity Share of Face Value of ₹10 each at their meeting held on 22.07.2024.

JAHNVI MOTOR PRIVATE LIMITED

During the year, the Company could sell 114 Audi Cars and earned a revenue of ₹80.40 Crores. Its Board of Directors had declared an Interim Dividend @ ₹10 per Equity Share of Face Value of ₹10 each at their meeting held on 22.07.2024.

BOARD'S REPORT

QUANTUM KNITS PVT. LIMITED

The garment business has been consolidated for effective management.

GALAXY KNITS LIMITED

The Company has not yet commenced its operation.

K P R EXPORTS PLC (ETHIOPIA)

As informed in the earlier report, we have already approached the Ethiopian Authorities seeking their assistance to formally close the Apparel manufacturing unit at Ethiopia due to civil disturbance and to bring back capital materials therein. The same is under progress.

KPR MILL PTE. LTD (SINGAPORE)

Upon our request the Accounting and Corporate Regulatory Authority (ACRA) of Singapore had struck off the Company from their Register w.e.f 20.02.2025.

DEPOSITS

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

DIRECTORS

Taking note of the completion of the second term of Five consecutive years by Dr.S.Renganayakei, Independent Director (DIN: 07116244) of the Company and the consequential cessation of her office in the Company with effect from 11th March, 2025 the Board placed on record its sincere appreciation for the invaluable services rendered by her during the tenure.

Based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company had appointed Mr.M.V.Jeganathan, (DIN:10722925) as an Additional Directors in the capacity of 'Non-Executive Independent Director' of the Company for a term of five consecutive years w.e.f. 11th March, 2025. Pursuant to the provisions of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, the aforesaid Directors is registered with the 'Independent Directors Data Bank' maintained by the 'Indian Institute of Corporate Affairs'.

The Shareholders of the Company have also approved the Re-appointment of Managing Directors & Whole-time Director and Appointment of new Independent Director of the Company by passing the Special / Ordinary Resolutions, as may be applicable through Postal Ballot on 21.04.2025.

The Company has adequate Independent Directors in compliance with the Act and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Hereinafter referred to as Listing Regulations). Familiarization Program on the Company and its operation was conducted for the Independent Directors. Requisite declaration from the Independent Directors of the Company under Section 149 (7) of the Act confirming that they meet with the criteria of their Independence laid in Section 149 (6) of the Act have been obtained.

The Board is of the opinion that the Independent Non-Executive Directors of the Company including those appointed during the year possess requisite qualifications, expertise and experience and they hold highest standards of integrity.

For re-appoinment of Mr. C.R. Anandakrishnan (DIN: 00003748) and Mr. E.K. Sakthivel (DIN: 01876822), Executive Directors, whose term will be over before the ensuing/next Annual General Meeting, suitable Resolutions have been included in the notice of ensuing Annual General meeting. The Nomination & Remuneration Committee and the Board have recommended their re-appointment for a further term of 5 years.

Mr. P. Selvakumar (DIN: 07228760), Whole Time Director, retires by rotation and being eligible offers himself for re-appointment at the ensuing Annual General Meeting.

KEY MANAGERIAL PERSONNEL AND MANAGERIAL REMUNERATION CRITERIA

In pursuance of the Act the Company has Key Managerial Personnel. None of the Managing Directors or Whole Time Directors receives any remuneration or commission from the Subsidiary Companies and the remuneration paid to them is within the purview of the provisions of Section 197 of the Act. The Company pays remuneration by way of salary, perquisites, commission etc., to its Chairman, Managing Directors and fixed monthly remuneration to its Executive Directors and Whole Time Director in line with the approvals accorded by the General Meetings and in pursuance of the recommendation of the Nomination and Remuneration Committee as per the guiding principles laid down in the Nomination and Remuneration Policy. The information as required by Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended and forms part of this report.

ANNUAL PERFORMANCE EVALUATION

In line with the criteria evolved by the Nomination and

Remuneration Committee, the performance of all Directors, Committees, Chairman etc., have been evaluated pursuant to the provisions of the Act and the Listing Regulations.

COMMITTEES

As required by the provisions of the Act and Listing Regulations, the Company has already formed the following Committees, the details of which are disclosed in the Report on Corporate Governance forming part of this Report.

I. Audit Committee
II. Stakeholders Relationship Committee
III. Nomination and Remuneration Committee
IV. Corporate Social Responsibility (CSR) Committee
V. Risk Management Committee

POLICIES

In pursuance of the Act and the Listing Regulations, the following policies have been framed and disclosed on the Company's website https://www.kprmilllimited.com/policy

I. Nomination & Remuneration Policy
   The Web-link - https://bkend.kprmilllimited.com/media/documents/5.KPR-NR-Policy.pdf
II. Related Party Transaction Policy
III. CSR Policy
IV. Whistle Blower Policy consisting of Vigil Mechanism
V. Policy on Determining Material Subsidiaries
VI. Code for Fair Disclosure
VII. Risk Management Policy
VIII. Dividend Distribution Policy
   The Web-link - https://bkend.kprmilllimited.com/media/documents/DD-Policy.pdf
IX. Policy for Disclosure of Material Events / Information
X. Policy on Succession Planning for Board and Senior Management

RISK MANAGEMENT

Pursuant to section 134(3) (n) of the Act & Regulation 17(9) of the Listing Regulations, the Company has a Risk Management Policy and has constituted a Risk Management Committee. The Risk Management Committee held its meetings on 19.06.2024 and 09.01.2025 in which all members were present.

VIGIL MECHANISM & WHISTLE BLOWER POLICY

The Company has an established Vigil Mechanism for Directors and Employees to report concerns about unethical behaviors, actual or suspected fraud or violation of the code of conduct or ethics policy. It also provides for adequate safeguards against victimization of Directors/Employees who avail of the mechanism. The Company affirms that no personnel have been denied access to the Audit Committee. The Company has a Policy of Vigil Mechanism and has established a mechanism that any personnel may raise reportable matters. All suspected violations and reportable matters can be reported to the Chairman of the Audit Committee at e-mail id **whistleblower@kprmill.com**. The key directions / actions can be informed to the Chairman/ Managing Director of the Company. The Whistle Blower Policy has been reviewed by the Board of Directors and displayed in the Company's website.

CSR EXPENDITURE

During the year, in pursuance of the recommendations of the CSR committee, the Company has contributed ₹1680 Lakhs (2.04% of the average three years' net profit of the Company) towards implementing the CSR activities. Annual Report on CSR, as required by the Act, is appended. The CSR policy is available on the website of your Company at https://bkend.kprmilllimited.com/media/documents/1._CSR_Policy_of_KPR_Limited.pdf

BOARD MEETINGS

The Board of Directors met Four times during the financial year on 02.05.2024, 31.07.2024, 05.11.2024 and 03.02.2025 in the physical mode. The Composition of Board, procedure, venue, dates, time and other details are included in the Corporate Governance Report that forms part of this Report.

CONSOLIDATED FINANCIAL STATEMENTS

Your Directors have pleasure in annexing the Consolidated Financial Statements pursuant to the provisions of the 'Act' and the Listing Regulations. They are prepared in accordance with the Ind-AS prescribed by the Institute of Chartered Accountants of India, in this regard.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has duly complied with the provisions of Section 186 of the Act and as required therein the details of the

Borrowings, Security, Investment etc., are annexed by way of notes to accounts.

RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered into during the financial year were only between the Holding Company and Wholly owned Subsidiary Companies at arm's length basis in the ordinary course of business, whose accounts are consolidated with the Holding Company and placed before the shareholders at the General Meeting for approval. However, as per regulatory requirements an omnibus approval of the Audit Committee for such transactions has been obtained. The Company has not entered into any contract / arrangement / transaction with related parties which is required to be reported in Form No. AOC-2 in terms of Section 134(3) (h) read with Section 188 of the Act. Accordingly, reporting of the same in Form No. AOC-2 is not applicable to the Company. However, the details of all transactions with related parties have been disclosed in Notes to the Standalone Financial Statement forming an integral part of this Annual Report.

The Transactions as required under Indian Accounting Standards 'Ind AS-24' are reported in Note 40 of the Notes to Accounts of the Standalone Financial Statements as well as Note 39 of the Notes to Accounts of the Consolidated Financial Statements of your Company. The Company's Policy on dealing with related party transactions is available on the Company's website.

EMPLOYEE WELFARE

Employee well-being involves a wide range of factors such as physical, mental, emotional and social health, all of which are interconnected and contribute to an individual's overall sense of well-being. At KPR, an employee- friendly environment is created through its innovative HR Policy where employees feel safe, supported, valued and respected. This means providing the necessary resources, policies and practices that promote not only physical health but also psychological and emotional support. The organizations prioritizing the employee well-being experience better performance, greater operational efficiency, and sustained long-term success. More than that in KPR, as a Social cause towards women empowerment and helping the marginalised society, the Policy is framed and followed continuously in true letter and spirit by the Promoters of the company, ever since the establishment of the Company.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered Office of the Company during business hours on working days of the Company upto the date of ensuing Annual General Meeting. If any member is interested in inspecting the same, such member may write to the Company Secretary in advance.

PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 provides for protection against sexual harassment of women at workplace and for the prevention and redressal of complaints of sexual harassment and also for the matters incidental thereto. The Company has accordingly adopted the policy against Sexual Harassment of Women at Workplace, for the purpose of preventing, prohibiting and redressing sexual harassment of female employees at all the workplaces within the Company which are based on fundamental principles of justice and fair play.

According to the notifications of Ministry of Corporate Affairs dated 31st July 2018, Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, has been formed and complied with. Further, Anti Sexual Harassment Committee constituted at each unit shall be responsible for redressal of complaints related to sexual harassment. The details of all such Complaints and its proper redressal through prompt corrective steps are informed to the Top Management so as to ensure that suitable processes and mechanisms are put in place to ensure that issues of sexual harassment, if any, are effectively addressed. During the year, no complaints of sexual harassment were received by the Company from any of its Units.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars relating to energy conservation, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act read with the Companies (Accounts)

Rules, 2014 are provided in the Annexure to the Report.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Act, the Board of Directors of the Company hereby state and confirm that;

I. In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.

II. The Directors have selected accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review.

III. The Directors have taken proper and sufficient care for the maintenance of adequate record in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

IV. The Directors have arranged preparation of the accounts for the financial year ended 31.03.2025 on a going concern basis.

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

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

CORPORATE GOVERNANCE REPORT AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Corporate Governance Report and Management Discussion and Analysis Report are attached to this Report. Certificate from the Statutory Auditors of the Company confirming the compliance with the conditions of Corporate Governance as stipulated under Schedule V of the Listing Regulation is also attached to this report.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

In pursuance of Regulation 34(2)(f) of the Listing Regulations, the Business Responsibility and Sustainability Report, containing the initiatives taken by the Company from environmental, social and governance perspective, forms part of this Report.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The details of internal financial control and their adequacy are included in the Report of Management Discussion & Analysis, which forms part of this report.

RATIO OF REMUNERATION TO EACH DIRECTOR

Details / Disclosures on Ratio of Remuneration of Director to the median employee's remuneration as required by the Act and Companies Rules are appended.

DETAILS REGARDING ISSUE OF SHARES

During the year under review the Company has not issued any shares.

AUDITORS

In the 19th Annual General Meeting of the Company held on 23.08.2022 M/s. B S R & Co LLP, Chartered Accountants (ICAI Firm Regn. No.101248W/W-100022) were re-appointed as Statutory Auditors of the Company for a second term of five consecutive years from the Financial Year 2022-23.

AUDITORS' REPORT

The Auditor's Report to the Shareholders does not contain any qualification. There were no frauds reported by the Statutory Auditors under provisions of Section 143 (12) of the Companies Act, 2013 and rules made thereunder.

COST RECORDS

Pursuant to Section 148 of the Act, the Company is covered under the limits specified under this Section and hence the Company has maintained proper books of accounts with all the particulars relating to the utilization of material, labour and to other items of cost.

COST AUDIT

In pursuance of Companies (Cost Records and Audit) Rules, 2014, the Company has appointed Mr. B. Venkateswar, Cost Accountant (M.No:27622) as Cost Auditor of the Company to audit the cost records for the Financial Year 2025-26.

SECRETARIAL AUDIT REPORT & CERTIFICATES AND SECRETARIAL STANDARDS COMPLIANCE

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI). As required by the Act, a Secretarial Audit Report issued by a Company Secretary in practice (PCS), a Peer Reviewed Unit, in Form MR 3 is annexed with this report and it does not contain any qualification. Certificate from PCS that none of the Directors are debarred or disqualified forms part of this Annual Report. Annual

Secretarial Compliance Report certifying compliance of Listing Regulations has been obtained and filed with the Stock Exchanges.

ANNUAL RETURN

Pursuant to Section 92 of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return in the prescribed form is available on the Company's website: https://www.kprmilllimited.com/financial-result

DETAILS OF DEMAT/UNCLAIMED SUSPENSE ACCOUNT

The status of unclaimed shares of the Company transferred to the demat account, 'K.P.R. Mill Limited - Unclaimed Shares Demat Suspense Account', in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is as follows:

Particulars	No. of. Shareholders	No. of. Shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	2	2750
Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	-	-
Number of shareholders to whom shares were transferred from suspense account during the year	-	-
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	2	2750

The Voting rights in respect of these shares will remain frozen till the time such shares are transferred from the Unclaimed Suspense Account to the concerned Shareholders.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year as on 31.03.2025 and the date of this Report.

NO CHANGES IN THE BUSINESS

Your Directors would like to inform that the Company is carrying on regular business and there has been no change in its objectives.

GENERAL

During the year, there were no transactions requiring disclosure or reporting in respect of matters relating to:

(a) Significant or material order passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future;

(b) Pendency of any proceeding under the Insolvency and Bankruptcy Code, 2016 and

(c) Instance of one-time settlement with any bank or financial institution.

Disclosures under sub rule 5 (xi) and (xii) of rule 8 of Companies (Accounts) Rules, 2014 are not applicable to the Company.

ACKNOWLEDGMENT

Your Directors acknowledge with gratitude and express their appreciation for the assistance and co-operation received from the Bankers, Government Authorities, Customers, Vendors and Members during the year under review. Your Directors also wish to thank the employees at all levels for their continued co-operation and dedication.

FOR AND ON BEHALF OF THE BOARD

K.P. Ramasamy
Chairman
DIN: 00003736

Coimbatore
09.05.2025

ANNEXURE TO THE BOARD'S REPORT

Form AOC – 1
(Pursuant to first provision to sub-section 12 read with Rule 5 of the Companies (Accounts) Rules, 2014)

Financial Summary of Subsidiary Companies

(₹ in Lakhs)

Particulars	K.P.R. Sugar Mill Limited	Quantum Knits Pvt. Limited	Galaxy Knits Limited	Jahnvi Motor Private Limited	KPR Sugar and Apparels Limited	KPR Exports PLC
Share Capital	205	10	5	193	7,100	1,900
Reserves & Surplus	67,773	171	(2)	1,385	1,09,697	(1,751)
Total Assets	83,048	181	3	3,771	1,75,411	149
Total Liabilities	15,070	-	-	2,193	58,614	-
Investments (Excluding investment in subsidiaries)	-	-	-	-	-	-
Turnover	72,597	511	-	8,882	1,73,694	-
Profit / (loss) Before Tax	9,747	9	-	33	25,348	-
Provision for Tax	2,573	-	-	6	3,967	-
Profit / (loss) After Tax	7,174	9	-	27	21,381	-
Proposed Dividend	-	-	-	-	-	-
% Share Holding	100	100	100	100	100	100

Form AOC-2
(All the transactions are at arm's length basis only)

Particulars of Employees - (Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014)

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

1. Remuneration paid to Whole-Time Directors (WTD)

Name of the Director	Title	% Increase Over Previous Year	Ratio of Remuneration to MRE
Mr. K. P. Ramasamy	Chairman	192.31	1125.83
Mr. KPD Sigamani	Managing Director	192.31	1125.83
Mr. P. Nataraj	Managing Director	192.31	1125.83
Mr. C. R. Anandakrishnan	Executive Director	No increase	16.16
Mr. E.K. Sakthivel	Executive Director	No increase	12.12
Mr. P. Selvakumar	Whole time Director	13.92	15.43

2. Remuneration paid to Non-Executive Directors

The Non-Executive Directors of the Company are entitled for sitting fee only and its details are provided in the Corporate Governance Report.

ANNEXURE TO THE BOARD'S REPORT

3. Remuneration paid to other Key Managerial Personnel (KMP)

Name of the KMP	Title	% Increase Over Previous Year
Mr. PL. Murugappan	Chief Financial Officer	14.05
Mr. P. Kandaswamy	Company Secretary	10.93

4. Percentage increase in the Median Remuneration of employees in the financial year : 4.97%

5. Number of Permanent Employees on the roll of the Company at the end of the year : 20,478

6. 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.

The average annual increase in the salaries of employees during the year was 4.97% while the average increase in managerial remuneration during the year was 98.66%. The Managerial Remuneration is fixed by the Shareholders on recommendation of Nomination and Remuneration Committee and the Board.

7. It is hereby affirmed that the remuneration paid during the year is as per the Remuneration policy of the Company.

FOR AND ON BEHALF OF THE BOARD

Coimbatore
09.05.2025

K.P. Ramasamy
Chairman
DIN: 00003736

ANNEXURE TO THE BOARD'S REPORT

Annual Report on Corporate Social Responsibility (CSR) activities for Financial Year 2024-25

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken.

   CSR is defined as "the continuing commitment by business to behave ethically and contribute to economic development while improving the quality of life of the workforce and their families as well as of the local community and society at large".

   Education is crucial for growth, societal advancement and economic development. It empowers individuals with knowledge, skills, financial stability and improved health outcomes. It also plays a pivotal role in fostering critical thinking, creativity and civic engagement, contributing to a more informed and engaged citizenry.

   The key focus area of KPR's CSR Policy is 'Promotion of Education' to support the development of quality education and promote literacy among people through its CSR activities.

   The Company earns and spends a part of it to pay back to the society through its various activities which fall in line with the Schedule VII of the Companies Act, 2013.

2. The Composition of the CSR Committee is as follows.

S.No.	Name of the 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. K.P.Ramasamy	Chairman	1	1
2	Mr. KPD Sigamani	Managing Director	1	1
3	Mr. P. Nataraj	Managing Director	1	1
4	Mr. M.V. Jeganathan *	Independent Director	1	1
5	Dr. S. Renganayakei #	Woman Independent Director	NA	NA

* - Appointed as a Member w.e.f. 11.03.2025

- Ceased to be a Member w.e.f. 11.03.2025

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://bkend.kprmilllimited.com/media/documents/1._CSR_Policy_of_KPR_Limited.pdf and
   https://bkend.kprmilllimited.com/media/documents/2._CSR-PROJECTS-COMPOSITION-OF-CSR-COMMITTEE.pdf

4. Provide the executive summary along with web-link of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable –

   Impact Assessment Report issued by an Independent Agency which also contains the summary in respect of the project covered under Schedule VII of the Companies Act, 2013 is available on the Website of the Company at https://www.kprmilllimited.com/policy

5. (a). Average net profit of the company as per sub-section (5) of section 135 – **₹ 82,325 Lakhs**

   (b). Two percent of average net profit of the company as per sub-section (5) of section 135 – **₹1,646.50 Lakhs**

   (c). Surplus arising out of the CSR projects or programmes or activities of the previous financial years – **Nil**

   (d). Amount required to be set-off for the financial year, if any – **Nil**

   (e). Total CSR obligation for the financial year [(b)+(c)-(d)] – **₹1,646.50 Lakhs**

6. (a). Amount spent on CSR Projects (both Ongoing Project and Other than Ongoing Project) - **₹1,679.83 Lakhs**

   (b). Amount spent in Administrative Overheads - **Nil**

   (c). Amount spent on Impact Assessment, if applicable - **Nil**

   (d). Total amount spent for the Financial Year [(a)+(b)+(c)] - **₹1,679.83 Lakhs**

ANNEXURE TO THE BOARD'S REPORT

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

Total Amount Spent for the Financial Year (₹ In Lakhs)	Amount Unspent (₹ In Lakhs)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of Section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of Section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
1679.83	Nil				

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

S.No.	Particulars	Amount (₹ In Lakhs)
(i)	Two percent of average net profit of the company as per sub-section (5) of Section 135	1,646.50
(ii)	Total amount spent for the Financial Year	1,679.83
(iii)	Excess amount spent for the financial year [(ii)-(i)]	33.33*
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

*Not carried over for succeeding years

7. Details of Unspent Corporate Social Responsibility amount for the preceding three financial years: - **Nil**

S.No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under sub-section (6) of Section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of Section 135 (in ₹)	Amount spent in the Financial Year (in ₹)	Amount transferred to a fund as specified under Schedule VII as per Second proviso to sub-section (5) of Section 135, if any		Amount remaining to be spent in succeeding financial years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of transfer		
1	FY-1	NIL						
2	FY-2							
3	FY-3							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the financial year: **– No**

   If Yes, enter the number of Capital assets created / acquired – **Not Applicable**

   The details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the financial year:

S.No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property of asset(s)	Date of Creation	Amount of CSR amount spent	Details of entity / Authority / beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
NIL							

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

FOR AND ON BEHALF OF THE BOARD

	M.V. Jeganathan	**P. Nataraj**	**K.P. Ramasamy**
Coimbatore	Independent Director	Chief Executive Officer & Managing Director	Chairman CSR Committee
09.05.2025	DIN: 10722925	DIN: 00229137	DIN: 00003736

ANNEXURE TO THE BOARD'S REPORT

INFORMATION PURSUANT TO COMPANIES (ACCOUNTS) RULES, 2014

A. CONSERVATION OF ENERGY:

a) ENERGY CONSERVATION MEASURES TAKEN

1) In all units, Energy Efficient fans with IE4 Motors in waste recovery systems and Nylon made axial fans in humidification Plants were installed by replacing the existing low efficiency fans.
2) To optimize the power consumption in all our textile and garment units, the existing motors and pumps were replaced partly by high efficiency Motors of IE3 to IE5 standards with Variable frequency drives along with automation applications.
3) To reduce power consumption from grid, Solar power generation of 33.49 MW capacity was installed in all our plant roof.

b) ADDITIONAL INVESTMENTS AND PROPOSALS, IF ANY, BEING IMPLEMENTED FOR CONSERVATION OF ENERGY

Further efforts are being taken to reduce power consumption at all units by installing the Power Monitoring equipment.

c) IMPACT OF THE MEASURE (a) & (b) ABOVE FOR REDUCTION OF ENERGY CONSUMPTION AND CONSEQUENT IMPACT ON COST OF PRODUCTION OF GOODS

The energy saving measures result in consumption of economized power and fuel that would reduce the cost of production. Total energy consumption & Consumption per unit of production are as per Form 'A' below:

FORM A – PARTICULARS IN RESPECT OF ENERGY CONSUMPTION:

Particulars	Units	2024-25	2023-24
1. Power & Fuel Consumption			
A) Electricity			
i) Connected Load	KVA	44,815	44,815
ii) Purchase of Units	Lakh Units	1,646	1,957
iii) Total Amount	₹ Lakhs	14,250	17,514
iv) Rate Per Unit (Average)	₹	8.66	8.95
v) Demand Charges	₹ Lakhs	2,887	2,941
B) Electricity from Third Party			
i) Purchase of Units	Lakh Units	-	2
ii) Total Amount	₹ Lakhs	-	6
iii) Rate Per Unit (Average)	₹	-	3.24
2. Own Generation			
i) Through Diesel Generator			
Units generated	Lakh Units	1	2
Total Amount	₹ Lakhs	38	72
Cost/Unit	₹	27.33	31.07
Units/Litre of Diesel	Units	3.63	3.04
ii) Through Wind Mill			
Units generated	Lakh Units	937	877
iii) Through Steam Turbine Units			
Coal / Furnace Oil / Others	Units	NIL	NIL
3. Consumption per unit of Production			
a) Production of Yarn	Kgs	9,36,59,575	8,95,85,383
Electricity (units) per Kg of yarn Production	Units	2.73	2.74
b) Processed Fabric	Kgs	1,94,08,035	1,96,40,856
Electricity (units) per Kg of Fabric Processed	Units	1.18	1.20
c) Garment Produced – In House	Garments	11,21,95,662	10,10,27,781
Electricity consumed / Garment Production	Units	0.23	0.24

ANNEXURE TO THE BOARD'S REPORT

B. TECHNOLOGY ABSORPTION, RESEARCH AND DEVELOPMENT (R&D):

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

   Further Improvement in Quality of Products, Development of new Products and Designs, Cost control measures, Energy Conservation etc.

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

   Sustained quality of products at economized cost.

3. Future Plan of Action:

   Continuous focus on innovations in Textile development processes & products.

4. Technology absorption, adaptation and innovation:

   Advanced Technology machinery and systems are introduced wherever applicable through continuous modernisation schemes.

   The advanced technology of cold processing adopted at our new state of the art processing unit reduces the water consumption by 30% and eliminates the usage of Salt completely. This eco - friendly facility will economize the cost of production besides enhancing the quality.

   All manufacturing facilities are equipped with high-tech quality control equipment and well trained Personnel. ETP at Processing Division has Zero Discharge System.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

(₹ in Lakhs)

S.No.	Particulars	2024-25	2023-24
1	Foreign Exchange earnings	1,50,817	1,41,639
2	Foreign Exchange outgo	82,886	12,137

FOR AND ON BEHALF OF THE BOARD

K.P. Ramasamy
Chairman
DIN: 00003736

Coimbatore
09.05.2025

ANNEXURE TO THE BOARD'S REPORT

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2025

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

To,
The Members,
M/s. K.P.R. Mill Limited
Coimbatore.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by K.P.R. Mill Limited (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

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

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

i. The Companies Act, 2013 ('the Act') and the rules made thereunder;
ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder
v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:-
   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;
   d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the client;
   e) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018;
vi. and other applicable laws to a Textile Industry viz., Textile Control Orders, Textile Committee Produce Cess Act, Textile (Development and Regulation) Order etc.,

As per the information and explanation provided by the management and officers of the Company and also on verification of reports and certificates of professionals, I report that adequate systems are in place to monitor and ensure compliance of Laws relating to Direct and Indirect Taxes, Labour and other Legislations.

I have also examined compliance with the Listing Agreement and applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Secretarial Standards issued by The Institute of Company Secretaries of India.

During the year under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc., mentioned above.

ANNEXURE TO THE BOARD'S REPORT

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director. There were no changes in the composition of the Board of Directors during the year under review except as follows:

During the year under review the tenure of Dr.S.Ranganayakei, Woman Independent Director expired on 11.03.2025 and the Company has appointed Sri. M. V.Jeganathan as Independent Director for a period of 5 years from 11.03.2025 to 10.03.2030

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent atleast seven days in advance, a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the Meeting duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

As informed, the Company has responded appropriately to the notices received from various statutory / regulatory authorities, wherever found necessary.

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

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

a) Public / Rights / Preferential Issue of Shares / Debentures / Sweat Equity
b) Redemption
c) Foreign Technical Collaboration
d) Merger / Amalgamation / Reconstruction, etc

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

K Radhakrishnan B.Com FCS
Practising Company Secretary
FCS No: 12236 CP No: 16911
Peer review Certificate No.1181/2021

Place : Coimbatore
Date : 09.05.2025
UDIN : F012236G000305925

ANNEXURE TO THE BOARD'S REPORT

Annexure 'A'

To,
The Members
M/s. K.P.R. Mill Limited,
Coimbatore

My 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. My responsibility is to express an opinion on these secretarial records based on my audit.

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

3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. I have obtained the Management representation about the Compliance of Laws, Rules and Regulations and happenings of events, etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Coimbatore
Date : 09.05.2025
UDIN : F012236G000305925

K Radhakrishnan B.Com FCS
Practising Company Secretary
FCS No: 12236 CP No: 16911
Peer review Certificate No.1181/2021

ANNEXURE TO THE BOARD'S REPORT

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To

The Members of
M/s. K.P.R. Mill Limited
9, Gokul Buildings
First Floor, AKS Nagar
Thadagam Road
Coimbatore – 641 001.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s. K.P.R. Mill Limited having CIN: L17111TZ2003PLC010518 and having registered office at 9, Gokul Buildings, First Floor, AKS Nagar, Thadagam Road, Coimbatore – 641 001 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that as on the date of this certificate 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 Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification.

K Radhakrishnan B.Com FCS
Practising Company Secretary
FCS No: 12236 CP No: 16911
Peer review Certificate No.1181/2021

Place : Coimbatore
Date : 09.05.2025
UDIN : F012236G000305562

CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance Practices' have set the guidelines for the operations of the Corporates, aiming to ensure that its activities are fair and beneficial to all its stakeholders, including investors, leaders, customers, suppliers, financial backers, regulators, work force and the community. Currently, Corporate Governance in India is becoming more concentrated on being transparent, responsible and focused on long-term sustainability and moving towards international standards and regulatory authorities improving rules to protect the interests of investors and the health of the market.

BOARD OF DIRECTORS

The Board consists of eminent Professionals from different fraternity empowering the Corporate's strive for sustained better Corporate Governance practices. It comprises of twelve Directors viz., One Executive Chairman, Five Executive Directors and Six Independent Directors (Including One Woman Independent Director) having no business relationship with the Company and constituting 50% of Board's composition in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') & the Companies Act, 2013 ('Act').

Name of the Director	Category	Number of Directorships held ***	Number of Board & Committee Memberships in Other Companies ****	
			Chairman	Member
Mr. K.P. Ramasamy	Executive Chairman	12	-	-
Mr. KPD Sigamani	Executive Director	13	-	-
Mr. P. Nataraj	Executive Director	13	-	2
Mr. C.R. Anandakrishnan	Executive Director	3	-	-
Mr. E.K. Sakthivel	Executive Director	1	-	-
Mr. P. Selvakumar	Executive Director	5	-	-
Dr. S. Renganayakei*	Woman Independent Director	-	-	-
Mr. M. Alagiriswamy	Independent Director	2	3	4
Mrs. V. Bhuvaneshwari	Woman Independent Director	7	-	3
Mr. K.V. Ramananda Rao	Independent Director	6	1	1
Mr. K. Thangavelu	Independent Director	4	1	3
Mr. R. Sridharan	Independent Director	1	-	-
Mr. M.V. Jeganathan**	Independent Director	2	1	1

* ceased to be a Director w.e.f 11.03.2025

** Appointed as an Independent Director w.e.f 11.03.2025

*** Excluding Directorship in Companies under Section 8 of the Act, alternate Directorship and Companies incorporated outside India.

**** Chairmanship / Membership of Board Committees include Audit Committee and Stakeholders Relationship Committee but exclude Committees of Subsidiary Company, Private Limited Companies, Foreign Companies and Companies under Section 8 of the Act.

Name of the Director	Names of Listed Entity in which directorships held	Category of Director
1. Mrs.V.Bhuvaneshwari	Kovai Medical Center and Hospital Limited	Independent Director
	Shiva Texyarn Limited	Independent Director
2. Mr.M.Alagiriswamy	Kovai Medical Center and Hospital Limited	Independent Director
3. Mr.K.V.Ramananda Rao	Sagarsoft (India) Limited	Independent Director
4. Mr.M.V.Jeganathan	Lakshmi Engineering and Warehousing Limited	Independent Director

Their Directorships are within the limit prescribed. The Independent Directors have the option and freedom to interact with the Company Management periodically and they are provided with the information required to perform their functions effectively.

Based on the declarations received from the Independent Directors, the Board of Directors have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1) (b) of the SEBI Listing Regulations and that they are independent of the management.

The Terms and Conditions of appointment of Independent Directors are as per the applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The roles and offices of Chairman and CEO are separated to promote balance of power.

CHART / MATRIX SETTING OUT THE SKILLS / EXPERTISE / COMPETENCE OF THE BOARD OF DIRECTORS (as per Schedule V(C) (2) (h) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

The Board of Directors of the Company is composed of a wide range of Dignitaries, Technical experts and Individuals with proven experience in Textile Industry and / or various fields such as Corporate Law, Banking, Capital Market, Chartered Accountancy and Company Secretary. The Board constantly endeavors to achieve the highest standards of Corporate Governance.

The Nomination and Remuneration Committee of the Company normally consider the following key qualifications, skills and attributes which are taken into consideration while nominating candidates to serve on the Board of the Company for its effective functioning.

SKILLS/ EXPERTISE/ COMPETENCE OF THE BOARD OF DIRECTORS

Leadership - The capacity to set and achieve challenging goals, take fast and decisive action when needed, outperform the competition and inspire others to perform at their highest possible level.

Governance - The collection of mechanisms, processes and relations by which Corporate is governed. Corporate governance is the combination of rules, processes and laws by which businesses are operated, regulated or controlled.

Technology - The combination of techniques, skills, methods and processes used in the production of goods or services or in the accomplishment of objectives.

Corporate finance - Managing sources and deployment of funds to enable the best returns both for the long and short term so as to increase the value of the Corporate to the stakeholders.

International business - Encompasses all commercial activities that take place to promote the transfer of goods, services, resources, people, ideas and technologies across national boundaries.

Sales and marketing - Generating revenue from the operations of the Corporate. The role of marketing is to create market awareness, preference and demand for the products of the Corporate. Sales is responsible for converting that demand into actual sales.

The proficiency of individual Members in the specific areas are indicated here below (✓). However, the absence of indication in any area should not be construed that the individual does not possess the related skill or qualification.

CORPORATE GOVERNANCE

Board Members Qualification & Experience

Name of the Director	Leadership	Governance	Technology	Financial	Industry Global Business	Industry Sales and Marketing
Mr. K.P.Ramasamy Chairman	✓	✓	✓	✓	✓	✓
Mr. KPD Sigamani Managing Director	✓	✓	✓	✓	✓	✓
Mr. P.Nataraj Managing Director	✓	✓	✓	✓	✓	✓
Mr. C.R.Anandakrishnan Executive Director	✓	✓	✓	✓	✓	✓
Mr. E.K.Sakthivel Executive Director	✓	✓	✓	✓	✓	✓
Mr. P.Selvakumar Whole time Director	✓	✓	-	✓	✓	-
Dr. S. Renganayakei* Woman Independent Director	✓	✓	-	✓	✓	-
Mr. M. Alagiriswamy Independent Director	✓	✓	-	✓	✓	-
Mrs. V. Bhuvaneshwari Woman Independent Director	✓	✓	-	✓	✓	-
Mr. K.V. Ramananda Rao Independent Director	✓	✓	-	✓	✓	-
Mr. K. Thangavelu Independent Director	-	✓	-	✓	✓	-
Mr. R. Sridharan Independent Director	✓	✓	-	✓	✓	-
Mr. M.V. Jeganathan** Independent Director	-	✓	-	✓	✓	-

* Ceased to be a Woman Independent Director w.e.f 11.03.2025.

** Appointed as Independent Director w.e.f 11.03.2025.

BOARD PROCEDURE

Four Board Meetings were held during the year under review. The dates and notices were fixed / issued well in advance in compliance with the Secretarial Standards. Meetings were held on 02.05.2024, 31.07.2024, 05.11.2024 and 03.02.2025 at 10.30 A.M / 11.00 A.M at Corporate Office situated at First Floor, Srivari Shrimat, 1045, Avinashi Road, Coimbatore – 641018.

All the meetings were held through physical mode.

The Agenda and Notes on agenda containing all material information such as Purchase and stock of raw materials; Production, Sale, Export, Realization and stock details of yarn fabric and Garments; Data on Fabric processing; Capacity utilization in each segment; Wind power generated, power consumed, availment of working capital facilities and term loan; FOREX risk exposures, annual budget, capital expenditure, sale of assets, proposal for Investments & Projects and status of its implementation, financials of Subsidiary Companies; Cash flow Statement; Comparison of performance with the budget; applicable Regulatory changes etc., are circulated to the Directors in advance for facilitating meaningful and focused discussions at the Meetings. In addition, a graphical presentation on the Financial performance of the Company are also made. The attendance record of each Director at the Board Meetings and at the last Annual General Meeting is given below:

S.No.	Name of the Director	Number of Board Meeting		Last AGM Attended Yes / No
		Held	Attended	
1	Mr. K. P. Ramasamy	4	4	Yes
2	Mr. KPD Sigamani	4	4	Yes
3	Mr. P. Nataraj	4	4	Yes
4	Mr. C. R. Anandakrishnan	4	4	Yes
5	Mr. E. K. Sakthivel	4	4	Yes
6	Mr. P. Selvakumar	4	4	Yes
7	Dr. S. Renganayakei	4	4	Yes
8	Mr. M. Alagiriswamy	4	4	Yes
9	Mrs. V. Bhuvaneshwari	4	4	Yes
10	Mr. K.V. Ramananda Rao	4	4	Yes
11	Mr. K. Thangavelu	4	4	Yes
12	Mr. R. Sridharan	4	3	Yes

AUDIT COMMITTEE

The Audit Committee consists of 3 Directors out of which 2 are Independent Directors. All the Members of the Audit Committee are Chartered Accountant / financially literate. The terms of reference to the Audit Committee are as per the provisions of Section 177(4) of the Act & Regulation 18 of the Listing Regulation and in pursuance of Audit Committee Charter.

Mr. P. Nataraj	- Non - Independent & Executive Director
Mr. M. Alagiriswamy	- Independent & Non - Executive Director (Chairman)
Mr. K. Thangavelu	- Independent & Non - Executive Director

During the year under review, the Audit Committee met Four times and the attendance of each Member through physical mode is furnished as below:

Name of the Member	Attendance at the Meetings held on			
	02.05.2024	31.07.2024	05.11.2024	03.02.2025
Mr. M. Alagiriswamy - Independent & Non - Executive Director (Chairman)	✓	✓	✓	✓
Mr. K. Thangavelu - Independent & Non - Executive Director	✓	✓	✓	✓
Mr. P. Nataraj - Non - Independent & Executive Director	✓	✓	✓	✓

✓Attended

The Audit Committee Meetings were held on 02.05.2024, 31.07.2024, 05.11.2024 and 03.02.2025 at 9.00 A.M. / 9.30 A.M. at Corporate Office situated at First Floor, Srivari Shrimat, 1045, Avinashi Road, Coimbatore – 641018.

All the meetings were held through physical mode.

Statutory Auditors, the permanent invitees to the Committee Meetings attended all the aforesaid meetings.

Mr. P. Kandaswamy, Company Secretary functions as the Secretary of the Committee.

The Committee recommends the appointment & remuneration of Internal Auditors, Statutory Auditors, Cost Auditors and Secretarial Auditor. A qualified Professional and his team having good exposure conducts Internal Audit. The Chairman of the Audit Committee was present at the last Annual General Meeting held on 22.07.2024.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee consists of 3 Independent Directors as its Members.

Dr. S. Renganayakei*	-	Woman Independent & Non – Executive Director
Mr. M. Alagiriswamy	-	Independent & Non – Executive Director (Chairman)
Mr. K. Thangavelu	-	Independent & Non – Executive Director
Mr. M.V. Jeganathan**	-	Independent & Non – Executive Director

* Ceased to be a member of the Committee w.e.f 11.03.2025
** Appointed as a member of the Committee w.e.f 11.03.2025

The terms of reference specified by the Board of Directors to the Committee are as per the provisions of Section 178 of the Act & Regulation 19 of the Listing Regulations and Nomination & Remuneration Policy which are broadly indicated hereunder.

The functions of Committee is to formulate criteria to determine qualifications, positive attributes and Independence of Directors, Key Managerial Personnel (KMP), Senior Management etc., recommend to the Board a Policy relating to their appointment and remuneration, so as to ensure that the Company's policies in respect of the Directors, KMP are competitive to recruit and retain the best talent in the Company; to recommend revision in their remuneration; to ensure appropriate disclosure of remuneration paid to the said persons etc. The details of remuneration paid to Directors are furnished below. The Whole Time Directors are appointed for a term of Five years by the Shareholders of the Company. There is no 'Stock Option Scheme' in the Company.

During the year under review, the Nomination and Remuneration Committee met Three times and the attendance of each member is furnished as below:

Name of the Member	Attendance at the Meetings held on		
	24.04.2024	01.02.2025	10.03.2025
Dr. S. Renganayakei – Woman Independent & Non - Executive Director	✓	✓	✓
Mr. M. Alagiriswamy - Independent & Non – Executive Director	✓	✓	✓
Mr. K. Thangavelu - Independent & Non – Executive Director	✓	✓	✓

✓Attended

CORPORATE GOVERNANCE

The Nomination and Remuneration Committee Meetings were held on 24.04.2024, 01.02.2025 and 10.03.2025 at 09.00 A.M / 10.00 A.M at Corporate Office situated at First Floor, Srivari Shrimat, 1045, Avinashi Road, Coimbatore – 641018. The meeting was held through physical mode.

Details of Remuneration and Sitting Fee paid to the Directors are given below:

Name of the Director	Remuneration during the year 2024 - 25 (₹ in Lakhs)	Commission (₹ in Lakhs)	Sitting Fees for attending meeting of the Board and/or Committee thereof (₹ in Lakhs)
Mr. K.P. Ramasamy	72.00	1600.00	--
Mr. KPD Sigamani	72.00	1600.00	--
Mr. P. Nataraj	72.00	1600.00	--
Mr. C.R. Anandakrishnan	24.00	--	--
Mr. E.K. Sakthivel	18.00	--	--
Mr. P. Selvakumar	22.92	--	--
Dr. S. Renganayakei	--	--	2.00
Mr. M. Alagiriswamy	--	--	5.00
Mrs. V. Bhuvaneshwari	--	--	2.00
Mr. K.V. Ramananda Rao	--	--	2.00
Mr. K. Thangavelu	--	--	5.00
Mr. R. Sridharan	–	–	1.50

The Non-Executive Independent Directors are entitled to sitting fees only as per the statutory provisions and the limits approved by the Board of Directors.

The Nomination and Remuneration Policy has been framed and displayed in the Company's Website.

The performance evaluation criteria for Independent Directors have already been included in the Nomination and Remuneration policy. The Website link to the policy is provided here:

https://bkend.kprmilllimited.com/media/documents/5.KPR-NR-Policy.pdf

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company has a Stakeholder Relationship Committee to consider and resolve the grievances of Security holders of the Company. The Committee consists of 3 Directors of whom 2 are Independent.

Mr. P. Nataraj	-	Non - Independent & Executive Director
Mr. K. Thangavelu	-	Independent & Non - Executive Director (Chairman)
Mr. M. Alagiriswamy	-	Independent & Non - Executive Director

Two Meetings were held during the Financial Year and the attendance of each Member is furnished as below:

Name of the Member	Attendance at the Meetings held on	
	02.05.2024	05.11.2024
Mr. K. Thangavelu – Independent & Non - Executive Director (Chairman)	✓	✓
Mr. M. Alagiriswamy – Independent & Non - Executive Director	✓	✓
Mr. P. Nataraj – Non - Independent & Executive Director	✓	✓

✓Attended

The Stakeholders Relationship Committee Meetings were held on 02.05.2024 at 10.00 A.M. and 05.11.2024 at 10.30 A.M. at Corporate Office situated at First Floor, Srivari Shrimat, 1045, Avinashi Road, Coimbatore – 641018.

All the meetings were held through physical mode.

Mr. P. Kandaswamy, Company Secretary is the Secretary to the Committee and the Compliance Officer of the Company.

Nature of Complaint / Queries received during the Financial Year 2024 – 25	No. of. Complaints
For Non-receipt of Dividend, Annual Report, Shares lodged for Transfer, Issue of Duplicate Share Certificates	0
Complaints from BSE/NSE/SEBI/Legal	0
Queries/Complaints redressed	0
Pending queries/Complaints as on 31.03.2025	0

Pursuant to SEBI's Directions, Company has created a centralized web based complaints redressal system 'SCORES' and there was no complaint received during the year in that system.

As per SEBI circular, the Company has registered in the Online Dispute Resolution (ODR) portal. If the Investor is not satisfied with the outcome of the compliant raised in 'SCORES' portal they can initiate dispute resolution through the ODR portal and there was no complaint received during the year in that portal.

As per Regulation 46 of the Listing Regulation, the Company has designated the following exclusive E-mail ID for the convenience of Investors: **investors@kprmill.com**

In addition they can also forward their grievance, if any, to the E-mail ID of Company Secretary: **kandaswamy@kprmill.com**.

As required by the Listing Regulations, Company's website **www.kprmilllimited.com** is updated with the Quarterly information conveyed to the Stock Exchanges.

All information required to be disseminated in the Company's website as per Regulation 46 (2) of the Listing Regulations are disseminated. The Company's website contains a separate dedicated section 'Investor' wherein shareholders' information are available.

The Company's Annual Report is also available in a user-friendly and downloadable form.

With a view to regulate trading in securities by the Directors and Designated Employees, the Company has adopted a Code of Conduct for Prohibition of Insider Trading.

CORPORATE GOVERNANCE

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee consists of Four Directors of which one is Independent Director.

1.	Mr. K.P. Ramasamy	–	Non - Independent & Executive Director (Chairman)
2.	Mr. KPD Sigamani	–	Non - Independent & Executive Director
3.	Mr. P. Nataraj	–	Non - Independent & Executive Director
4.	Dr. S. Renganayakei*	–	Woman Independent & Non - Executive Director
5.	Mr. M.V. Jeganathan**	–	Independent & Non - Executive Director

* Ceased to be a member of the Committee w.e.f 11.03.2025.

** Appointed as a member of the Committee w.e.f 11.03.2025

The main objective of the Corporate Social Responsibility Committee is to assist the Board of Directors and the Company in fulfilling its Corporate Social Responsibility ("CSR") activities. Besides and in line with the terms of reference made by the Board of Directors while constituting the Committee, the Committee has the overall responsibility for identifying the areas of CSR activities; recommending the amount of expenditure to be incurred on the identified CSR activities; devising and implementing the CSR policy; coordinating with the agency, if any, appointed to implement programs and executing initiatives as per CSR policy of the Company. The Committee is also responsible for reporting the progress of various initiatives and in making appropriate disclosures on a periodical basis. The CSR Policy has also been framed and its details are uploaded in the Company's website www.kprmilllimited.com.

The Corporate Social Responsibility Committee met once during the Financial Year and the attendance of each Member is furnished as below:

Name of the Member	Attendance at the meeting held on 24.04.2024
Mr. K.P.Ramasamy – Non - Independent & Executive Director (Chairman)	✓
Mr. KPD Sigamani – Non - Independent & Executive Director	✓
Mr. P. Nataraj – Non - Independent & Executive Director	✓
Dr. S. Renganayakei – Woman Independent & Non - Executive Director	✓

✓Attended

The Corporate Social Responsibility Committee Meeting was held on 24.04.2024 at 10.00 A.M at Corporate Office situated at First Floor, Srivari Shrimat, 1045, Avinashi Road, Coimbatore – 641018.

The meeting was held through physical mode.

RISK MANAGEMENT

Pursuant to Section 134 (3) (n) of the Companies Act, 2013 & Regulation 21 of the Listing Regulations, the Company has framed a Risk Management Policy. In the opinion of the Board there appears to be no element of risk which may threaten the existence of the Company.

The Risk Management Policy is disseminated in the website of the Company.

The Risk Management Committee consists of the following Members:

1.	Mr. P. Nataraj	–	Non - Independent & Executive Director (Chairman)
2.	Mr. PL. Murugappan	–	Chief Financial Officer
3.	Mr. M. Alagiriswamy	–	Independent & Non - Executive Director

The Risk Management Committee met twice during the Financial Year, reviewed the risks relating to the Industry and Company. The attendance of each Member is furnished as below:

Name of the Member	Attendance at the meeting held on	
	19.06.2024	09.01.2025
Mr. P. Nataraj – Non Independent & Executive Director (Chairman)	✓	✓
Mr. M. Alagiriswamy – Independent & Non - Executive Director	✓	✓
Mr. PL. Murugappan – Chief Financial Officer	✓	✓

✓Attended

The Risk Management Committee Meetings were held on 19.06.2024 at 05.00 P.M. and 09.01.2025 at 10.00 A.M. at Corporate Office situated at First Floor, Srivari Shrimat, 1045, Avinashi Road, Coimbatore – 641018.

All the meetings were held through physical mode.

PARTICULARS OF SENIOR MANAGEMENT INCLUDING THE CHANGES THEREIN SINCE THE CLOSE OF THE PREVIOUS FINANCIAL YEAR.

Sl.No.	Name of Senior Management Personnel (SMP)	Designation	Change if any, since the previous financial year
1.	Mr. PL Murugappan	Chief Financial Officer	Nil
2.	Mr. P. Kandaswamy	Company Secretary & Compliance Officer	Nil

FAMILIARISATION PROGRAMME

Familiarisation Programme on the Company and its operations was conducted apprising the Independent Directors of the following:

1. Roles, Rights and Responsibilities of Independent Directors in the Company
2. Manufacturing Facilities / Units of the Company
3. Products Manufactured
4. Production Capacity of each segment and expansion under progress that are approved by Board from time to time
5. Key Strengths
6. Evolution
7. Unique Employment Model
8. Power Self-sufficiency through captive green power – Windmills, Cogen and Solar
9. CSR Activities
10. Expansion plans in Garment, Sugar, Ethanol and Co-gen Power.
11. Status on Modernisation program in spinning segment
12. Update on retail business.
13. Historical performance & Future Plans.

Besides Reports on the following activities apprising the system and procedures followed by the Company in ensuring compliance / observance of those activities were also provided:

1. Compliance with applicable Legislations and Regulations
2. Risk Management
3. Ensuring significant development in Human Resources / Industrial Relations
4. Annual Budgets and Funding Plans consistent with agreed corporate strategies
5. Internal Finance Control
6. Integrity of financial information
7. Evaluation of Non-Independent Directors, the Chairperson and the Board as a whole
8. Related Party Transactions

The following is the Web link for the details of Familiarisation Programme imparted to the Independent Directors:
https://bkend.kprmilllimited.com/media/documents/FAMILIARISATION-PROGRAMME-2025.pdf

CEO AND CFO CERTIFICATION

The CEO and CFO have furnished a certificate relating to financial statements and internal controls and systems to the Board of Directors as required and forms part of this Annual Report.

CORPORATE GOVERNANCE

GENERAL BODY MEETING

Details of Location, Date of the General Meetings held during the last three years:

Annual General Meeting	Date	Venue	Time of the Meeting	Special resolution passed
19th	23.08.2022	Video Conferencing (VC) / Other Audio Visual Means (OAVM)	02.30 P.M	Alteration of Clause 72 (ii) of the Articles of Association of the Company.
20th	28.07.2023	Video Conferencing (VC) / Other Audio Visual Means (OAVM)	02.30 P.M	Appointment of Mrs.V.Bhuvaneshwari, Woman Independent Director of the Company.
21st	22.07.2024	Video Conferencing (VC) / Other Audio Visual Means (OAVM)	02.30 P.M	NIL

POSTAL BALLOT AND E-VOTING:

In pursuance of the Listing agreement, E-Voting at the 21st Annual General Meeting (AGM) and remote e-voting were extended to all the Shareholders of the Company to facilitate voting on the Subjects/Resolutions contained in the 21st AGM Notice. To conduct the voting procedure in a fair and transparent manner, a Scrutinizer was appointed for the above purposes. Accordingly, the Scrutinizer conducted the voting process and submitted his reports on the voting polled, to the Chairman of the Company.

As per the said Report, the results of the voting on the Subjects / Resolutions, contained in the Agenda of the meeting were announced. Besides, Reports were forwarded to the Stock Exchanges and they were also uploaded along with the scrutinizers report, in Company's website. Entire Resolutions contained in the said agenda were passed.

During the year under review no Extra - Ordinary General Meeting was held.

During the Financial year, Special Resolutions for Appointment of New Independent Directors and Removal of Cap on commission payable to Chairman and Managing Directors of the Company was passed by the Shareholders of the Company through Postal Ballot on 02.05.2024 in compliance with the procedure laid down under the applicable provisions of the Companies Act, 2013 read with rules made thereunder, SEBI (LODR) Regulations, 2015 and Articles of Association of the Company.

Voting Results on 02.05.2024:

Sl.No	Particulars	% of Votes	
		Votes in favour of the Resolution	Votes against the Resolution
1.	Resolution No. 1 - Appointment of Mr. M. Alagiriswamy (DIN: 02112350) as an Independent Director	100	0.00
2.	Resolution No. 2 – Appointment of Mr. R. Sridharan (DIN: 00018356) as an Independent Director	100	0.00
3.	Resolution No. 3 – Appointment of Mr. K. Thangavelu (DIN: 08993868) as an Independent Director	100	0.00
4.	Resolution No. 4 – Appointment of Mr. K.V. Ramananda Rao (DIN: 09170522) as an Independent Director	100	0.00
5.	Resolution No. 5 – Removal of cap on commission payable to Mr. K.P.Ramasamy, Executive Chairman of the Company	90.73	9.27
6.	Resolution No. 6 – Removal of cap on commission payable to Mr. KPD Sigamani, Managing Director of the Company	90.73	9.27
7.	Resolution No. 7 – Removal of cap on commission payable to Mr. P. Nataraj, Managing Director of the Company	90.73	9.27

The Company had appointed Mr. A. Vetrivel (FCA. 25028) Chartered Accountant, to act as the Scrutinizer, for conducting the Postal Ballot process for the resolutions mentioned above, in a fair and transparent manner.

DISCLOSURE

I. None of the transactions with related parties during the year 2024-25 were in conflict with the interest of the Company and all the transactions were only with the Wholly Owned Subsidiary Companies in the Ordinary Course of business and at arm's length price basis, for which omnibus approval from the Audit Committee has been obtained.

II. Mr. K.P. Ramasamy, Chairman, Mr. KPD Sigamani, Managing Director and Mr.P.Nataraj, Managing Director are related to each other. Mr.C.R.Anandakrishnan, Executive Director is related to Mr.K.P.Ramasamy, Chairman and Mr.E.K.Sakthivel, Executive Director is related to Mr.KPD Sigamani, Managing Director.

III. The Independent Director(s) of the Holding Company was/were nominated in the Subsidiary Companies viz: M/s. K.P.R. Sugar Mill Limited and M/s. KPR Sugar and Apparels Limited, Material Subsidiaries.

IV. Directors Responsibility Statement and Management Discussion and Analysis Report have been furnished elsewhere in the Annual Report.

V. The Company is not undertaking any commodity hedging activities, hence there is no risk of commodity hedging to the Company.

VI. The Company has not raised any funds through preferential allotment or qualified institutional placement as specified under Regulation 32(7A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

VII. During the year under review, the recommendations made by different Committees of the Board of Directors have been accepted and there were no instances where the Board of Directors have not accepted any such recommendation.

VIII. All the requirements of Corporate Governance Report of sub paragraphs (2) to (10) Para C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been duly complied with.

IX. There are no agreements that require disclosure under clause 5A of paragraph A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

X. The Company has a system to inform the Members of the Board about the risk Assessment and its minimization procedure.

XI. The corporate governance requirements as specified in SEBI (Listing Obligation and Disclosure Requirements) Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 have been duly complied with by the Company.

XII. All the mandatory requirements have been duly complied with.

XIII. None of the discretionary requirements as specified in Part E of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been adopted.

MEANS OF COMMUNICATION

The Annual Report containing the financial statements is posted / e-mailed to the shareholders of the Company in compliance with the provisions of the Act. **Towards Green Initiative, the Shareholders are requested to convey / update their e-mail address as well as register the same with their respective Depository Participant.**

Official-news releases and official media releases are sent to Stock Exchanges.

i. Quarterly Results are usually published in "Business Line" (English) and "Maalaimalar" (Tamil) **(including QR Code)**.

ii. The Financial Results are also accessible on the Company's Website - **https://www.kprmilllimited.com/informations**

iii. Presentations made to institutional investors and financial analysts on the Company's unaudited quarterly as well as audited annual financial results are uploaded on the Company's website.

SHAREHOLDERS INFORMATION

Annual General Meeting for the financial year 2024-25:

Day and Date : **Wednesday, 30.07.2025**

Time : **02.30 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM)**

DATE OF BOOK CLOSURE

The Register of Members and Share Transfer Books of the Company will remain closed from 24.07.2025 to 30.07.2025 (Both days inclusive) for the purpose of Final Dividend and Annual General Meeting of the Company.

DATE OF PAYMENT OF DIVIDEND

The payment of Interim Dividend declared by the Board of Directors at their meeting held on 03.02.2025 was made on 18.02.2025.

Dividends if declared at the Annual General Meeting will be paid to the Shareholders within stipulated time as per the Act.

SHARE DETAILS

The Equity Shares of the Company are listed at the following Stock Exchanges:

BSE Limited **Scrip Code: 532889**

Phiiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.

National Stock Exchange of India Limited **Symbol: KPRMILL**

Exchange Plaza, Plot: C/1, G Block,

Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051.

The Annual Listing Fee payable to the Stock Exchanges for the Financial Year 2024-25 have been paid in full.

DEMATERIALISATION OF SHARES

Members have the option to hold their shares in demat form either through the National Securities Depository Limited or the Central Depository Services (India) Limited. The ISIN Number of the Company is **INE930H01031.**

The Annual Custodian Fee for the Financial Year 2024-25 to NSDL and CDSL have been paid in full.

As on 31.03.2025, shares representing 99.99% of the total paid up capital of the Company are held in dematerialized form with NSDL and CDSL.

REGISTRAR AND SHARE TRANSFER AGENTS

NSDL Database Management Limited
4th Floor, Tower 3, One International Center,
Senapati Bapat Marg, Prabhadevi, Mumbai-400013
Phone: 022-49142700 / 2578 / 2589 | Fax: 022 - 49142503
Email: investor.ndmlrta@ndml.in | Website: https://ndml.in/rta.php

SHARE TRANSFER SYSTEM

After confirmation of the sale transaction from the Broker, Shareholder should approach the Depository Participant (DP) with a request, in the form of delivery instruction slip, to transfer the shares to the account of the broker. The depository participant will execute the instruction and transfer the share to the account of the Broker.

Similarly, in the case of a purchase, the Broker will arrange to credit the shares in the Demat account of Share Holder within 24 hours after the payout has been declared by the Exchange. There is no need for a separate communication with the Company or its Share Transfer Agents.

Please register your mobile number and email id with the DP, to get instant information through SMS from the Depository, whenever shares are debited from your DP account. Please ensure from your DP that your order is intact. Please collect a copy of transaction/holding from your DP periodically. Also use the nomination facility available with the Depository and register the nominee.

In terms of amended Regulation 40 of the SEBI Listing Regulations w.e.f. 01st April 2019, transfer of securities in physical form shall not be processed unless the securities are held in the demat mode with a Depository Participant. Further, w.e.f. 24th January 2022, SEBI has made it mandatory for listed companies to issue securities in demat mode only while processing any investor service requests viz. issue of duplicate share certificates, exchange/sub-division/splitting/consolidation of securities, transmission/transposition of securities. Vide its Circular dated 25th January 2022, SEBI has clarified that listed entities/RTAs shall now issue a Letter of Confirmation in lieu of the share certificate while processing any of the aforesaid investor service request. So, for effecting the transfer of shares, the shareholders are requested to send application to the depository for conversion of physically held shares in dematerialized form.

DISTRIBUTION OF SHAREHOLDINGS AS ON 31ST MARCH 2025

Shareholdings	No. of Shareholders	% of Shareholders	No. of Shares	% of Equity
1-500	103307	95.37	6024702	1.7626
501- 1000	2291	2.11	1700351	0.4974
1001- 2000	1257	1.16	1840311	0.5384
2001- 3000	442	0.41	1094466	0.3202
3001- 4000	215	0.20	769798	0.2252
4001- 5000	168	0.16	777123	0.2274
5001- 10000	269	0.25	1905007	0.5573
10001 & Above	377	0.35	327702242	95.8715
Total	**108326**	**100.00**	**341814000**	**100.00**

SHAREHOLDING PATTERN AS ON 31ST MARCH 2025

Category	Number of Shares Held	% of Holding
Promoters & Promoters Group	24,16,06,116	70.68
Mutual Funds	5,07,42,019	14.85
Foreign Institutional Investors	2,13,72,747	6.25
NRIs	11,77,947	0.35
Bodies Corporate & LLP	20,28,276	0.59
Public	2,48,86,895	7.28
Total	**34,18,14,000**	**100.00**

SHAREHOLDING OF DIRECTORS AS ON 31ST MARCH 2025

S.No.	Name of the Director	No. of Shares
1	Mr. K.P. Ramasamy	6,95,30,816
2	Mr. KPD Sigamani	6,95,31,217
3	Mr. P. Nataraj	6,95,31,217
4	Mr. C.R. Anandakrishnan	6,950
5	Mr. E.K.Sakthivel	-
6	Mr. P. Selvakumar	-
7	Dr. S. Renganayakei *	-
8	Mr. M. Alagiriswamy	-
9	Mrs. V.Bhuvaneshwari	-
10	Mr. K.V. Ramananda Rao	-
11	Mr. K. Thangavelu	-
12	Mr. R. Sridharan	-
13	Mr. M.V. Jeganathan **	1,000

* ceased to be a Director w.e.f 11.03.2025
** Appointed as an Independent Director w.e.f 11.03.2025

PLANT LOCATIONS:

LOCATION	TELEPHONE	FACILITIES
K.P.R. Mill Limited Unit : Sathyamangalam Indiampalayam Village, Sathyamangalam - 638 454.	Tel: + 91 98423 04275	Spinning
K.P.R. Mill Limited Unit: Karumathampatti S.F. No.273, Kittampalayam, Karumathampatti, Coimbatore - 641 659.	Tel: + 91 89733 88844	Spinning, Knitting, Compact, Melange & Polyster
K.P.R. Mill Limited Unit: Neelambur S.F. No.525, Neelambur, Coimbatore - 641 062.	Tel: + 91 99655 54208	Spinning & Knitting
Quantum Knits, a unit of K.P.R. Mill Limited S.F. No.181, Kollupalayam, Arasur, Coimbatore - 641 407.	Tel: + 91 422 2635500	Spinning, Knitting & Garmenting
K.P.R. Mill Limited Tirupur Garment 252, Periyar Colony, Tirupur - 641 652.	Tel: + 91 421 2259200	Garmenting
K.P.R. Mill Limited Unit: Processing - Sipcot SIPCOT Industrial Area, Perundurai - 638 052.	Tel: + 91 4294 234800	Processing
K.P.R. Mill Limited Mill Office 270 J, Periyar Colony, Tirupur - 641 652.	Tel: + 91 421 2259500	Marketing (Yarn & Fabric)
K.P.R. Mill Limited Quantum Knits - 2 S.F. No 7, Avinashi Main Road, Thekkalur, Tirupur - 641 654.	Ph: +91 89733 33455	Garmenting
Quantum Knits - 3, a Unit of K.P.R. Mill Limited No 460, Avinashi Main Road, Thekkalur, Tirupur - 641 654.	Tel: +91 4296 277300	Garmenting
K.P.R. Mill Limited, Unit: Processing - Sipcot SIPCOT Industrial Area, Perundurai - 638 052.	Tel: + 91 4294 234800	Processing Unit II and Printing Division
Tirunelveli, Tenkasi, Theni & Coimbatore District	-	Windmills

ADDRESS FOR CORRESPONDENCE

Company Secretary,
K.P.R. Mill Limited,
1st Floor, Srivari Shrimat,
1045, Avinashi Road,
Coimbatore – 641 018
Ph: +91 422 220 7777

For your reference the Company's **CIN: L17111TZ2003PLC010518**

CORPORATE GOVERNANCE

LIST OF ALL CREDIT RATINGS OBTAINED BY THE ENTITY ALONG WITH ANY REVISIONS THERETO DURING THE RELEVANT FINANCIAL YEAR

CARE Ratings Limited has accorded and re-affirmed its Credit Rating as follows:

Facilities	Ratings	Rating Action
Long-term Bank Facilities	CARE AA+; Stable (Double A Plus; Outlook; Stable)	Reaffirmed
Short-term Bank Facilities	CARE A1+ (A one Plus)	Reaffirmed

CAPITAL INTEGRITY AUDIT

The Certificate from a Practicing Company Secretary, confirming that the total issued capital of the Company is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with the National Securities Depository Limited and Central Depository Services (India) Limited, is placed before the Board on a quarterly basis. A copy of the said Certificate is submitted to the Stock Exchanges where the securities of the Company are listed.

PREVENTION OF INSIDER TRADING

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has prescribed a Code of Conduct for prevention of insider trading through Purchase / Sale of Shares of the Company by an insider on the basis of unpublished price sensitive information. The same is followed and the designated persons are disclosing the related information periodically. As per SEBI (Prohibition of Insider Trading) Regulations, 2015 the Automation of System Driven Disclosures are also adopted. The Company is maintaining the Structured Digital Database in accordance with the SEBI Regulations.

The Company has also formulated a Code for Fair Disclosure of the Price Sensitive information in pursuance of SEBI (Prohibition of Insider Trading) Regulations, 2015 and the same is disseminated in the website of the Company.

Mr.P.Kandaswamy, Company Secretary functions as the Compliance Officer.

SUBSIDIARY

The financials of the Subsidiary Companies viz., M/s. K.P.R. Sugar Mill Limited, M/s. Jahnvi Motor Private Limited, M/s. Quantum Knits Private Limited, M/s. Galaxy Knits Limited, M/s. KPR Sugar and Apparels Limited and M/s. KPR Export PLC, Ethiopia have been duly reviewed by the Audit Committee and the Board of the Holding Company. Salient features of the Board minutes of the unlisted subsidiary companies have been placed before the Board of the Holding Company. The Holding Company's Board is also periodically informed about all significant transactions and arrangements entered into by the Subsidiary Companies.

M/s. KPR Mill Pte. Ltd, Singapore a Wholly Owned Subsidiary Company of K.P.R. Mill Limited was struck off from the register of Accounting and Corporate Regulatory Authority (ACRA) of Singapore, upon our application, vide its communication received on 11.03.2025. Consequently, the Company has ceased to be the wholly owned subsidiary of K.P.R. Mill Limited with effect from 11.03.2025.

MATERIAL SUBSIDIARY

The Company has also formulated a policy for determining the Material Subsidiary. In order to fall in line with the requirements of SEBI (LODR) Regulations, 2015, the 'Policy for determining material subsidiary' was amended by the Board of Directors at their meeting held on 03.05.2023 and the details of such policies are disseminated in the website of the Company. The Website link to the policy is as below:

https://bkend.kprmilllimited.com/media/documents/Policy-for-Material-Subsidiaries-KPRML.pdf

K.P.R. Sugar Mill Limited and KPR Sugar and Apparels Limited a Wholly Owned Subsidiary Companies are Material Subsidiary.

1. K.P.R. Sugar Mill Limited was incorporated on 03.03.2006 at Coimbatore and its Statutory Auditor, Mr.A.Vetrivel was appointed on 19.08.2022 to audit the accounts from FY 2022-23 to FY 2026-27.
2. KPR Sugar and Apparels Limited was incorporated on 01.10.2020 at Coimbatore and its Statutory Auditor, M/s. V E K A M AND ASSOCIATES was appointed on 19.07.2024 to audit the accounts from FY 2024-25 to FY 2028-29.

Its Secretarial Audit Report as per 24A of SEBI (LODR) Regulations is provided in the following web link: https://www.kprmilllimited.com/financial-result

LOANS AND ADVANCES

K.P.R. Mill Limited has extended loan to its wholly owned subsidiary company KPR Sugar and Apparels Limited and its outstanding is ₹ 26,363.62 lakhs as on 31.03.2025.

The Wholly owned Subsidiary Company K.P.R. Sugar Mill Limited has extended loan to another wholly owned Subsidiary Company KPR Sugar and Apparels Limited and its outstanding is ₹ 5,991.81 lakhs as on 31.03.2025.

The financial assistance extended by the Company by way of Investment and Loan to Subsidiary Companies were spent / utilized by them only for the purpose for which they were lent.

RELATED PARTY TRANSACTIONS (RPT)

There has been no materially significant related party transaction with the Company's Promoters, Directors, KMP and the Management, their Subsidiaries or relatives which may have potential conflict with the interests of the Company at large. The necessary disclosures regarding the transactions in pursuance of Accounting Standards are given in the notes to accounts and Directors' Report.

CORPORATE GOVERNANCE

As per SEBI (LODR), periodical report on related party transactions are filed with the Stock Exchanges and uploaded in the Company website.

The Company has also formulated a policy on dealing with the Related Party Transactions and the details of such policies are disseminated on the website of the Company.

The Website link to the policy is as below:

https://bkend.kprmilllimited.com/media/documents/RELATED-PARTY-TRANSACTION-POLICY.pdf

DETAILS OF NON – COMPLIANCE BY LISTED ENTITY

During the last three financial years there were no non - compliances by the listed entity nor any penalties or strictures imposed on the Listed Entity by the Stock Exchanges or Board or any Statutory Authority on the matters related to Capital Market.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM AND WHISTLE BLOWER POLICY

The Company has formed Vigil Mechanism and Whistle Blower Policy that provides for adequate safeguards against victimization of Directors / Employees who avail of the mechanism. The Company affirms that no personnel have been denied access to the Audit Committee. Further details of the same are provided in the Directors report.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

Certificate from a Practising Company Secretary stating that none of the directors are debarred or disqualified forms a part of this Annual Report.

REGARDING THE PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

As per the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal Act), 2013 Internal Complaints Committee has been formed. There were no complaints filed/disposed or pending during the financial year 2024-25.

TRANSFER TO IEPF ACCOUNT OF CENTRAL GOVERNMENT

The Company has transferred the following unpaid dividend amounts which remained unpaid for more than seven years that were due for transfer during the financial year 2024-25 to the Investor Education and Protection Fund of the Central Government.

Transfer of Unclaimed Dividends to IEPF Account

S.No.	Dividend	Date of Transfer	Amount of Transfer (₹)
1	Final Dividend 2016-17	11.10.2024	29,621.00

Transfer of Shares to IEPF Demat Account

No. of Shareholders	No. of. Shares	Date of Transfer
1	5	25.10.2024

FEES TO STATUTORY AUDITOR

The particulars of payment of Statutory Auditors' fees, including subsidiaries on a consolidated basis is given below:

(₹ in Lakhs)

Particulars	Amount
Services as statutory auditors (including quarterly audits)	38.00
Tax audit	-
Services for tax matters	-
Other matters	-
Re-imbursement of out-of-pocket expenses	-
Total	38.00

CODE OF CONDUCT AND ETHICS – DECLARATION

It is hereby declared that the Board of Directors of the Company have adopted a Code of Conduct for the Board members and Senior/Key Management Personnel of the Company and the same has also been posted in the website of the Company and that all the Board Members and Senior/Key Management Personnel to whom this Code of Conduct is applicable have affirmed the compliance of Code of Conduct during the year 2024 - 25.

FOR AND ON BEHALF OF THE BOARD

P.Nataraj
Chief Executive Officer &
Managing Director
DIN: 00229137

Coimbatore
09.05.2025

CERTIFICATE

IINDEPENDENT AUDITORS' CERTIFICATE ON COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS UNDER SEBI (Listing Obligations and Disclosure Requirements) REGULATIONS, 2015

To the Members of K.P.R. Mill Limited

1. This certificate is issued in accordance with the terms of our engagement letter dated April 8, 2025.
2. We have examined the compliance of conditions of Corporate Governance by K.P.R Mill Limited ("the Company"), for the year ended March 31, 2025, as stipulated in regulations 17 to 27, clauses (b) to (i) and (t) of regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("Listing Regulations") pursuant to the Listing Agreement of the Company with the National Stock Exchange of India Limited and the BSE Limited (collectively referred to as "Stock Exchanges").

Management's Responsibility

3. The compliance of conditions of Corporate Governance as stipulated under the listing regulations is the responsibility of the Company's Management including the preparation and maintenance of all the relevant records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of Corporate Governance stipulated in the Listing Regulations.

Auditors' Responsibility

4. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended March 31, 2025.
6. We conducted our examination of the above corporate governance compliance by the Company in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) and Guidance Note on Certification of Corporate Governance both issued by the Institute of the Chartered Accountants of India (the "ICAI") and the Standards on Auditing specified under Section 143(10) of the Companies Act, in so far as applicable for the purpose of this certificate. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information and Other Assurance and Related Services Engagements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.
9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Restriction on use

10. The certificate is addressed and provided to the Members of the Company solely for the purpose of enabling the Company to comply with the requirement of the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

Sampad Guha Thakurta
Partner
Membership No. 060573
ICAI UDIN: 25060573BMOKFC4629

Place : Bengaluru
Date : May 9, 2025

CERTIFICATE

CEO AND CFO CERTIFICATE

The Board of Directors
K.P.R. Mill Limited,
Regd Office: No.9, Gokul Buildings, 1st Floor,
A.K.S. Nagar, Thadagam Road,
Coimbatore - 641 001

In relation to the Audited Financial Statements of the Company as at 31.03.2025 we hereby certify that:

a) We have reviewed financial statements (standalone and consolidated) for the year ended and that to the best of our knowledge and belief:

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

(ii) These statements together present a true and fair view of the Company's state of affairs and are in compliance with existing Indian Accounting Standards, applicable laws and regulations.

b) To the best of our knowledge and belief, no transactions entered into by the Company during the period are fraudulent, illegal or violative of the Company's Code of Conduct.

c) We accept that it is our responsibility to establish and maintain internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting and we have disclosed to the Auditor and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or proposes to take to rectify these deficiencies.

(i) There were no deficiencies in the design or operation of internal controls, that could adversely affect the Company's ability to record, process, summarize and report financial data and there have been no material weakness in internal controls over financial reporting including any corrective actions with regard to deficiencies.

(ii) There were no significant changes in internal control during the period covered by this report.

(iii) Significant changes in accounting policies, if any, during the period have been disclosed in the notes to the financial statements;

(iv) There were no instances of fraud of which we have become aware and the involvement therein, if any, of the Management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Coimbatore
Date: 09.05.2025

PL. Murugappan
Chief Financial Officer

P. Nataraj
Chief Executive Officer &
Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS

ECONOMY

GLOBAL

Surging US tariffs is expected to impact the global economy and push up inflation. It may slow global growth, but may not cause a worldwide recession. However, the global economy appears to be settling at a low growth rate that will be insufficient to foster sustained economic development. Policy action at the global and national levels is needed to stimulate a more favorable external environment, enhance macroeconomic stability, reduce structural constraints, address the effects of climate change and thus accelerate long-term growth and development.

Global growth is expected to slow to 2.3%. This marks a sharp deceleration compared to the average annual growth rates of the pre-pandemic period, which were already sluggish. (Source: UN Trade and Development-UNCTAD).

INDIA

India is expected to remain the fastest-growing major economy with a 6.5 per cent growth rate in 2025, (UNCTAD) report. India has been listed among the countries that are propelling growth with higher government expenditure and monetary policy stimulus. Though supported by strong domestic demand, narrowing trade deficit and controlled Inflation, the trade challenges persist due to weak global demand. While foreign investor outflows pose risks, increased domestic investment provides resilience. The RBI's proactive policies have played a crucial role in stabilizing liquidity and inflation expectations. Overall, India's economy is well-positioned for growth, but uncertainties in global markets, financial volatility and trade disruptions remain key risks. Sustained policy support and domestic resilience will be essential in maintaining economic momentum.

TEXTILE INDUSTRY

GLOBAL

The global textile market size presently at USD 2.04 trillion is forecasted to reach around USD 4.91 trillion by 2037. The rapidly growing consumer preference towards sustainable products is forcing major textile companies to focus on restructuring their business and investing in manufacturing practices that target sustainable products.(Source: Research Nester).

The textile and apparel industry is a highly globalized, multi-trillion-dollar sector. Today, production networks are dominated by low-cost Asian countries with very large labour-pools, which has made it increasingly difficult for other producers around the world to compete. To increase the competence, the Governments' Key policies should focus on developing human capital through industry-specific training initiatives; intensifying investment attraction efforts; and aggressively investing in both hard and soft infrastructures to reduce barriers to trade and enhance lead time responsiveness. The punitive tariffs introduced by the US with the highest rates reserved for countries heavily reliant on garment exports to the U.S., represent a direct and unprovoked threat to entire industries. While the pause on US reciprocal tariffs led to strong initial rebounds in financial markets, market conditions remain fluid. Leading to the lowering of global real GDP growth forecast from 2.5 per cent to 2.2 per cent. (Source: WTO).

INDIA

India's exports of textiles & apparel have attained a growth of 6.32 percent during the current financial year ended on 31st March, 2025, as compared to the previous year with the apparel segment being the main growth driver. The robust performance in apparel exports and steady growth in textiles amid global headwinds highlight the resilience, adaptability and global competitiveness of the Indian Textile and Apparel Industry. The growing momentum in forging new trade alliances and supportive policy decisions by the government have helped build confidence among exporters. (Source: CITI).

The industry remains optimistic about maintaining this growth trajectory, especially in light of evolving global trade dynamics. The ongoing trade tensions appears to present a strategic opportunity for India, particularly in textile and apparel trade. The increased tariff announced by US presents an opportunity for India compared to its competitors in terms of better market access.

Given the uncertainty surrounding tariff structures, Indian exporters also need to explore alternative global markets to sustain and enhance trade volumes. Strategic engagement with the US remains critical, but a parallel focus on expanding into new destinations and enhancing the country's trade facilitation measures will ensure resilience. Factors like high domestic demand, PLI schemes and ease of doing business will continue to drive the economy on the progressive path, making India a global manufacturing hub.

COTTON

The Indian textiles industry is one of the largest in the world with a large raw material base of natural fiber including cotton, silk etc. All India cotton sowing area for the crop year 2024-2025 is 8.70% lower than last year and consequently its production has also come down, compared to previous year. Global cotton production is expected to rise by 7% over the previous year. However, India is predominantly self-sufficient in Cotton production. Market trends indicate stable demand and supply conditions, with minor fluctuations suggesting a cautious trading approach. (Source: Cotton Association of India & USDA).

KPR always use Shankar 6, the best available Cotton in India for knitted segment. It is procured through judicious system whereby a competent Personnel of the Company is placed at the cotton growing area exclusively for the purpose. This system ensures procurement of cotton of the required quantity and standard at competitive prices and at right time.

MANAGEMENT DISCUSSION AND ANALYSIS

INDIAN COTTON BALANCE SHEET FOR THE SEASON 2024-25

As on 31.03.2025	(In Lakh Bales)
Opening Stock	47.10
Production	294.25
Imports	25.00
TOTAL SUPPLY	**366.25**
Consumption	318.00
Exports	18.00
TOTAL DEMAND	**336.00**
Closing Stock	30.35

(Source: Committee on Cotton Production & Consumption)

YARN

Cotton yarn, made from cotton fibres, is widely used in textiles for its softness, breathability, comfort and versatility in creating various clothing options. The cotton yarn market size is expected to grow at CAGR of 6.9%. The growth can be attributed to textile industry growth, natural fibre preference, global cotton production, cotton yarn innovation, technological innovations in spinning processes, affordability and accessibility, regulatory emphasis on sustainable practices, demand in emerging markets and global trade dynamics. The spinning sector that was reeling under difficult market condition in the previous year started picking up and the margin has started improving. (Source: Research and Markets).

GARMENTS

Knitted fabric offers unique properties and benefits such as flexibility, elasticity, breathability and efficient production. These qualities facilitate moisture absorption and conformability, providing superior comfort and fit. Predominantly, it is used in apparel manufacturing due to its adaptability and comfort. The market is primarily driven by the rising popularity of casual and sportswear, which extensively use knitted fabrics that is ideal for this sector. The market is also influenced by the growing focus on sustainability.

The Indian Apparel Industry is on a strong growth path, driven by innovations, government support and increasing global demand. Companies that embrace eco-friendly practices will lead the way in the global market. It will remain at the forefront of textile manufacturing, exporting high-quality products to the world and catering to an ever-growing domestic market. The next few years will be transformative for the industry, making India a central hub for textile innovation and sustainable production. However, the Industry must continue to innovate, improve infrastructure and address environmental concerns to fully realise its potential.

INTERNAL CONTROL

Internal control may be described as a process designed to provide reasonable assurance that the Company is meeting the objectives such as efficient and effective operations, reliable reporting, adequate compliance with applicable laws, regulations and internal policies.

Our Internal Control System is fully equipped with necessary checks and balances ensuring that the transactions are adequately authorized and reported correctly. The Internal Audit Team consisting of competent and experienced professionals conducts regular Audits of various departments and Units to ensure that necessary controls are in place and followed to ensure proper regulatory compliances. The Audit Committee while reviewing the system and the Internal Audit Report, call for comments of Auditors on internal control systems and discuss any related issues with the Auditors and the Management of the company before submission to the Board. The Independent Directors also satisfy themselves on the integrity of financial information and ensure that financial controls including Signature controls, Budget Controls, Data control and systems of risk management are in place. The systems and procedures are documented by way of Manual.

EMPLOYEE WELFARE

KPR's sustained strategic talent management has led to various unique HR practices that support employee growth pre-dominantly and the organization as well. It encompasses a wide range of factors, including physical, mental, emotional and social health, all of which are interconnected and contribute to overall sense of well-being. Employees who feel supported in their well-being are not only happier but also more likely to be engaged, motivated and productive in their roles. As most of the workforce consists of women, KPR's HR policy is entwined with the social cause 'women empowerment' also in a big way. Some of the significant HR practices are continued higher education that they were deprived of due to their economic compulsion, outstanding facilities making them 'feel at home', career development process etc.

PERFORMANCE

After sailing through tough time, the yarn market recovered during the year with settled cotton price, demand and margin for yarn. The new vortex yarn spinning mill and the modernization implemented in the spinning segment have increased the yarn production and the ramping up of brown field expansion in garment capacity at Chengapally unit has also increased the garment production. These factors along with additional solar power resources enabled improved performance over previous year.

EXPANSION PLANS

The exclusive Vortex Spinning Mill established at Sathyamangalam has started yielding results; ramping up of garment capacity at Chengapally accelerated the production of garments; with the addition of roof top solar power source the renewable energy resource has been further strengthened. To increase production in Spinning segment modernization programs are continued. We are continuously monitoring the textile market conditions to decide on our future plans.

RISKS AND THREATS

Risk relating to Raw material

The country's cotton acreage has reduced to 113.60 lakh hectares this season from previous season. With the anticipated decline in cotton production and notable increase in the export performance of textiles & clothing, coupled with high price of domestic cotton as against the international prices, the Industry urged the Government to remove the 11% import duty on cotton, not only to have a level playing field in the global market but also to sustain the export momentum. However, India continues to be Cotton surplus Country. (Source:COCPC)

However, in KPR with the continuity of the prudent and pragmatic cotton procurement strategies, the sustained supply of the quality cotton at economized cost is assured. As KPR being an integrated Apparel Unit, fluctuation in cost of raw material on its performance is nominal since the additional cost can be passed on to the resultant products.

Risk relating to Technology obsolescence

India's textile ecosystem is actively embracing the rise of technological advancements, bringing forth digitization to give a complete makeover to the textile production process. Enhancing production efficiency and quality, the ascent of technological upgradation has also been instrumental in streamlining the entire supply chain, reducing production costs and optimizing inventory management, enabling the textile industry to seamlessly cater to the demands of a tech-savvy consumer base. KPR has always been investing in new advanced Technology Machinery, Equipment and Process only. In addition, regular upgradation of technology advancement in the machinery and production process continues, through modernization and automation, wherever possible, ensuring production and supply of high quality goods and services.

Market Risks / Industry Risks:

The global textile industry has been facing unprecedented challenges. Weakening demand, inflation, geopolitical issues, raw material price volatility, steep increase in energy charges, shortage of labour and rising interest rates, trade war among leading nations, impose of high tariff by USA had been reported as the major root causes for the slowdown of the global textile industry.

In addition to the above adverse factors, the challenges on the raw material front (both cotton and manmade fiber) and steep increase in power cost in most of the textile manufacturing States have also impacted the Indian textiles and clothing industry in India. It is hoped that with the unstinted support from all the Stakeholders KPR would be able to manage such risk.

Logistics Risks:

The textile industry in India is witnessing a drive to enlarge its presence in the global market, and a well-optimized logistics network plays a pivotal role in achieving this objective. In today's highly competitive business landscape, characterized by rapidly-evolving customer expectations and global supply chain complexities, a streamlined and agile supply chain becomes imperative. An efficient logistics-backed supply chain ensures seamless flow of raw materials, effective processing and timely delivery to and from manufacturers. This improves a firm's ability to adapt to challenges, changing markets and shifting industry trends. However, KPR with its strategic Logistic team is able to source and supply products as per plans.

Political environment risks:

The textile industry is critical for India's development as it generates vast amount of revenue and provides employment to millions of people. The sector holds great potential for further growth and can play a significant role in achieving the government's development goals. Considering the pivotal role played in the Indian Economy, the Government has been paying due attention to the problems faced by the industry. The industry associations have also brought before the Government all major issues faced by the industry then and there.

Disaster Risks:

The Company has a well-designed safety management policy that eliminates / reduces the risk of workplace incidents, injuries, and fatalities through adoption of various well defined safety measures and devices. Its proper implementation and updation enable effective prevention besides equipping the employees to handle any incident that may occur. The properties of the Company are insured against natural risks like Fire, Storm Tempest Flood Inundation (STFI), Earthquakes, etc. with periodical review of adequacy, rates and risks covered.

Financial Risks:

Proper financial planning evolved by qualified and competent Personnel is put in place with detailed Annual Business Plans. Annual and quarterly budgets are prepared and put up to the management for detailed discussion and analysis. The Projects and expenses are regularly monitored. Preparation of daily and monthly cash flows ensures utilization of funds in an effective manner. The Budgets are regularly placed at Audit Committee and the Board.

i. Credit Risks:

Systems are put in place for assessment of credit worthiness of customers before admission into dealing. Continuous and periodical monitoring of outstanding, appropriate recovery management system including legal course of action and vigorous follow up are adopted by the Company to mitigate this risk.

ii. Foreign Exchange Risks:

We have foreign currency exposure in Exports and Imports, significantly in US Dollar & Euro. Foreign Currencies are exposed to risk on account of adverse currency movements. Exchange rate fluctuations could cause some of our costs to grow higher than the proportionate revenues. To manage our foreign exchange risk arising from commercial transactions and recognized assets and liabilities, we use forward contracts and selectively enter into hedging transactions to reduce the risks of currency fluctuations. To manage the Forex related matters we have a competent team consisting of qualified and experienced Personnel.

Labour Shortage

The sector's growth was tempered by pressing challenges like Labour shortages, as per media reports, particularly in hubs like Tiruppur, disrupted production schedules, delaying orders etc. Migrant workers' reluctance to return after elections further exacerbated this issue. However, Better wages, safer environments and clear career pathways can attract and retain talent.

That is why KPR has been consistently concentrating on upgrading its industry acclaimed HR Practices that are unique and distinctive from others. Low absenteeism & attrition rate, higher productivity, ability to source required work force are the fruits of its strategic HR policies.

Stiff competition from low cost Countries

India, despite being the sixth largest exporter of textiles and apparels in the world, is facing tough challenges from countries like Bangladesh and China on the cost-competitiveness front. The government is creating an enabling ecosystem for the textile industry to attain a $100 billion exports target by 2030 with FTA routes to capture emerging market opportunities. Though the US Tariff hike looks negative for global market it may lead to improve the competitiveness of Indian Textile Industry.

CYBER RISK AND SECURITY

In the present world, the cyber threats presented by modern tech are a cause of concern and as such cyber security measures are inevitable. Cyber security encompasses technologies, processes, and methods to defend computer systems, data, and networks from attacks. The Company employs different best practices to secure computer systems and networks as suggested by the cyber Security Team consisting of Tech Savvy Personnel. Periodical monitoring of the measures is also in place to strengthen the security systems.

In a sector as intricate and ever-evolving as textiles and fashion, effective risk management is non-negotiable. By implementing proactive strategies and staying vigilant to emerging risks, KPR not only ensures its own longevity but also elevating the overall resilience of the industry.

The following measures adopted by the Company to mitigate the risk continued:

1. End-user training
2. Operating System and Application patches and updates
3. Endpoint Update and Monitoring
4. Strong password policy
5. Access control measures
6. Minimize administrative access
7. Network segmentation and segregation
8. Device security
9. Protect mobile devices
10. Strong IT policies
11. Staff training on cyber security awareness and policies
12. Data backups
13. Periodical Forensic Audit – Vulnerability Assessment and Penetration Test (VAPT) was conducted by Ernst & Young Global Limited
14. Advance Threat Protection installed for all Mail users.
15. Configured Cloud based Disaster recovery for Data Security.

FUTURE PROSPECTS

Indian Textile Industry is expected to rebound in the current year on consistent improvement in the domestic demand, lower cotton prices and gradual recovery in exports. It also remains optimistic about maintaining this growth trajectory, especially in light of evolving global trade dynamics. The ongoing trade tensions between the US and China present a strategic opportunity for India, particularly in textile and apparel trade. With the US actively seeking to diversify its sourcing base beyond China, India is well-positioned to emerge as a reliable and preferred partner. However, this will require proactive diplomacy and a concerted effort to secure a more favourable and stable tariff regime. India's strategic decision to revoke the transhipment facility for neighbouring competing Countries and the influence of tariff war are likely to encourage global buyers to engage directly with Indian manufacturers whose direct export model is gaining favour for efficiency, greater compliance and trust.

With an ability to achieve impressive performance, even in difficult market conditions; adapt to changing market dynamics and a focus on emerging opportunities, KPR stands well positioned to further expand its market share and maintain its consistent growth level.

FOR AND ON BEHALF OF THE BOARD

K.P. Ramasamy
Chairman
DIN: 00003736

Coimbatore
09.05.2025

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. DETAILS OF THE COMPANY

1	Corporate Identity Number (CIN) of the Listed Entity	**L17111TZ2003PLC010518**
2	Name of the Listed Entity	**K.P.R. Mill Limited**
3	Year of incorporation	**2003**
4	Registered office address	**No. 9, Gokul Buildings, 1st Floor, A.K.S Nagar, Thadagam Road, Coimbatore – 641 001, Tamil Nadu.**
5	Corporate office address	**1st Floor, Srivari Shrimat, 1045, Avinashi Road, Coimbatore – 641 018, Tamil Nadu.**
6	E-mail	**kandaswamy@kprmill.com**
7	Telephone	**0422-2207777**
8	Website	**www.kprmilllimited.com**
9	Financial year for which reporting is being done	**2024-25**
10	Name of the Stock Exchange(s) where shares are listed	**BSE Limited & National Stock Exchange of India Limited**
11	Paid-up Capital	**₹ 34,18,14,000**
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	**Mr.P.Kandaswamy Company Secretary 1st Floor, Srivari Shrimat, 1045, Avinashi Road, Coimbatore – 641 018, Tamil Nadu. Phone No. 0422-2207777 E-mail ID: kandaswamy@kprmill.com**
13	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	**Disclosures made in this report are on a standalone basis**
14	Name of assurance provider	NA
15	Type of assurance obtained	NA

II. PRODUCTS/SERVICES

16. Details of business activities (accounting for 90% of the Turnover):

S.No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Manufacturing	Yarn	42.01
2.	Manufacturing	Fabric	10.83
3.	Manufacturing	Garment	41.29

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S.No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Garment	18101	41.29
2.	Yarn	17121	42.01
3.	Fabric	17115	10.83

III. OPERATIONS

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	11	2	13
International	Nil	Nil	Nil

19. Markets served by the entity:

a. Number of locations

Location	Number
National (No. of States)	9
International (No. of Countries)	54

b. What is the contribution of exports as a percentage of the total turnover of the entity?

In the reporting year, the contribution of exports is 37.12%.

c. A brief on types of customers

We export quality Garments as per the specification of reputed buyers spread across over 54 Countries.

IV. EMPLOYEES

20. Details as at the end of Financial Year 2024-25:

a. Employees and workers (including differently abled):

S.No.	Particulars	Total (A)	Male		Female	
			No.(B)	% (B/A)	No.(C)	% (C/A)
			EMPLOYEES			
1	Permanent (D)	3,342	2,794	84.00	548	16.00
2	Other than Permanent (E)	-	-	-	-	-
3	Total employees (D + E)	3,342	2,794	84.00	548	16.00
			WORKERS			
4	Permanent (F)	17,136	672	4.00	16,464	96.00
5	Other than Permanent (G)	-	-	-	-	-
6	Total workers (F + G)	17,136	672	4.00	16,464	96.00

b. Differently abled Employees and workers:

S.No.	Particulars	Total (A)	Male		Female	
			No.(B)	% (B/A)	No.(C)	% (C/A)
DIFFERENTLY ABLED EMPLOYEES						
1	Permanent (D)	-	-	-	-	-
2	Other than Permanent (E)	-	-	-	-	-
3	Total differently abled employees (D + E)	-	-	-	-	-
DIFFERENTLY ABLED WORKERS						
4	Permanent (F)	-	-	-	-	-
5	Other than Permanent (G)	-	-	-	-	-
6	Total differently abled workers (F + G)	-	-	-	-	-

21. Participation/Inclusion/Representation of women:

Particulars	Total (A)	No. and percentage of Females	
		No.(B)	% (B/A)
Board of Directors	12	1	8.33
Key Management Personnel*	2	-	-

* Key Management Personnel other than Board of Directors

22. Turnover rate for permanent employees and workers: (in percentage)

Particulars	FY 2024-25			FY 2023-24			FY 2022-23		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	3	11	14	3	4	7	3	5	8
Permanent Workers	8	8	16	8	7	15	11	9	20

V. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

23. (a) Names of holding / subsidiary / associate companies / joint ventures

S.No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	K.P.R. Sugar Mill Limited	Subsidiary	100%	NO
2	Quantum Knits Private Limited	Subsidiary	100%	
3	Jahnvi Motor Private Limited	Subsidiary	100%	
4	Galaxy Knits Limited	Subsidiary	100%	
5	KPR Sugar and Apparels Limited	Subsidiary	100%	
6	KPR Exports PLC	Subsidiary	100%	
7	KPR Mill Pte Ltd*	Subsidiary	100%	

*Ceased to be Wholly owned Subsidiary w.e.f. 20.02.2025

VI. CSR DETAILS

24. (i) Whether CSR is applicable as per Section 135 of Companies Act, 2013: (Yes/No) - **Yes**

    (ii) Turnover (in lakhs) : ₹ **4,21,567**

    (iii) Networth (in lakhs) : ₹ **3,85,621**

VII. TRANSPARENCY AND DISCLOSURES COMPLIANCES

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2024-2025			FY 2023-2024		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Community	Yes. 1. The Company has framed Whistle Blower Policy facilitating better Corporate Governance practices which ultimately benefit all the Stakeholders. Industry acclaimed HR Policy covering different areas including grievance redressal mechanism for employees and workers are in place. Also, the Company has Standard operating procedure in place to resolve the grievances of its customers and ensure Customer satisfaction. (Web portal: **https://bkend.kprmilllimited.com/media/documents/WHISTLE-BLOWER-POLICY.pdf** 2. We have engaged an NGO who monitors advisory body for resolving employees and workers grievances through 'Ungal Kural' and 'Ulula Grievances Mechanisms system'. Both Ungal Kural and Ulula has given a toll free number to call and register their grievances directly at any time for effective remediation. Ulula app is also available. "TELL US" is an another grievance mechanism, introduced and monitored by Primark, which also provides a toll-free number for employees to report their concerns.	0	0	-	0	0	-
Investors (other than shareholders)		0	0	-	0	0	-
Customers		0	0	-	0	0	-
Value Chain Partners		0	0	-	0	0	-
Employees and workers		0	0	-	0	0	-

Shareholders	Investor Grievances are promptly redressed by our RTA, M/s. NSDL Database Management Limited by following 'SEBI Investor Charter' formulated by SEBI. In addition, the Company also effectively addresses the grievances, if any, received directly through its competent & experienced Personnel in the secretarial department. Further, SEBI has also provided for 'SCORES platform' & Smart ODR portal to register grievances directly by the investors, which are also periodically monitored and addressed by the Company. The Stakeholders Relationship Committee also monitors all such issues periodically. The Investors can contact / lodge their grievance in the following e-mail id's: 1. investor.ndmlrta@ndml.in 2. investors@kprmill.com	0	0	-	0	0	-
Other (please specify)	NA	0	0	-	0	0	-

26. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format:

S.No.	Material issue identified	Indicate whether Risk or Opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Sustainable Raw material procurement	Opportunity and Risk	**Opportunity:** As quality is our Watch-word, be it the products we produce or service we provide, we always buy best quality Cotton Shankar – 6 from Gujarat to ensure consistent quality. Wherever required, we also buy sustainable Cotton such as BCI, Organic, CMIA, PSCP according to the requirements. Sourcing sustainable cotton reduces environmental and social impacts besides delivering high quality products to our valued customers. **Risk:** Cotton being our key raw material, sourcing of high quality cotton at competitive price is always a major challenge. Speculative trading, unseasonal rains and global shortage are the causes of its price fluctuations.	We have a dedicated cotton team to monitor its availability and its price fluctuations. The availability of exclusive personnel at the cotton growing areas and their prudent & pragmatic cotton procurement strategies enable us to access quality cotton.	**Positive:** The products produced out of high quality cotton & sustainable cotton always fetch remunerative prices and reputation in the market. **Negative:** Cotton prices have direct impact on the profit margins of the Company. Cotton being a single major cost of production, fluctuation in its prices tend to impact the bottom line.

S.No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2	Water Use and Management	Opportunity	**Opportunity:** We always consider that water being a vital resource, its conservation is essential for making the earth green for the wellbeing, progress and prosperity of human beings. Towards conserving environment, the following measures at our Units are already in force: 1. Fully automated controlling systems 2. Flow meter 3. ETP & STP for recycling 4. ETP water is used only in processing unit. 5. STP water used in our green development areas to recharge ground level water. 6. Stopped using bore water (ground water) for production process.	-	**Positive:** Though the initial installation cost of recycling water management is huge, in the long run benefits will definitely overweigh the cost.
3	Energy Management	Opportunity	**Opportunity:** Ever since we commenced our manufacturing activities we concentrated on generating renewable energy that minimizes carbon pollution and has a much lower impact on our environment, through green resources such as Wind, Co-generation and now Solar which caters to most of our power requirements. Besides we have also established various power saving devices at our production facilities such as: 1. Five star rated equipments. 2. BLDC and IE3 motors. 3. Separate Meters for monitoring. 4. Automated cutoff system for boiler and compressor. 5. Energy Audit for purchase of new equipment. 6. 40 MW Solar plant installation completed across all units. 7. Coal Phase out project has been started by using Gas and Biomass instead of coal. The Multi-fuel boiler set-up is installed with ESP to ensure the control of Air pollution.	-	**Positive:** The energy saving measures result in consumption of economized power and fuel that would reduce the cost of production. It also enables 1. GHG Emission Control eg: Co2, CH3, NOx, SOx, etc. 2. Mitigates Global warming. 3. Reduced Carbon emission.

S.No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
4	Chemical Management	Opportunity and Risk	**Opportunity:** 1. We are following REACH-ECHA regulation to comply with the chemical regulations. 2. Zero discharge of hazardous chemical. 3. Bhive tool to monitor the chemical inventory 4. We have fully automated set-up for the dispensing of dyes and chemicals for the process preparation. **Risk:** We always adopt cautious and efficient handling of hazardous and toxic chemicals in our production.	Our workers are trained by industry experts to handle chemical safely as well as economically. Also, we have put in place safe chemical disposal mechanism in order to ensure environment sustainability.	**Positive:** Effective purchase and prudent practices contributes to increased profit margins, improving financial stability, and become more competitive in the market besides eliminating the usage of hazardous chemicals thereby assisting environmental safety.

SECTION B: MANAGEMENT AND PROCESS DISCLOSURE

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the National Guidelines on Responsible Business Conduct (NGRBC) Principles and Core Elements.

The National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVGs) released by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility. These briefly are as follows:

P1 - Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

P2 - Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

P3 - Businesses should promote the wellbeing of all employees

P4 - Businesses should respect the interests of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

P5 - Businesses should respect and promote human rights

P6 - Businesses should respect, protect and make efforts to restore the environment

P7 - Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

P8 - Businesses should support inclusive growth and equitable development

P9 - Businesses should engage with and provide value to their customers and consumers in a responsible manner

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes 1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	https://www.kprmilllimited.com/policy								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4. Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	SA 8000: 2014	OCS, BCI, DISNEY (FAMA)	FSLM, ISO 45001: 2018	ICS, SQP	FSLM, ISO 45001: 2018	FEM, ISO 14001: 2015, ZDHC, BVE3	ISO 9001: 2015	BSCI, GRS, RCS	SEDEX, WRAP, GOTS, Oeko-Tex Standard 100
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Though not set any such specific commitment goals, we continue to adhere all the guiding principles.								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.									
Governance, leadership and oversight 7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements	The concept of Sustainable business refers to the utilisation of the available resources in such a manner that the requirements of the future generations are also fully taken into account. To put it in other words the finite natural resources are utilised by the enterprise in a judicious manner and conserved for the future necessities of the enterprise, society and environment. Sustainable business involves the pursuit of activities and initiative to ensure that their economic activities not only address the current environmental concerns apart from making profits, but also focus on environment protection, preservation of natural resources, work towards social justice and equality. These sustainable practices are not new to K.P.R. and have been practiced ever since it started setting up its main business. Be it environment friendly measures, promotion of employee welfare, empowering downtrodden, following good governance etc.								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).									

9. Does the entity have a specified Committee of the Board / Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	K.P.R's Corporate plans and procedures have inbuilt mechanisms to achieve the above factors so as to ensure that the corporate moves towards attaining sustainability. As K.P.R. adopts transparency in its activities and follows good Corporate Governance practices it is easier to measure its overall fulfilment of the business obligations towards the stakeholders in the same sanctity as the financial statements of the business. The Business Responsibility (BR) Committee comprises of the Whole-time Director and the departmental head of the respective functions of the Company. The Company Secretary is the member of the Committee who would advise on various legal mandates and would also act as the Secretary of the Committee. Name: Mr. P. SELVAKUMAR Designation: Whole Time Director DIN Number: 07228760

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above Policies and follow up action	Business Responsibility Committee									Annually								
Compliance with statutory requirements of relevance to the principles, And rectification of any non - compliances	Business Responsibility Committee									Annually								

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency. **No**

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	Not Applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

PRINCIPLE 1: Businesses should conduct and govern themselves with integrity and in a manner that is Ethical, Transparent and Accountable

Essential Indicators:

1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	4	1. Roles, Rights & Responsibilities of Independent Director in the Company 2. Compliance with applicable legislations and regulations 3. Risk Management 4. Ensuring Significant development in Human resources/ industrial relations 5. Annual Budgets and funding plans consistent with agreed corporate strategies 6. Internal Financial control 7. Sustainability Initiatives	100
Key Management Personnel	4	1. Compliance with applicable legislations and regulations 2. Risk Management 3. Annual Budgets and funding plans consistent with agreed corporate strategies 4. Internal Financial control	100
Employees other than BoD and KMPs	10	1. Leadership Development 2. Workplace Stress Management 3. Yoga and Meditation 4. Sports and Physical fitness 5. Zero tolerance awareness	100
Workers	20	1. Safety Officer monitor Programme 2. Fire Safety and Disaster Management Programme 3. Chemical Spillage handling Programme 4. Mockdrill 5. Zero tolerance awareness	100

2. Details of fines / penalties / punishment / award / compounding fees / settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators / law enforcement agencies / judicial institutions, in the financial year, in the following format: **NIL**

Particulars	Monetary				
	NGRBC Principle	Name of the regulatory/ enforcement agencies/judicial institutions	Amount (in ₹)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/Fine	-	-	-	-	-
Settlement	-	-	-	-	-
Compounding fee	-	-	-	-	-

Particulars	Non Monetary				
	NGRBC Principle	Name of the regulatory/ enforcement agencies/judicial institutions	Amount (in ₹)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	-	-	-	-	-
Punishment	-	-	-	-	-

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/enforcement agencies/ judicial institutions
-	-

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes. The Suppliers and Customers of the Company have also been apprised of the 'Zero tolerance policy towards Bribery & Corruption' followed by the Company, by means of communication seeking their co-operation for its strict implementation. The policy is available on the Company's website at https://bkend.kprmilllimited.com/media/documents/ANTI-BRIBERY-AND-ANTI-CORRUPTION-POLICY.pdf

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption: **NIL**

Particulars	FY 2024-25	FY 2023-24
Directors	-	-
KMPs	-	-
Employees	-	-
Workers	-	-

6. Details of complaints with regard to conflict of interest: **NIL**

Particulars	FY 2024-25		FY 2023-24	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	-	-	-	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	-	-	-	-

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators / law enforcement agencies / judicial institutions, on cases of corruption and conflicts of interest.

Not Applicable

8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format:

Particulars	FY 2024-25	FY 2023-24
Number of days of accounts payables	16	12

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrix	FY 2024-25	FY 2023-24
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	-	-
	b. Number of trading houses where purchases are made from	-	-
	c. Purchases from top 10 trading houses as % of total purchases from trading houses.	-	-
Concentration of Sales	a. Sales to dealers / distributors as % of total sales*	0.16%	0.34%
	b. Number of dealers / distributors to whom sales are made*	89	123
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors*	53.39%	31.68%
Share of RPTs in (in respect of Retail business – FASO)	a. Purchases (Purchases with related parties / Total Purchases) (%)	0.03%	1.72%
	b. Sales (Sales to related parties / Total Sales) (%)	9.43%	8.68%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances) (%)**	100%	100%
	d. Investments (Investments in related parties / Total Investments made) (%)**	99.79%	99.79%

* Figures derived from FASO sales.

** Loans & advances and Investments made to Wholly Owned Subsidiary Companies.

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

Leadership Indicators

1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:

Total number of awareness programmes held	Topics / principles covered under the training	% of value chain partners covered (by value of business done with such partners) under the awareness programmes
2	1. Zero Tolerance Awareness 2. Higg (Worldly) Awareness 3. ZDHC Chemical Management System Awareness	90

2. Does the entity have processes in place to avoid/manage conflict of interests involving members of the Board? (Yes/No) - If Yes, provide details of the same.

   Yes. The Directors are scrupulous by carefully avoiding conflicts of interest with the Company. Every year the Board of Directors of the Company confirm the compliance of Code of Conduct wherein affirmation is also obtained to avoid conducting the Company's business with a relative, or with a business in which a relative of a Director is associated in any significant role.

PRINCIPLE 2: Businesses should provide goods and services in a manner that is sustainable and safe.

Essential Indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

Particulars	FY 2024-25	Details of improvements in environmental and social impacts
R&D*	0.52%	**Power Saving Devices**
Capex	33.95%	**Renewable Energy - Solar**

* R&D as a percentage to other expenses

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No).

   Yes. We have a dedicated cotton team to monitor its availability and its price fluctuations. The availability of exclusive personnel at the cotton growing areas and their regular visit to the generous cotton association there enable following prudent & pragmatic cotton procurement strategies to access quality cotton.

   b. If yes, what percentage of inputs were sourced sustainably?

   Our major raw material is cotton for which we use the best quality cotton Shankar 6. As per buyer's requirement, sustainable cotton (~48%) is procured from vendors who are certified to be compliant with social and environmental standards. With regard to other inputs also we focus on procuring from such vendors. We also procure BCI, Organic, CMIA, PSCP cotton that confers sustainability.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

   a) Plastics : Eco-friendly plastics refer to a group of engineered polymers designed to break down or be recycled in a circular fashion. Generally, this group breaks out into three categories: bioplastics, biodegradable plastics and recycled plastics.

   b) E-waste : Properly disposing to our TNPCB authorized e-waste vendors, due to this we can reduce the number of harmful chemicals released into the environment and prevent soil and water contamination.

c) **Hazardous waste :** Properly disposing to our TNPCB authorized H-waste vendors, due to this we can reduce the number of harmful chemicals released into the environment and prevent soil and water contamination.

d) **Other waste :** Properly disposing of waste to pre-verified merchants who have promised to recycle, an environmentally acceptable way the waste recycle and to provide it for reuse.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

   Yes. The waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Board.

Leadership Indicators

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format? **NIL**

PRINCIPLE 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1.a. Details of measures for the well-being of employees:

Category	Total (A)	% of employees covered by									
		Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	%(B/A)	Number (C)	%(C/A)	Number (D)	%(D/A)	Number (E)	%(E/A)	Number (F)	%(F/A)
Permanent employees											
Male	2,794	786	28.13	2,794	100	-	-	-	-	-	-
Female	548	370	67.52	548	100	370	67.52	-	-	508	92.70
Total	**3,342**	**1,156**	**95.65**	**3,342**	**100**	**370**	**67.52**	**-**	**-**	**508**	**92.70**
Other than Permanent employees											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-	-	-	-	-

b. Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	%(B/A)	Number (C)	%(C/A)	Number (D)	%(D/A)	Number (E)	%(E/A)	Number (F)	%(F/A)
Permanent workers											
Male	672	656	97.62	672	100	-	-	-	-	-	-
Female	16,464	16,464	100.00	16,464	100	16,464	100	-	-	16,464	100
Total	**17,136**	**17,120**	**99.91**	**17,136**	**100**	**16,464**	**96.08**	**-**	**-**	**16,464**	**100**
Other than Permanent workers											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-	-	-	-	-

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format

Particulars	FY 2024-25	FY 2023-24
Cost incurred on wellbeing measures as a % of total revenue of the company	1.51%	0

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

2. Details of retirement benefits:

Benefits	FY 2024-25			FY 2023-24		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	99.16	99.89	Y	99.31	99.86	Y
Gratuity	100	100	NA	100	100	NA
ESI	34.59	99.91	Y	41.74	99.90	Y
Others – please specify	-	-	-	-	-	-

3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Considering the nature of manufacturing process, we have not employed any disabled people in our factory, so the same is not applicable.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

The Company is committed for an equal opportunity to employees and values them irrespective of gender, marital status, sexuality, race, ethnic or national origin, colour, political or religious belief, disability or age. We believe that diversity and inclusivity at workplace is an instrument for economic growth, sustainable competitive advantage and societal progress. The Company's recruitment and selection policy and procedure, ensure that there is no discrimination either direct or indirect.

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	-	-	-	-
Female	-	-	-	-
Total	-	-	-	-

Female employees are covered under ESI and they can avail maternity leave and benefits as per ESI rules. However more than 95% of such employees are unmarried.

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief.

<table>
<tr><th>Category</th><th>Yes/No (If Yes, then give details of the mechanism in brief)</th></tr>
<tr><td>Permanent Workers</td><td rowspan="4">Yes
I. The Company has framed Whistle Blower Policy facilitating better Corporate Governance practices which ultimately benefit all the stakeholders. Industry acclaimed HR Policy covering different areas including grievance redressal mechanism for employees and workers are in place. Also, the Company has Standard operating procedure in place to resolve the grievances of its customers and ensure customer satisfaction. (Web portal: https://bkend.kprmilllimited.com/media/documents/WHISTLE-BLOWER-POLICY.pdf)
II. We have engaged an NGO who monitors advisory body for resolving employees and workers grievances through “Ungal Kural” and 'Ulula Grievances Mechanisms system'. Ungal Kural and Ulula has given a toll free number to call and register their grievances directly at any time for effective remediation. Ulula app is also available. “TELL US” is another grievance mechanism, introduced and monitored by Primark, which also provides a toll-free number for employees to report concerns.
III. The Company has placed suggestion boxes at prominent places of all units to enable the employees and workers to report their genuine concerns.
IV. The Company has appointed Welfare Officer at all units to ensure the well-being of all working groups.</td></tr>
<tr><td>Other than Permanent Workers</td></tr>
<tr><td>Permanent Employees</td></tr>
<tr><td>Other than Permanent Employees</td></tr>
</table>

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity: **NIL**

Category	FY 2024-25			FY 2023-24		
	Total employees / workers in respective category (A)	No. of employees / Workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees/ workers in respective category (C)	No. of employees / Workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees						
Male	-	-	-	-	-	-
Female	-	-	-	-	-	-
Total Permanent Workers						
Male	-	-	-	-	-	-
Female	-	-	-	-	-	-

As we have full-fledged Grievance Redressal Committee, Works Committee, Canteen Committee, Environment, Health and Safety Committee at all our units which meets every alternative months also and NGO monitored advisory body takes care of grievances, if any through 'Ungal Kural', 'Ulula' and 'TELL US' Grievance Mechanism System', there is no such Association/Union.

8. Details of training given to employees and workers:

Category	FY 2024-25					FY 2023-24				
	Total (A)	On Health and Safety Measures		On Skill upgradation		Total (D)	On Health and Safety Measures		On Skill upgradation	
		Number (B)	%(B/A)	Number (C)	%(C/A)		Number (E)	%(E/D)	Number (F)	%(F/D)
Employees										
Male	2,794	-	-	2,794	100	2,789	-	-	2,789	100
Female	548	-	-	548	100	541	-	-	541	100
Total	**3,342**	-	-	**3,342**	**100**	**3,330**	**-**	**-**	**3,330**	**100**
Workers										
Male	336	336	100	336	100	614	614	100	614	100
Female	16,464	16,464	100	16,464	100	16,830	16,830	100	16,830	100
Total	**17,136**	**17,136**	**100**	**17,136**	**100**	**17,444**	**17,444**	**100**	**17,444**	**100**

9. Details of performance and career development reviews of employees and workers:

Category	FY 2024-25			FY 2023-24		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	2,794	2,794	100	2,789	2,789	100
Female	548	548	100	541	541	100
Total	**3,342**	**3,342**	**100**	**3,330**	**3,330**	**100**
Workers						
Male	336	336	100	614	614	100
Female	16,464	16,464	100	16,830	16,830	100
Total	**17,136**	**17,136**	**100**	**17,444**	**17,444**	**100**

10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage of such system?

Yes. We have implemented unit wise occupational health and safety management system and also certified ISO 45001:2018 which endeavours to facilitate safer workplace, improved employee morale and other health and safety programs for our business processes.

b.What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

KPR follow standardized hazard identification and risk assessment on a routine and non-routine basis.

1. Identify Hazards – Surveying the work place on a routine basis to access what is expected to cause harm.

2. Evaluating Risk – Evaluation when, where and how much the person is exposed to the potential hazard.

3. Deciding the control measures – Based on the evaluation we follow hierarchy of controls to be implemented.

4. Documenting the findings – We document the detailed process in accessing the risk, evaluations made and conclusions drawn.

5. Review of Assessment – Reviewing the controls implemented on a regular timely basis to check if they are effective for daily changing environment.

c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

Yes. Workers from lower to higher hierarchy can at anytime report genuine concerns to management.

d. Do the employees/workers of the entity have access to non-occupational medical and healthcare services? (Yes/No)

Yes, we have provided Occupational Health Centre servics with duty doctor and nurse team in all our units.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category*	FY 2024-25	FY 2023-24
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	-	< 1%
	Workers	-	< 1%
Total recordable work-related injuries	Employees	1	< 1%
	Workers	1	< 1%
No. of fatalities	Employees	-	-
	Workers	-	-
High consequence work-related injury or ill-health (excluding fatalities)	Employees	-	-
	Workers	-	-

*Including in the contract workforce

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

12. Describe the measures taken by the entity to ensure a safe and healthy work place.

We prioritize the safety of our employees above all. We have process in place to be aware of the hazards, implementing workplace safety programs, safety training to employees, periodic health check-ups, 24 hrs first aid and ambulance facility, Nursing and Comprehensive medical facilities, installing fire extinguishers wherever required, easy access to exits in case of emergencies. We had created the social performance team among interested experience workers who join together and assess the risk with safety officer and taken necessary steps to reduce the risk at the work place.

13. Number of Complaints on the following made by employees and workers:

Particulars	FY 2024-25			FY 2023-24		
	Filed During the year	Pending resolution at the endof year	Remarks	Filed During the year	Pending resolution at the endof year	Remarks
Working Conditions	71	-	Resolved	14	-	Resolved
Health & Safety	155	-	Resolved	29	-	Resolved

14. Assessments for the year:

Particulars	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	**100%**
Working Conditions	**100%**

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

No significant risks or incident had occurred.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N):

Yes. We have unit-wise Mediclaim and Accidental cover under ESI & EPF for our workers and employees. In the event of death of any Worker/Employee, the same is given to their family members.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

We ensure that such dues are collected and remitted to the Government by our value chain partners.

3. Provide the number of employees having suffered high consequence work-related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment: **NIL**

Particulars	Total no. of affected employees/ workers		No. of employees that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2024-25	FY 2023-24	FY 2024-25	FY 2023-24
Employees	-	-	-	-
Workers	-	-	-	-

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/No):

No, but the unique placement scheme extended by the Company enabled the employees to get placement in other reputed Companies in the On-campus selection conducted by them under our initiative.

5. Details on assessment of value chain partners:

Particulars	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	**80%**
Working Conditions	**85%**

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

We are strongly monitoring our vendors to follow the sustainable practice and they are monitored by third party audits. Now 30% to 50% of the vendors are doing the self-audits and third party audits.

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

The Company has mapped its internal as well as external stakeholders to deepen its insights into their needs and expectations and to develop sustainable strategies for the short, medium and long term. Key stakeholders identified by the Company are Shareholders/Investors, Government and Regulators, Employees, Customers and Suppliers. Sustainable business policy have to be signed and the continual improvement to be shown yearly. Quality, quantity, on time delivery, communication, sustainable practice must be maintained properly.

2. List of stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channel of Communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website) other	Frequency of Engagement (Annual / Half Yearly / Quarterly / Others – Please specify)	Purpose and Scope of engagement including key topics and concerns raised during such engagement
Investors	No	Meetings, Website and Correspondence	Quarterly/ Annually	Discussions about top line and bottom line of the Company's performance, Dividend declarations, future plans etc.
Employees	No	Personal/group interactions, mails and trainings.	Regularly	Discussions about employee welfare, focusing on health, safety and career Development.
Suppliers	No	Meetings	Whenever Required	Discussing the business related issues like problems in supply chain.
Customers	No	Newspaper, Survey, Advertisement and website	Whenever Required	Understanding of customer issues and their timely redressal and follow up activities.
Community	No	CSR initiatives	Whenever Required	We have made CSR donations for Education purpose.
Government/ Regulators	No	Industry representation meetings	Whenever Required	Compliances of law and corporate governance.

Leadership Indicators

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

The consultation with stakeholders on Economic, Environmental and Social topics have been delegated to the concerned departments who are responsible for engaging the stakeholders on continuous basis.

2. Whether stakeholder consultation is used to support the identification and management of environmental and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

The consultation with the stakeholders always helps the company in devising company's policy on economic, environmental and social topics.

3. Provide details of instances of engagement with and actions taken to; address the concerns of vulnerable / marginalised stakeholder groups. **Nil**

PRINCIPLE 5: Businesses should respect and promote human rights

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2024-25			FY 2023-24		
	Total (A)	No. of. employees/ workers covered (B)	% (B/A)	Total (C)	No. of. employees/ workers covered (D)	% (D/C)
Employees						
Permanent	3,342	3,342	100	3,330	3,330	100
Other than permanent	-	-	-	-	-	-
Total Employees	**3,342**	**3,342**	**100**	**3,330**	**3,330**	**100**
Workers						
Permanent	17,136	17,136	100	17,444	17,444	100
Other than permanent	-	-	-	-	-	-
Total Workers	**17,136**	**17,136**	**100**	**17,444**	**17,444**	**100**

2. Details of minimum wages paid to employees and workers, in the following format:

All employees and workers have been paid more than minimum wages in accordance with the laws of the land where the Company operates.

Category	FY 2024-25			FY 2023-24		
	Total (A)	Equal to Minimum Wage (B)	More than Minimum Wage % (B/A)	Total (C)	Equal to Minimum Wage (D)	More than Minimum Wage % (D/C)
Employees						
Permanent	3,342	-	100	3,330	-	100
Other than permanent	-	-	-	-	-	-
Total Employees	**3,342**	-	**100**	**3,330**	-	**100**
Workers						
Permanent	17,136	-	100	17,444	-	100
Other than permanent	-	-	-	-	-	-
Total Workers	**17,136**	-	**100**	**17,444**	-	**100**

3. Details of remuneration/salary/wages

a. Median remuneration / wages:

Particulars	Male		Female	
	Number	Median remuneration/ salary/wages of respective category (in ₹)	Number	Median remuneration/ salary/wages of respective category (in ₹)
Board of Directors (BoD)	11	8,48,00,000	1	-
Key Managerial Personnel (KMP)	2	35,77,200	-	-
Employees other than BoD and KMP	2,931	24,500	621	16,000
Workers	785	18,460	18,774	11,180

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

Particulars	FY 2024-25	FY 2023-24
Gross wages paid to females as % of total wages	70.68%	70%

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No) - **Yes**

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

I. **We have established a Grievance redressal Committee which periodically reviews the employees concerns.**

II. **We have installed suggestion box in prominent work places which is taken care by concerned department and timely remedial measures are taken.**

III. **Ulula, Ungal Kural and TELL US Toll free numbers are displayed everywhere in workplace, which enables the employees to redress their grievances.**

IV. **We have also set up a works committee, which have framed policies favouring labour welfare.**

V. **We have set up notice board to display the upcoming events for Employees and Workers at all units.**

VI. **We have engaged an NGO who monitors advisory body for resolving employees and workers grievances through 'Ungal Kural' & 'Ulula Grievances Mechanisms system'. Ungal Kural, Ulula and TELL US has given a toll free number to call and register their grievances directly at any time for effective remediation. Ulula app is also available.**

6. Number of Complaints on the following made by employees and workers: **NIL**

Particulars	FY 2024-25			FY 2023-24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	-	-	-	-	-	-
Discrimination at workplace	-	-	-	-	-	-
Child Labour	-	-	-	-	-	-
Forced Labour/ Involuntary Labour	-	-	-	-	-	-
Wages	-	-	-	-	-	-
Other human rights related issues	-	-	-	-	-	-

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format : **NIL**

Particulars	FY 2024-25	FY 2023-24
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	-	-
Complaints on POSH as a % of female employees / workers	0%	0%
Complaints on POSH upheld	-	-

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

We have specifically set up an Internal Compliance committee which looks after the instances of harassment and discrimination at the work place. There were no complaints received from our workers.

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No) **Yes**

10. Assessments for the year:

Particulars	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100
Forced/involuntary labour	100
Sexual harassment	100
Discrimination at workplace	100
Wages	100
Others – please specify	NA

11.Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.

No such instances of complaints received.

Leadership Indicators

1. Details of a business process being modified / introduced as a result of addressing human rights grievances / complaints.

   Not applicable as no such modifications has been introduced in the current reporting year.

2. Details of the scope and coverage of any Human rights due-diligence conducted.

   The Company's Human rights policy recognizes the following priority issues:

   i. Our premises is FSLM and SA8000:2014, BSCI, WRAP, ICS Complied, whereby we were duly audited and certified by the concerned authorities. The results are transparent and uploaded in their website.

   ii. We have our own code of conduct. We are zero tolerant to the child / forced or compulsory labour in operations and supply chains.

   iii. We have human rights policy and we provide equal opportunity for all employees and also providing opportunities for all employees to express concerns and seek redressal.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

   Yes

4. Details on assessment of value chain partners

Particulars	% of value chain partners (by value of business done with such partners) that were assessed
Child labour	100
Forced/involuntary labour	100
Sexual harassment	100
Discrimination at workplace	100
Wages	100
Others - please specify	NA

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

Not Applicable

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2024-25	FY 2023-24
From renewable sources		
Total electricity consumption (A) (TJ)	463.64	393.69
Total fuel consumption (B) (TJ)	NIL	27.34
Energy consumption through other sources (C) (TJ)	NIL	NIL
Total energy consumed from renewable sources (A+B+C) (TJ)	**463.64**	**421.02**
From non - renewable sources		
Total electricity consumption (D) (TJ)	594.87	694.14
Total fuel consumption (E)(TJ)	640.22	626.69
Energy consumption through other sources (F)(TJ)	NIL	NIL
Total energy consumed from non-renewable sources (D+E+F) (TJ)	**1,235.09**	**1,320.83**
Total energy consumed (A+B+C+D+E+F) (TJ)	**1,698.73**	**1,741.85**
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)	0.0403 TJ / INR Million	0.0409 TJ / INR Million
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)*	0.91102 TJ / Million USD	NA
Energy intensity in terms of physical output	NA	NA
Energy intensity (optional) – the relevant metric may be selected by the entity	NA	NA

* PPP value is Rs. 22.609 / USD an average of 2024 & 2025, source: https://www.ceicdata.com

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Yes, report submitted to bureau of energy efficiency result as below: *

UNIT NAME	PAT CYCLE	YEAR	ASSESSMENT TOE	TARGET TOE	ACHIEVED TOE	ENERGY SAVING CERTIFICATE	
						DECLARED SAVINGS	SHORTFALL TO PURCHASE
ARASUR	III	2017-2020	0.3792	0.3606	0.3220	597	NIL
KARUMATHAMPATTI	III	2017-2020	0.4071	0.3857	0.4049	NIL	383

*For subsequent years inspection/audit are planned during the current year.

We are conducting Factories Environmental Module (FEM) every year in all factories and the results are also verified by certified third parties external agencies such as INTER TEK, BV, SITRA, etc. The details are also available in HIGG INDEX Website.

3. Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2024-25	FY 2023-24
Water withdrawal by source (in kilolitres)		
(i) Surface water	1,53,895.00	1,19,110.00
(ii) Groundwater	4,09,711.65	11,36,237.44
(iii) Third party water	4,22,587.60	5,86,899.19
(iv) Seawater / desalinated water	-	-
(v) Others	1,377.00	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	9,87,571.25	18,42,246.63
Total volume of water consumption (in kilolitres)	9,87,571.25	18,42,246.63
Water intensity per rupee of turnover (Total water consumption / Revenue from operations)	23.43 (KL / INR Million)	0.05* (KL / INR Million)
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)**	529.63 (KL / Million USD)	NA
Water intensity in terms of physical output	NA	NA
Water intensity (optional) - the relevant metric may be selected by the entity	NA	NA

* change in unit of expression

** PPP value is Rs. 22.609 / USD an average of 2024 & 2025, source: https://www.ceicdata.com

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

4. Provide the following details related to water discharged:

Parameter	FY 2024-25	FY 2023-24
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	-	-
- No treatment		
- With treatment - please specify level of treatment		
(ii) To Groundwater	-	-
- No treatment		
- With treatment - please specify level of treatment		
(iii) To Seawater	-	-
- No treatment		
- With treatment - please specify level of treatment		
(iv) Sent to third - parties	-	-
- No treatment		
- With treatment - please specify level of treatment		
(v) Others	-	-
- No treatment		
- With treatment - please specify level of treatment		
Total water discharged (in kiloliters)	**-**	**-**

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Yes. The Company's manufacturing Units are compliant with Zero Liquid Discharge.

The company has invested in advanced wastewater treatment technologies, such as the KMS PURON® Membrane Bio-Reactor (MBR) system, to enhance its effluent treatment capabilities. This upgrade has enabled the Company to achieve zero liquid discharge (ZLD), recycling 100% of its wastewater and reducing chemical usage and maintenance costs.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2024-25*	FY 2023-24*
NOx	Tonnes/Year	20.465	0.003
SOx	Tonnes/Year	12.399	0.001
Particulate Matter (PM)	Tonnes/Year	35.399	0.007
Persistent Organic Pollutants (POP)	Tonnes/Year	-	-
Volatile Organic Compounds (VOC)	Tonnes/Year	BDL	BDL
Hazardous Air Pollutants (HAP)	Tonnes/Year	BDL	BDL
Others – Carbon Monoxide (CO)	Tonnes/Year	9.457	BDL
Note : BDL - Below Detectable Limit	DL-Detectable Limit		

*Emissions due to Diesel used in Gensets

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Please specify unit	FY 2024-25	FY 2023-24
Total Scope 1 emissions (Break-up of the GHG into Co_2, CH_4, N_2O, HFCs, PFCs, Sf_6, NF_3, if available)	Metric tonnes of Co_2e	59,287.07	59,833.96
Total Scope 2 emissions (Break-up of the GHG into Co_2,CH4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of Co_2e	1,20,130.15	1,61,703.12
Total Scope 1 and Scope 2 emissions intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	Metric tonnes of Co_2e per INR Million	4.26	5.20
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)*	Metric tonnes of Co_2e per Million USD	96.22	NA
Total Scope 1 and Scope 2 emission intensity in terms of physical output	-	NA	NA
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	-	NA	NA

* PPP value is Rs. 22.609 / USD an average of 2024 & 2025, source: https://www.ceicdata.com

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

Yes, we have already completed several projects relating to GHG emission and in order to enhance our efforts towards the same we have devised short term and long term plans, details of which are available in our web link

https://bkend.kprmilllimited.com/media/documents/PLAN.pdf

https://bkend.kprmilllimited.com/media/documents/GHG-EMISSION-CONTROL-PROCEDURE.pdf

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2024-25	FY 2023-24
Total Waste generated (in metric tonnes)		
Plastic waste (A)	746.12	22.8
E-waste (B)	4.29	15.8
Bio-medical waste (C)	-	-
Construction and demolition waste (D)	89.90	-
Battery waste (E)	1.28	1.5
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G) Used oil, Oil filter sludge, chemical swiping, Oil cloth, Chemical can	374.98	78.3
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	32,310.07	1,710
Total (A + B + C + D + E + F + G + H)	**33,526.64**	**1,828.40***
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	0.7953 (MT / INR Million)	0.043 (MT Per INR Million)
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)**	17.98 MT / Million USD)	NA
Waste intensity in terms of physical output	NA	NA
Waste intensity (optional) – the relevant metric may be selected by the entity	NA	NA

*Change in classification methods

For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)

Category of waste	Waste Recovered (in metric tonnes)
(i) Recycled	-
(ii) Re-used	-
(iii) Other recovery operations	-
Total	-

For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)

Category of waste	Waste Disposed (in metric tonnes)
(i) Incineration	-
(ii) Landfilling	-
(iii) Other disposal operations *Majority of the waste generated are textile fabric waste. They are fully recycled for reuse. * All the waste generated are send to waste recyclers and waste handlers.	33,526.64
Total	**33,526.64**

** PPP value is Rs. 22.609 / USD an average of 2024 & 2025, source: https://www.ceicdata.com

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

The Company has implemented an advanced waste management system comprising an Effluent Treatment Plant (ETP) integrated with a Multiple Effect Evaporator (MEE) and an Agitated Thin Film Dryer (ATFD) to ensure Zero Liquid Discharge (ZLD), safe solid waste disposal and full compliance with environmental regulations.

To minimize waste generation and reduce Scope 3 emissions, we have implemented the use of bulk stainless steel tanks instead of IBC (Intermediate Bulk Container) tanks as an alternative. This change significantly reduces material waste and enhances the efficiency of our operations, contributing to both waste reduction and lower carbon footprint. By optimizing our resource utilization, we align with our sustainability goals and further strengthen our commitment to environmental responsibility.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format: **Not Applicable**

S.No.	Location of operations/offices No.	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
-	-	-	-

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
ISO 14001:2015	51_SO804E	20 JAN 2016	YES	YES	https://www.kprmilllimited.com/certifications
HIGG INDEX	S.O.804(E)	14 MAR 2017	YES	YES	https://www.kprmilllimited.com/certifications

We are proud to report that KPR has been ranked among the' India's Highest Top Scorer in HIGG INDEX VFEM'.

The scores awarded by various Third Party Certifying Agencies, as indicated below, stands as a Testimony to our remarkable achievement and our great concern for ecofriendly environment. We remain strongly focussed on its continuous improvement, by constantly assessing and improving processes and systems, to achieve long-term sustainability goals.

K.P.R. MILL LIMITED HIGG INDEX VFEM SCORE				
Year	**Processing Unit**	**Arasur Garment**	**Thekkalur Garment - 1**	**Thekkalur Garment - 2**
2020	73.2	61.1	47.4	67.2
2021	84.6	71.6	64.7	69.1
2022	84.8	75.0	73.6	74.8
2023	63	55	65	66

13. Is the entity compliant with the applicable environmental law/regulations/guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format: **Yes**

S.No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
-	-	-	-	

Leadership Indicators

1. Water withdrawal, consumption and discharge in areas of water stress (in kiloliters):

For each facility / plant located in areas of water stress, provide the following information:

(i) Name of the area - Neelambur, Arasur, Karumathampatti, Sathyamangalam, Perundurai SIPCOT, Thekkalur, Tirupur and Coimbatore

(ii) Nature of operations - Textiles & Apparels

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2024-25	FY 2023-24
Water withdrawal by source (in kilolitres)		
(i) Surface water	1,53,895.00	1,19,110.00
(ii) Groundwater	4,09,711.65	11,36,237.44
(iii) Third party water	4,22,587.60	5,86,899.19
(iv) Seawater / desalinated water	-	-
(v) Others	1,377.00	-
Total volume of water withdrawal (in kilolitres)	9,87,571.25	18,42,246.63
Total volume of water consumption (in kilolitres)	9,87,571.25	18,42,246.63
Water intensity per rupee of turnover (Water consumed / turnover)	23.42 KL per INR Million	0.05
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	529.63 KL per Million USD	0

Parameter	FY 2024-25	FY 2023-24
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water	-	-
- No treatment		
- With treatment-please specify level of treatment		
(ii) Into Groundwater	-	-
- No treatment		
- With treatment-please specify level of treatment		
(iii) Into Seawater	-	-
- No treatment		
- With treatment-please specify level of treatment		
(iv) Sent to third-parties	-	-
- No treatment		
- With treatment-please specify level of treatment		
(v) Others	-	-
- No treatment		
- With treatment-please specify level of treatment		
Total water discharged (in kiloliters)	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

2. Please provide details of total Scope 3 emissions and its intensity, in the following format:

Parameter	Please specify unit	FY 2024-25	FY 2023-24
Total Scope 3 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFC_s, PFC_s, SF_6, NF_3, if available)	**Metric tonnes of CO_2 equivalent**	Not applicable	Not applicable
Total Scope 3 emissions per rupee of turnover	**Metric tonnes of CO_2 equivalent**	Not applicable	Not applicable
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity		Not applicable	Not applicable

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Not Applicable

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not applicable

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

S. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Zero Coal	The Company is strategically advancing its coal phase-out initiative, effectively reducing greenhouse gas emissions and mitigating environmental impacts, in alignment with our long-term sustainability goals and commitment to environmental stewardship.	Reducing greenhouse gas emissions
2	Tree Plantation	Beyond its industrial operations, the Company has planted over 200,000 trees across its facilities and surrounding areas, contributing to increased green cover and promoting environmental awareness among employees and the community.	Energy saving & Co_2 emission reducing.
3	Reaching 100% renewable energy	The Company has significantly invested in renewable energy sources to meet its power requirements sustainably. The company operates 66 windmills with a total capacity of 61.92 MW, supplying approximately 40% of its energy needs. Additionally, KPR Mill is expanding its rooftop solar power generation capacity from 12 MW to 37 MW, aiming to increase its green power capacity to 100 MW, thereby reducing reliance on conventional energy sources.	Save energy Reduce Co2 emission.
4	Cold Pad Batch (CPB) dyeing	A Cold Pad Batch (CPB) dyeing system, which significantly no salt consumption and No steam in the dyeing process.	This not only minimizes our environmental footprint but also enhances the performance of our Effluent Treatment Plant (ETP), contributing to more efficient and responsible wastewater management.
5	Waste reduction	To minimize waste generation and reduce Scope 3 emissions, we have implemented the use of bulk stainless steel tanks instead of IBC (Intermediate Bulk Container) tanks as an alternative.	This change significantly reduces material waste and enhances the efficiency of our operations, contributing to both waste reduction and lower carbon footprint. By optimizing our resource utilization, we align with our sustainability goals and further strengthen our commitment to environmental responsibility. Reduction in landfill waste and resource conservation
6	Effluent Treatment	Our Effluent Treatment Plant (ETP) is designed as a Zero Liquid Discharge (ZLD) system, ensuring that 100% of the wastewater generated during production is treated, recycled and reused within the facility. This advanced system eliminates any liquid waste discharge into the environment, aligning with our commitment to sustainable manufacturing and environmental compliance.	By integrating technologies such as reverse osmosis, multi-effect evaporators, and sludge management systems, our ZLD plant not only meets regulatory standards but also supports long-term water conservation goals.
7	Waste Management	The Company has implemented an advanced waste management system comprising an Effluent Treatment Plant (ETP) integrated with a Multiple Effect Evaporator (MEE) and an Agitated Thin Film Dryer (ATFD)	Ensuring Zero Liquid Discharge (ZLD), safe solid waste disposal, and full compliance with environmental regulations.

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/web link - **Yes**

The Company has devised Business Continuity and Disaster Management plan for each units of the Company to be implemented in the event of a sudden natural calamity or emergency situations such as flood, fire or sabotage in the respective locations. The objective of the disaster plan is to educate and follow, how to control disaster, combat fire, rescue people, save life of those not only inside the factory but also neighbouring area, etc.

It also lays down the procedure for preparing and responding to a potential environmental, occupational, health and safety emergency or incident, accident including spills and releases.

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard. **NIL**
7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**NIL**
8. How many Green Credits have been generated or procured:
   a. By the Listed Entity - **NIL**
   b By the top ten value chain partners (in terms of value of purchases and sales respectively) - **NIL**

PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1.a. Number of affiliations with trade and industry chambers/ associations - 11 chambers/ associations

b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/affiliated to.

S.No.	Name of the Trade and Industry Chambers / Associations	Reach of Trade and Industry Chambers/ Associations (State / National)
1	The Southern India Mills Association	National
2	Tamilnadu Spinning Mill Association	State
3	Tirupur Exporters Association	State
4	Indian Wind Power Association	National
5	Indian Cotton Federation	National
6	The Indian Chamber of Commerce and Industry	National
7	Tamilnadu Electricity Consumers Association	State
8	Cotton Made in Africa	Global
9	The Cotton Textiles Export Promotion Council	National
10	Better Cotton Initiative	Global
11	Renewable Energy Producers Association	State

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of the authority	Brief of the Case	Corrective action taken
-	-	-

Leadership Indicators

1. Details of public policy positions advocated by the entity:

S.No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually / Half yearly / Quarterly / Others – please specify)	Web Link, if available
-	-	-	-	-	-

PRINCIPLE 8 : Businesses should promote inclusive growth and equitable development

Essential Indicators

1.Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

<table>
<tr><th>Name and brief details of project</th><th>SIA Notification no.</th><th>Date of Notification</th><th>Whether conducted by Independent external agency (Yes / No)</th><th>Results communicated in public domain (Yes / No)</th><th>Relevant web link</th></tr>
<tr><td>SA 8000:2014</td><td rowspan="4" colspan="2">SIA G.S.R. 574(E)
8th August, 2014</td><td>Yes</td><td>Yes</td><td>https://www.kprmilllimited.com/certifications</td></tr>
<tr><td>WRAP</td><td>Yes</td><td>Yes</td><td>https://www.kprmilllimited.com/certifications</td></tr>
<tr><td>BSCI</td><td>Yes</td><td>No</td><td>-</td></tr>
<tr><td>ICS</td><td>Yes</td><td>No</td><td>-</td></tr>
<tr><td>FSLM/SLCP</td><td></td><td></td><td>Yes.</td><td>Yes</td><td>https://www.kprmilllimited.com/certifications</td></tr>
</table>

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format: **Not Applicable**

S.No.	Name of project for which R&R is ongoing	State	District	No.of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amount paid to PAFs in the FY (in INR)
-	-	-	-	-	-	-

3. Describe the mechanisms to receive and redress grievances of the community.

The Company proactively meets the community representatives. It has a designated team at each manufacturing location. Each need is noted, analysed and a feasible solution is implemented.

4. Percentage of input material (inputs to total inputs by value)* sourced from suppliers:

Particulars	FY 2024-25	FY 2023-24
Directly sourced from MSMEs / small producers	10.38%	8.11%
Directly from within India	72.90%	27.24%

* Inputs mean all purchases including goods, services, spares, capex etc.

Note : Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	FY 2024-25	FY 2023-24
Rural	25.87%	79%
Semi-urban	67.88%	14%
Urban	3.24%	3%
Metropolitan	3.01%	5%

(Locations are categorized as per RBI Classification System - rural / semi-urban / urban / metropolitan)

Note : Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

Leadership Indicators

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
Nil	NA

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

Not Applicable as no CSR projects were undertaken in designated aspirational districts as identified by government bodies

S.No.	State	Aspirational District	Amount spent (In INR)
-	-	-	-

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups?

The Company does not have any preferential procurement policy at present.

(b) From which marginalized /vulnerable groups do you procure?

Not Applicable

(c) What percentage of total procurement (by value) does it constitute?

Not Applicable

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

Not Applicable, no benefits derived and shared from the intellectual properties owned or acquired.

S.No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating Benefit share
-	-	-	-	-

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Not Applicable

Name of authority	Brief of the Case	Corrective action taken
-	-	-

6. Details of beneficiaries of CSR Projects

S.No.	CSR Project	No. of persons benefited from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1	Promotion of Education	**3,619**	-

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

Our Organisation is a consumer centric and we believe our customers are our King. There is growing relevance of excellence in customer service to propel growth considering the intense competition. We have a proper and effective redressal mechanism for customers. The broad principles of our customer complaint resolution mechanism are as under.

- **Customers must be served with courtesy, respect and understanding at all times.**
- **Customers must be treated with fairness - both actual and perceived.**
- **There is a structured and well publicized mechanism for customers to ventilate grievances.**
- **Complaints are addressed within a reasonable time frame and to the satisfaction of the customers.**
- **Strategies are in place to improve customer service on a continuous basis to minimize the scope for grievances.**
- **Employees are sensitized to the importance of customer acquisition and retention.**

2. Turnover of products and / services as a percentage of turnover from all products/service that carry information about:

Particulars	as a percentage to total turnover
Environmental and social parameters relevant to the product	**25% (For all garments sold)**
Safe and responsible usage	
Recycling and/or safe disposal	

3. Number of consumer complaints in respect of the following: **NIL**

Particulars	FY 2024-25			FY 2023-24		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	-	-	-	-	-	-
Advertising	-	-	-	-	-	-
Cyber-security	-	-	-	-	-	-
Delivery of essential services	-	-	-	-	-	-
Restrictive Trade Practices	-	-	-	-	-	-
Unfair Trade Practices	-	-	-	-	-	-
Other	-	-	-	-	-	-

4. Details of instances of product recalls on account of safety issues:

Particulars	Number	Reasons for recall
Voluntary recalls	There were no instances of Product recall during the year	
Forced recalls		

5. Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes. The Risk Management Policy is available on the Company's website below:
https://bkend.kprmilllimited.com/media/documents/RISK-MANAGEMENT-POLICY-1.pdf

6. Provide details of any corrective actions taken or underway on issues relating to advertising and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

During the year, there were no instances of issues in the above mentioned areas.

7. Provide the following information relating to data breaches:
a. Number of instances of data breaches - **NIL**
b. Percentage of data breaches involving personally identifiable information of customers - **NIL**
c. Impact, if any, of the data breaches - **NIL**

Note : Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
Yes. Independent assessment done by Mr. R. MANIVASAGAM, B.Tech.,MBA.,MIE., Chartered Textile Engineer, Sustainability Consultant & Carbon Footprint Analyst.

Leadership Indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available)
   The information on Company's products can be accessed through Company's website i.e., www.kprmilllimited.com.

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.
   Our product tag contains the information on the safe and responsible usage of the products such as Wash care instructions, product features, Customer care details etc. We mention these instructions on all of our apparel products.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.
   Not applicable

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)
   The company display only mandated product information on cartons.
   No specific survey is needed.

FOR AND ON BEHALF OF THE BOARD

K.P.Ramasamy
Chairman
DIN: 00003736

Coimbatore
09.05.2025

INDEPENDENT AUDITORS' REPORT

To the Members of K.P.R. Mill Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of K.P.R. Mill Limited (the "Company") which comprise the standalone balance sheet as at 31 March 2025 and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended and notes to the standalone financial statements, including material accounting policies and other explanatory information.

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 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 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 SAs 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 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 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.

Revenue recognition

See notes 3 and 26 to the standalone financial statements

The key audit matter	How the matter was addressed in our audit
The Company's revenue is derived primarily from sale of goods. Revenue from sale of goods is recognised when control of the products being sold is transferred to the customer and there are no longer any unfulfilled performance obligations. The performance obligations in the contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on terms with customers. Inappropriate assessment could lead to risk of revenue being recognized before transfer of control. In view of the above and since revenue is a key performance indicator of the Company, we have identified timing of revenue recognition from sale of goods as a key audit matter.	In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence: • Assessing the appropriateness of the accounting policy for revenue recognition with relevant accounting standards; • Evaluating the design and implementation of the Company's key internal financial controls in relation to timing of revenue recognition and tested the operating effectiveness of such controls for selected samples; • Performing detailed testing by selecting samples of revenue transactions recorded during the year and around the year end date using statistical sampling. We assessed fulfilment of performance obligations during the year by verifying the underlying documents. These documents included contract specifying terms of sale, invoices, goods dispatch notes, shipping documents and customer acceptances, as applicable, ; • Testing, on a sample basis using specified risk based criteria, journal entries affecting revenue recognised during the year to identify unusual items.

Information Other than the Financial 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 Company's Board's report, Management Discussion and Analysis, Corporate Governance Report, Business Responsibility and Sustainability report, but does not include the financial statements and 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 and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss and 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 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 is 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 financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements 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.

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

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

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

Report on other Legal and Regulatory Requirements

1 As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2A. 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 except for the matters stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

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 April 1, 2025 to April 8, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act.

f. the reservation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company has disclosed the impact of pending litigations as at 31 March 2025 on its financial position in its standalone financial statements - Refer note 35 to the standalone financial statements.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 49 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), 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.

(ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 49 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), 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 Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

e. The interim dividend declared and paid by the Company during the year is in compliance accordance with Section 123 of the Act.

   The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

   As stated in note 48 to the standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account, however, the feature of recording audit trail (edit log) facility has not been enabled. Consequently, we are unable to comment on audit trail feature of the said software.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

   In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP
Chartered Accountants
ICAI Firm's Registration No. 101248W/W-100022

Sampad Guha Thakurta
Partner
Membership No.: 060573
ICAI UDIN:25060573BMOKFB5160

Place : Bengaluru
Date : 09 May 2025

INDEPENDENT AUDITORS' REPORT

Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of K.P.R. Mill Limited for the year ended 31 March 2025

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

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a 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 three 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) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company, except for the following which are not held in the name of the Company:

Description of property	Gross carrying value (₹ in lakhs)	Held in the name of	Whether promoter, director or their relative or employee	Period held- indicate range, where appropriate	Reason for not being held in the name of the Company. Also indicate if in dispute
Freehold land located at Kittampalayam and Tirunelveli admeasuring 19 acres and 8 acres respectively.	66.76	K.P.R. Spinning Mill Private Limited	NO	April 1, 2005	The title deeds are in the name of K.P.R. Spinning Mill Private Limited, erstwhile Company that was merged with the Company under section 391 to 394 of the Companies Act, 1956 in terms of the approval of Honourable High Court(s) of judicature.
Freehold land located at Arasur, Bogampatti, Thenkasi, Tirunelveli admeasuring 40.65 acres, 18.20 acres, 57.63 acres and 6 acres respectively	64.47	K.P.R. Mill Private Limited	NO	April 1, 2005	The title deeds are in the name of K.P.R. Mill Private Limited, erstwhile Company that was merged with the Company under section 391 to 394 of the Companies Act, 1956 in terms of the approval of Honourable High Court(s) of judicature.
Freehold land located at Tirunelveli admeasuring 2 acres	9.61	K.P.R. Knits	NO	April 1, 2005	The title deeds are in the name of K.P.R. Knits, erstwhile Company that was acquired through out-right purchase.

Immovable properties whose title deeds have been charged as security for loans are held in the name of the Company based on the confirmations directly received by us from lenders.

INDEPENDENT AUDITORS' REPORT

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right-of-use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit, 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) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(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, provided guarantee or security, granted loans or advances in the nature of loans, secured or unsecured to firms, limited liability partnership or any other parties during the year. The Company has not provided security or granted advances in the nature of loans, secured or unsecured to any company during the year. The Company has made investments, granted loans and stood guarantee to companies during the year in respect of which the requisite information, as applicable, is provided below.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans and stood guarantee, to entities as below:

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made and guarantees provided, the terms and conditions of the grant of loans during the year are, prima facie, not prejudicial to the interest of the Company. The Company has not provided any advances in the nature of loans or any security to companies, firms, limited liability partnership or any other parties during the year.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular, where applicable. Further, the Company has not given any advance in the nature of loan to any party during the year. Also refer note 47 to the standalone financial statements.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Also refer note 47 to the standalone financial statements. Further, the Company has not given any advances in the nature of loans to any party during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(₹ in Lakhs)

Particulars	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount granted during the year				
Subsidiaries*	-	-	30,000	-
Joint ventures*	-	-	-	-
Associates*	-	-	-	-
Others*	7	-	-	-
Balance outstanding as at balance sheet date				
Subsidiaries*	96,200	-	26,364	-
Joint ventures*	-	-	-	-
Associates*	-	-	-	-
Others*	250	-	-	-

**As per the Companies Act, 2013*

Also refer note 47 to the standalone financial statements.

INDEPENDENT AUDITORS' REPORT

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of investments made and loans, guarantees given by the Company, in our opinion the provisions of Section 185 and 186 of the Companies Act, 2013 ("the Act") have been complied with, where applicable.

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

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax ('GST'), Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2025 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to GST, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute, except as follows:

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

(ix) (a) 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 defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans during the year and the term loans obtained in the previous periods were fully utilised in the respective periods. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act. The Company does not hold any investment in any associates or joint ventures (as defined under the Act) during the ended 31 March 2025.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Act. The Company does not hold any investment in any associates or joint ventures (as defined under the Act) during the ended 31 March 2025.

Name of the statute	Nature of the dues	Amount* (₹ in lakhs)	Financial year to which the amount relates	Forum where dispute is pending
Income-tax Act, 1961	Income tax	2.68	2016-2017	Commissioner of Income Tax (Appeals), Faceless Appeal Centre, New Delhi.
Income-tax Act, 1961	Income tax	7.23	2020-2021	Commissioner of Income Tax (Appeals), Faceless Appeal Centre, New Delhi.
Goods and Services Tax Act	GST	173.67	2014- 2017	Commissioner of GST & Central Excise (Appeals), Coimbatore
Goods and Services Tax Act	GST	21.47	2017-2020	Commissioner of GST & Central Excise (Appeals), Coimbatore
Goods and Services Tax Act	GST	-	2017-2018 and 2018-2019	Commissioner of GST & Central Excise (Appeals), Coimbatore

*net of amount paid under protest

INDEPENDENT AUDITORS' REPORT

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

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

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act 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 required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(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) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

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

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information comprising Board's report, Management Discussion and Analysis and Corporate Governance Report, accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm's Registration No.:101248W/W-100022

Sampad Guha Thakurta
Partner
Membership No.: 060573
ICAI UDIN:25060573BMOKFB5160

Place : Bengaluru
Date : 09 May 2025

INDEPENDENT AUDITORS' REPORT

Annexure B to the Independent Auditor's Report on the standalone financial statements of K.P.R. Mill Limited for the year ended 31 March 2025

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of K.P.R. Mill Limited ("the Company") as of 31 March 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

Management's and Board of Directors' Responsibilities for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note 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 financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the company are being made only in accordance with authorisations

INDEPENDENT AUDITORS' REPORT

of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For B S R & Co. LLP
Chartered Accountants
ICAI Firm's Registration No :101248W/W-100022

Sampad Guha Thakurta

Partner
Membership No.: 060573
ICAI UDIN:25060573BMOKFB5160

Place : Bengaluru
Date : 09 May 2025

BALANCE SHEET

(₹ in Lakhs)

	Particulars	Note	As at 31.03.2025	As at 31.03.2024
	ASSETS			
(1)	**Non-current assets**			
	(a) Property, plant and equipment	4	1,08,295	97,346
	(b) Capital work-in-progress	4	3,849	9,572
	(c) Intangible assets	4	91	65
	(d) Financial assets			
	(i) Investments	5	72,873	72,873
	(ii) Loans	6	26,364	188
	(iii) Other financial assets	7	4,211	4,171
	(e) Other non - current assets	8	693	2,547
	Total non - current assets		**2,16,376**	**1,86,762**
(2)	**Current assets**			
	(a) Inventories	9	1,10,940	1,16,714
	(b) Financial assets			
	(i) Investments	10	22,651	3,204
	(ii) Trade receivables	11	45,773	52,391
	(iii) Cash and cash equivalents	12	7,697	6,057
	(iv) Bank balances other than Cash and cash equivalents	13	20,294	10,215
	(v) Other financial assets	14	367	381
	(c) Other current assets	15	16,246	16,129
	Total current assets		**2,23,968**	**2,05,091**
	Total assets		**4,40,344**	**3,91,853**
	EQUITY AND LIABILITIES			
(1)	**Equity**			
	(a) Equity share capital	16	3,418	3,418
	(b) Other equity	17	3,82,203	3,33,989
	Total equity		**3,85,621**	**3,37,407**
	Liabilities			
(2)	**Non - current liabilities**			
	(a) Financial liabilities			
	(i) Other financial liabilities	18	103	288
	(b) Deferred tax liabilities (net)	19	6,902	6,314
	(c) Other non-current liabilities	20	136	223
	Total non- current liabilities		**7,141**	**6,825**
(3)	**Current liabilities**			
	(a) Financial liabilities			
	(i) Borrowings	21	24,143	28,651
	(ii) Trade payables			
	(A) Total outstanding dues of micro enterprises and small enterprises; and	22 (A)	621	704
	(B) Total outstanding dues of creditors other than micro enterprises and small enterprises	22 (B)	9,737	7,117
	(iii) Other financial liabilities	23	78	83
	(b) Other current liabilities	24	12,694	10,523
	(c) Current tax liabilities (net)	25	309	543
	Total current liabilities		**47,582**	**47,621**
	Total Liabilities		**54,723**	**54,446**
	Total Equity and Liabilities		**4,40,344**	**3,91,853**

Material accounting policies 3

The notes from 1 to 50 are an integral part of these standalone financial statements

For and on behalf of the Board of Directors of
K.P.R. Mill Limited
CIN : L17111TZ2003PLC010518

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm's Registration Number : 101248W/W-100022

K.P.Ramasamy
Chairman
DIN: 00003736

KPD Sigamani
Managing Director
DIN: 00003744

P.Nataraj
Chief Executive Officer and Managing Director
DIN : 00229137

Sampad Guha Thakurta
Partner
Membership No. : 060573

Coimbatore
09.05.2025

PL Murugappan
Chief Financial Officer

P.Kandaswamy
Company Secretary

Bengaluru
09.05.2025

STATEMENT OF PROFIT & LOSS

(₹ in Lakhs)

Particulars	Note	Year Ended 31.03.2025	Year Ended 31.03.2024
I. Revenue from operations	26	4,21,567	4,05,367
II. Other income	27	18,084	20,395
III. Total Income (I+II)		**4,39,651**	**4,25,762**
IV. Expenses			
Cost of materials consumed	28	2,48,538	2,39,939
Purchase of stock-in-trade		-	-
Changes in inventories of finished goods, stock -in- trade and work- in-progress	29	(1,971)	10,900
Employee benefits expense	30	55,158	48,789
Finance costs	31	1,996	2,284
Depreciation and amortisation expenses	4	8,973	8,163
Other expenses	32	43,432	46,216
V. Total Expenses		**3,56,126**	**3,56,291**
VI. Profit before tax (III-V)		**83,525**	**69,471**
VII. Tax expense			
Current tax			
- Pertaining to current period		17,498	13,227
- Pertaining to prior year		135	254
Deferred tax		588	498
Total tax expense		**18,221**	**13,979**
VIII. Profit for the period (VI-VII)		**65,304**	**55,492**
Other comprehensive income			
Items that will not be reclassified to profit or loss		-	-
Items that will be reclassified to profit or loss		-	-
IX. Other comprehensive income for the period, net of tax		-	-
X.Total comprehensive income for the period (VIII+IX)		**65,304**	**55,492**
Earnings per equity share (EPS)			
Basic and Diluted EPS (in ₹) of face value ₹ 1/- each	40	**19.11**	**16.23**

Material accounting policies 3

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For and on behalf of the Board of Directors of
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P.Kandaswamy
Company Secretary

Coimbatore
09.05.2025

Bengaluru
09.05.2025

CASH FLOW STATEMENT

(₹ in Lakhs)

Particulars	Note	Year Ended 31.03.2025	Year Ended 31.03.2024
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit for the year		**65,304**	**55,492**
Adjustments for:			
Income tax expenses recognised in the statement of profit and loss		18,221	13,979
Depreciation and amortisation expenses		8,973	8,163
Net loss / (gain) on sale of property, plant and equipment		(105)	(591)
Finance costs		1,996	2,284
Interest income		(2,201)	(518)
Dividend income from non-current investments in subsidiaries		(12,383)	(14,141)
Gain on sale of investments (net)		(2,115)	(3,957)
Rental income from operating leases		(212)	(235)
Impairment loss on financial assets		42	172
Financial guarantee income		(185)	(132)
Impairment of non-current investments (including investment pending allotment)		188	186
Recovery of Bad debts		(204)	(184)
Operating profit before working capital changes		**77,319**	**60,518**
Changes in working capital:			
Adjustments for (increase) / decrease in operating assets:			
Inventories		5,774	6,533
Trade receivables		6,780	(3,107)
Other current assets		(117)	(121)
Other non-current financial assets		(40)	(765)
Other non-current assets		1,776	1,678
Other financial assets		36	(1)
Adjustments for increase / (decrease) in operating liabilities:			
Trade payables		2,537	(12,109)
Other financial liabilities		(5)	(18)
Other current liabilities		2,171	(3,489)
Other non-current liabilities		(188)	36
Cash generated from operations		**96,043**	**49,155**
Income taxes paid		(17,871)	(13,027)
Net cash flow from / (used in) operating activities	**(A)**	**78,172**	**36,128**
CASH FLOW FROM INVESTING ACTIVITIES			
Capital expenditure on property, plant and equipment, including capital advances		(14,591)	(17,224)
Proceeds / (purchase) from sale of current investments (net)		(17,332)	10,726
Decrease / (increase) in deposit accounts (including margin money deposit)		(10,079)	178
Proceeds from sale of property, plant and equipment		685	799
(Investment in) / proceeds from maturity of term deposits (having original maturity of more than 3 months)		-	(10,167)
Loans to related party (net)		(26,399)	-
Proceeds from sale of non-current investments in subsidiaries		-	5,580
Interest received from others		2,179	390
Dividend received from subsidiaries		12,383	14,141
Rental income		212	235
Net cash flow (used in) / from investing activities	**(B)**	**(52,942)**	**4,658**

CASH FLOW STATEMENT

(₹in Lakhs)

Particulars	Note	Year Ended	
		31.03.2025	31.03.2024
CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from / (repayment of) non-current borrowings (Net)		-	(34)
Proceeds from/ (repayment of) current borrowings (net)		(4,507)	(21,115)
Finance costs paid		(1,993)	(2,249)
Dividends paid		(17,090)	(15,381)
Net cash flow (used in) / from financing activities	**(C)**	**(23,590)**	**(38,779)**
Net (decrease) / increase in cash and cash equivalents	**(A+B+C)**	1,640	2,007
Add: Opening cash and cash equivalents		6,057	4,050
Closing cash and cash equivalents (refer note 12)		**7,697**	**6,057**
Closing cash and cash equivalents comprises			
(a) Balance with banks:			
i) In Current accounts		4,727	5,397
ii) In EEFC accounts		2,943	621
(b) Cash on hand		27	39
		7,697	**6,057**

Material accounting policies 3

The notes from 1 to 50 are an integral part of these standalone financial statements

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm's Registration Number : 101248W/W-100022

For and on behalf of the Board of Directors of
K.P.R. Mill Limited
CIN : L17111TZ2003PLC010518

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DIN: 00003736

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Managing Director
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Chief Executive Officer and Managing Director
DIN : 00229137

Sampad Guha Thakurta
Partner
Membership No. : 060573

PL Murugappan
Chief Financial Officer

P.Kandaswamy
Company Secretary

Coimbatore
09.05.2025

Bengaluru
09.05.2025

CHANGES IN EQUITY

a. Equity share capital **(₹ in Lakhs)**

Balance as at 01.04.2023	3,418
Changes in equity share capital during 2023-24	-
Balance as at 31.03.2024	**3,418**
Changes in equity share capital during 2024-25	-
Balance as at 31.03.2025	**3,418**

b. Other Equity **(₹ in Lakhs)**

Particulars	Reserves and Surplus				Other comprehensive income	Total Other Equity
	Securities Premium	Capital Redemption Reserve	General Reserve	Retained Earnings		
Balance as at 01.04.2023	-	**1,850**	**24,716**	**2,67,312**	-	**2,93,878**
Profit for the year	-	-	-	55,492	-	55,492
Final dividend relating to 2022-23 paid (₹ 2.00 per share on face value of ₹ 1/-)	-	-	-	(6,836)	-	(6,836)
Interim dividend relating to 2023-24 paid (₹ 2.50 per share on face value of ₹1/-)	-	-	-	(8,545)	-	(8,545)
Balance as at 31.03.2024	-	**1,850**	**24,716**	**3,07,423**	-	**3,33,989**
Profit for the year	-	-	-	65,304	-	65,304
Final dividend relating to 2023-24 paid (₹ 2.50 per share on face value of ₹1/-)	-	-	-	(8,545)	-	(8,545)
Interim dividend relating to 2024-25 paid (₹ 2.50 per share on face value of ₹1/-)	-	-	-	(8,545)	-	(8,545)
Balance as at 31.03.2025	-	**1,850**	**24,716**	**3,55,637**	-	**3,82,203**

Material accounting policies 3

The notes from 1 to 50 are an integral part of these standalone financial statements

For and on behalf of the Board of Directors of
K.P.R. Mill Limited
CIN : L17111TZ2003PLC010518

As per our report of even date attached
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P.Kandaswamy
Company Secretary

Coimbatore
09.05.2025

Bengaluru
09.05.2025

ACCOUNTING POLICIES

1 CORPORATE INFORMATION

K.P.R. Mill Limited ('the Company') is one of the largest vertically integrated apparel manufacturing companies in India with its registered office situated at Coimbatore. The Company produces Yarn, Knitted Fabric, Readymade Garments and Wind power. It has state-of-the-art production facilities in the State of Tamil Nadu, India. The Company's registered office is at No. 9, Gokul Buildings, A.K.S Nagar, Thadagam Road, Coimbatore - 641001, Tamil Nadu, India.

The Company's shares are listed in BSE Limited (BSE) and National Stock Exchange of India Limited (NSE).

2 BASIS OF PREPARATION

A) STATEMENT OF COMPLIANCE

These standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under section 133 of the Companies Act, 2013 ("the Act") and other relevant provisions of the Act, as amended from time to time.

These standalone financial statements for the year ended 31.03.2025 are approved for issue by the Company's Board of Directors on 09.05.2025.

Details of the Company's accounting policies, including changes thereto, are included in note 3. The Company has consistently applied the accounting policies to all the periods present in these standalone financial statements.

B) FUNCTIONAL AND PRESENTATION CURRENCY

These standalone financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakhs, unless otherwise indicated.

C) BASIS OF MEASUREMENT

These standalone financial statements have been prepared under the historical cost basis and on an accrual basis, except for the following items which are measured on an alternative basis on each reporting date:

i. Derivative financial instruments measured at fair value through profit and loss;

ii. Certain financial assets and liabilities measured at fair value (refer accounting policy on financial instruments) and

iii. Net defined (asset) / liability measured at fair value of plan assets less present value of obligations limited as explained in note 3 (K).

D) USE OF JUDGEMENTS AND ESTIMATES

In preparing these standalone financial statements, management has made judgments and estimates that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgements

Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognised in the standalone financial statements is included in the following notes:

Note 15 - classification, measurement and recognition of Government grants

Note 3(L) Leases - whether the arrangement contains a lease; and lease classification

Note 3(H) and 38 - Financial instruments: Classification and measurement

Assumptions and estimation uncertainties:

Information about assumptions and estimation uncertainties at the reporting date that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year is included in the following notes:

(i) Impairment of non-financial assets:

In assessing impairment, management has estimated economic use of assets, the recoverable amount of each asset or cash-generating units based on expected future cash flows and use an interest rate to discount them. Estimation of uncertainty relates to assumptions about future operating cash flows and determination of a suitable discount rate. (also refer Note 3)

(ii) Useful lives of depreciable assets:

Management reviews its estimate of useful lives of depreciable assets at each reporting date, based on expected utility of assets. Uncertainties in these estimates relate to technological obsolescence that may change utility of assets (also refer note 3).

(iii) Inventories:

Management has carefully estimated the net realizable values of inventories, taking into account the most reliable evidence available at each reporting date. The future realization of these inventories may be affected by market-driven changes (also refer note 3).

(iv) Defined Benefit Obligation (DBO):

The actuarial valuation of the DBO is based on a number of critical underlying management's assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly

ACCOUNTING POLICIES

impact the DBO amount and the annual defined benefit expenses (also refer note 43).

(v) Recognition and measurement of provisions and contingencies:

Key assumptions about the likelihood and magnitude of an outflow of resources (also refer note 35).

(vi) Impairment of financial assets - refer Note 3

Measurement of expected credit loss allowance for trade receivables, loans and other financial assets: key assumptions in determining the weighted-average loss rate (also refer note 11).

E) MEASUREMENT OF FAIR VALUES

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. This includes a valuation team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the chief financial officer. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

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

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. The inputs used to measure the fair value of assets or a liability fall into different levels of the fair value hierarchy. Accordingly, the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the low level input that is significant to the entire measurement.

Management uses various valuation techniques to determine fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management based on its assumptions on observable data as far as possible but where it not available, the management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date (also refer Note 38). The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

F) CURRENT AND NON-CURRENT CLASSIFICATION

The Company classifies an asset as current asset when:

- it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- it holds the asset primarily for the purpose of trading;
- it expects to realise the asset within twelve months after the reporting period; or
- the asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- it expects to settle the liability in its normal operating cycle;
- it holds the liability primarily for the purpose of trading;
- the liability is due to be settled within twelve months after the reporting period; or
- it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company's normal operating cycle is twelve months.

3 SUMMARY OF MATERIAL ACCOUNTING POLICIES

A) INVENTORIES

Inventories are valued at lower of cost and net realizable value. The cost of raw materials, components, stock-in-trade, consumable stores and spare parts are determined using first-in first-out / specific identification method and includes freight, taxes and duties, net of duty credits wherever applicable and any other expenditure incurred in bringing them to their present location and condition. In the case of finished goods and work-in-progress, cost includes an appropriate share of manufacturing overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and selling expenses. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw materials, stores and spares, packing and others held for use in the production of finished goods are not written down below except in cases where material prices have declined and it is estimated that the cost of the finished goods will exceed their net realizable value.

ACCOUNTING POLICIES

The comparison of cost and net realisable value is made on an item by item basis.

B) CASH AND CASH EQUIVALENTS (FOR PURPOSES OF CASH FLOW STATEMENT)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

C) CASH FLOW STATEMENT

Cash flows are reported using the indirect method, whereby profit / (loss) is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information. In cash flow statement, cash and cash equivalents include cash in hand, balances with banks in current accounts and other short-term highly liquid investments with original maturities of three months or less.

D) PROPERTY, PLANT AND EQUIPMENT

Recognition and measurement

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if 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.

Freehold land is stated at historical cost less any accumulated impairment losses. Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. Cost of an item of property, plant and equipment comprises:

a. Purchase price, including import duties and non-refundable taxes on purchase (goods and service tax), after deducting trade discounts and rebates.

b. Any directly attributable cost of bringing the item to its working condition for its intended use, estimated costs of dismantling and removing the item and restoring the site on which it is located.

c. The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Any gain / loss on disposal of an item of property, plant and equipment is recognised in the statement of profit and loss.

Subsequent expenditure

Subsequent expenditure is capitalised only if 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.

Component accounting

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Depreciation

Depreciation is calculated on the cost of items of property, plant and equipment less their estimated residual values using the straight-line method over the estimated useful lives and is generally recognised in the Statement of profit and loss. Freehold land is not depreciated.

Depreciation on property, plant and equipment is charged over the estimated useful life of the asset or part of the asset (after considering double/triple shifts) as evaluated on technical assessment on straight-line method, in accordance with Part A of Schedule II to the Companies Act, 2013.

The estimated useful life of the property, plant and equipment followed by the Company for the current and the comparative period are as follows :

Asset	Management's estimated useful life	Useful life as per Schedule II
Factory Building	~ 30 Years	~ 30 Years
Non Factory Building	~ 60 Years	~ 60 Years
Plant & Equipments	~ 10-20 Years	~ 8-20 Years
Windmill	~ 12 Years	~ 22 Years
Electricals	~ 14 Years	~ 10 Years
Furnitures & fixtures	~ 10 Years	~ 10 Years
Computers & accessories	~ 3 Years	~ 3-6 Years
Vehicles	~ 8-10 Years	~ 8-10 Years

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if necessary, for each reporting period. Based on technical evaluation, the management believes that its estimate of useful life as given above best represent the period over which management expects to use the asset.

On property, plant and equipment added / disposed off during the year, depreciation is charged on pro-rata basis for the period from/upto which the asset is ready for use/disposed off.

Capital work-in-progress

Property, plant and equipment in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. They are classified to the appropriate categories of property, plant and

ACCOUNTING POLICIES

equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

INTANGIBLE ASSETS

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is calculated on a straight-line basis over their estimated useful lives and it is included in the statement of profit and loss. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

The estimated useful life of intangible assets consisting computer software is 3 years.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in the statement of profit and loss when the asset is derecognised.

E) REVENUE FROM CONTRACTS WITH CUSTOMERS

The Company generates revenue primarily from sale of Yarn, Knitted Fabric and Readymade Garments. The Company also earns revenue from rendering of services.

Revenue is measured based on the consideration specified in a contract with a customer. The Company recognises revenue when it transfers control over a good or service to a customer.

1.1 Sale of products

Revenue is recognised when a promise in a customer contract (performance obligation) has been satisfied by transferring control over the promised goods to the customer. Control over the promised goods refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the individual delivery and acceptance terms agreed with the customers.

The amount of revenue to be recognized (transaction price) is based on the consideration expected to be received in exchange for goods, excluding amounts collected on behalf of third parties such as sales tax or other taxes directly linked to sales. If a contract contains more than one performance obligation, the transaction price is allocated to each performance obligation based on their relative stand-alone selling prices. Revenue from product sales are recorded net of allowances for estimated rebates, cash discounts and estimates of product returns, all of which are established at the time of sale.

1.2 Revenue from services

Revenue from sale of services is recognised when related services are rendered as per the terms agreed with customers.

1.3 Export incentives

Export incentives are accounted in the year of exports based on eligibility and expected amount on realisation.

1.4 Sales returns

Our customers have the contractual right to return goods only when authorised by the Company.

F) OTHER INCOME

Dividend income from investments is recognized when the right to receive the payment is established and when no significant uncertainty as to measurability or collectability exists.

Rental income under operating leases is recognized in the statement of profit and loss on a straight-line basis over the term of the lease except where another systematic basis is more representative of the pattern in which benefit from the use of the underlying asset is diminished.

Interest income is recognised using effective interest rate method. Interest income on overdue receivables is recognized only when there is a certainty of receipt. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of financial instrument to: the gross carrying amount of the financial asset; or the amortised cost of the financial liability.

G) FOREIGN CURRENCY TRANSACTIONS AND TRANSLATIONS

Transactions in foreign currencies are translated into the functional currency at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction. Foreign exchange gains and losses from settlement of these transactions are recognised in the statement of profit and loss.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured at historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences arising on translation are recognised in the statement of profit and loss.

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H) FINANCIAL INSTRUMENTS

(i) Recognition and initial measurement

Trade receivables and debt securities are initially recognised when they are originated.

All other financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument. A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

The 'trade payable' is in respect of the amount due on account of goods purchased in the normal course of business. They are recognised at their transaction and services availed value if the transaction do not contain significant financing component.

(ii) Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- Fair value through other comprehensive income (FVTOCI)– debt investment
- Fair value through other comprehensive income (FVTOCI) – equity investment; or
- Fair value through profit and loss (FVTPL)

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

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

(ii) Classification and subsequent measurement

a) Non-derivative financial assets

Financial assets at amortised cost

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL :

(a) it is held within a business model whose objective is to hold assets to collect contractual cash flows; and

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

Debt investment at FVTOCI

A debt Investment will be measured at FVTOCI if it meets both of the following conditions and is not designated as at FVTPL:

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

(b) its contractual terms give rise on specified dates to cash flows that are SPPI on the principal amount outstanding.

Equity instruments at FVTOCI

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in Other Comprehensive Income ('OCI'). This election is made on an investment-by-investment basis. If the Company decides to classify an equity instrument as FVTOCI, then all fair value changes on the instrument, excluding dividend are recognised in OCI which is not subsequently recycled to statement of profit and loss.

Financial assets at FVTPL

All financial assets not classified as measured at amortised cost or FVTOCI as described above are measured at FVTPL.

On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVTOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;

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- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non- recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets – Subsequent measurement and gains and losses

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in standalone statement of profit and loss.

Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in standalone statement of profit and loss. Any gain or loss on derecognition is recognised in standalone statement of profit and loss.

Debt investments at FVTOCI

These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in standalone statement of profit and loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to standalone statement of profit and loss.

Equity investments at FVTOCI

These assets are subsequently measured at fair value. Impairment losses (and reversal of impairment losses) on equity investments measured at FVTOCI are not reported separately from other changes in fair value. Dividends are recognised as income in profit and loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to standalone statement of profit and loss.

Financial liabilities - Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit and loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in standalone statement of profit and loss. Any gain or loss on derecognition is also recognised in standalone statement of profit and loss.

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(iii) Derecognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which either substantially all of the risks and rewards of ownership of the financial asset are transferred or the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in standalone statement of profit and loss.

(iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(v) Derivative financial instruments

The Company holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in foreign exchange rates on foreign currency assets or liabilities and forecasted cash flows denominated in foreign currencies. The counterparty for these contracts is generally a bank.

Derivatives are recognized and measured at fair value. Attributable transaction costs are recognized in statement of profit and loss. Subsequent to initial recognition, derivatives are measured at fair value and changes therein are generally recognised in profit and loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

I) GOVERNMENT GRANTS, SUBSIDIES AND EXPORT INCENTIVES

Government grants and subsidies related to assets, including non-monetary grants, are initially recognised as deferred income at fair value if there is reasonable assurance that they will be received and the Company will comply with the conditions associated with the grant; they are then recognised in statement of profit and loss as other operating revenue / other income on a systematic basis.

Government grants received in relation to assets are presented as a reduction to the carrying amount of the related asset and the same is recognised in statement of profit and loss over the life of a depreciable asset as a reduced depreciation expense. Repayment of a grant related to an asset is recognised by increasing the carrying amount of the asset and the cumulative additional depreciation that would have been recognised in the statement of profit and loss in the absence of the grant is recognised immediately in the statement of profit and loss.

Government grants relating to income are deferred and recognised in the statement of profit and loss over the period necessary to match them with the costs that they intended to compensate and presented in other operating revenue.

Grants that compensate the Company for expenses incurred are recognised in profit and loss as other income on a systematic basis in the periods in which the expenses are recognised, unless the conditions for receiving the grant are met after the related expenses have been recognised. In this case, the grant is recognised when it becomes receivable.

Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

J) INVESTMENTS

Investment in subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of investment is assessed and written down immediately to its recoverable amount.

K) EMPLOYEE BENEFITS

(a) Short term employee benefits

Short-term employee benefits are measured on an undiscounted basis and expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(b) Defined contribution plan

Provident Fund and Employee State Insurance

A defined contribution plan is a post-employment benefit plan where the Company's legal or constructive obligation is limited to the amount that it contributes to a separate legal entity. The Company makes specified contributions towards Government

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administered provident fund and employee state insurance schemes. Obligations for contributions to defined contribution plan are expensed as an employee benefits expense in the statement of profit and loss in period in which the related service is provided by the employee. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

(c) Defined benefit plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Post employment benefit comprises of Gratuity which is accounted for as follows:

Gratuity Fund

The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate determined by reference to market yields at the end of the reporting period on government bonds. This rate is applied on the net defined benefit liability (asset), both as determined at the start of the annual reporting period, taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in the statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in standalone statement of profit and loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

L) LEASES

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. 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 uses the definition of a lease in Ind AS 116.

i) As a lessee

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate. The Company determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflects the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments
- variable lease payments that depend on an index or rate, initially measured using the index or rate as at the commencement date;

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- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revision in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit and loss if the carrying amount of the right-of-use asset has been reduced to zero. The Company presents right-of-use assets that do not meet the definition of investment property in "property, plant and equipment" and lease liabilities separately in balance sheet within "Financial liabilities".

Short term leases and low value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Company recognises the lease payments associated with these leases are recognized as an expense in standalone statement of profit and loss on a straight-line basis over the lease term.

ii) As a lessor

At inception or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As a part of this assessment, the company considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of other income. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease.

If an arrangement contains lease and non-lease components, then the Company applies Ind AS 115 Revenue from contracts with customers to allocate the consideration in the contract.

M) BORROWING COSTS

Borrowing cost are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are considered as adjustment to interest costs) incurred in connection with the borrowings of funds. Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

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

All other borrowing costs are recognised in the statement of profit and loss in the year in which they are incurred.

N) SEGMENT REPORTING

The Company is engaged in manufacture and sale of Yarn, Knitted Fabric and Readymade Garments and thus the Company has only one reportable segment (i.e.) Textile business.

O) EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares). Diluted earnings per share is computed by dividing the profit (considered in determination of basic earnings per share) after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share adjusted for the weighted average number of equity shares that would have been issued upon conversion of all dilutive potential equity shares.

P) INCOME TAXES

Income tax expense comprises current and deferred tax. It is recognised in standalone statement of profit and loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

The Company has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes and therefore accounted for them under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

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i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects the uncertainty related to income taxes, if any. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax liabilities and current tax assets are offset only if there is a legally enforceable right to set off the recognised amounts and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interest are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Such reductions are reversed when the probability of future taxable profit improves.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to income taxes levied by same tax authority on same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or its tax assets and liabilities will be realised simultaneously.

iii) Recognition

Current and deferred tax are recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

Q) IMPAIRMENT

Impairment of Financial instruments and contract assets

The Company recognises loss allowance for expected credit loss on financial assets measured at amortised cost.

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit - impaired includes the following observable data:

- significant financial difficulty;
- a breach of contract such as a default or being past due;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

Loss allowances for trade receivables are measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are credit losses that result from all possible default events over expected life of financial instrument. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers

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reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information. The Company assumes that credit risk on a financial asset has increased significantly if it is past due.

The Company considers a financial asset to be in default when:

- the recipient is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset is past due.

Measurement of expected credit losses

Expected credit losses are a probability - weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

Impairment of Non-Financial Assets

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets that do not generate independent cash inflows are grouped together into Cash Generating Units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

An impairment loss in respect of assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in estimates used to determine recoverable amount. Such a reversal is made only to an extent that asset's carrying amount does not exceed carrying amount that would have been determined, net of depreciation/ amortisation, if no impairment loss was recognised.

R) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

Where the Company expects some or all of the expenditure required to settle a provision will be reimbursed by another party, the reimbursement is recognised when and only when, it is virtually certain that reimbursement will be received if the entity settles the obligation. The reimbursement is treated as a separate asset.

Contingent liabilities

Contingent liability is a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability. The Company does not recognise a contingent liability but discloses its existence in the standalone financial statements.

Contingent assets

Contingent asset is not recognised in standalone financial

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statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognized.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

S) ONEROUS CONTRACTS

A contract is said to be onerous when the expected economic benefits to be derived by the Company from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract, which is determined based on the incremental costs of fulfilling the obligation under the contract and an allocation of other costs directly related to fulfilling the contract. Before such a provision is made, the Company recognises any impairment loss on the assets associated with the contract.

3A RECENT PRONOUNCEMENTS

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

4. Property, Plant & Equipment, Intangible Asset and Capital work-in-Progress

(₹ in Lakhs)

Particulars	Leased Asset - Land	Property, Plant & Equipment										Capital work-in progress	Intangible assets (Computer software)
		Freehold Land	Factory Building	Non-factory Building	Plant and Equipment	Windmill	Electricals	Furniture and Fixture	Computers and accessories	Vehicles	Total		
Gross carrying amount													
As at 31.03.2023	**550**	**13,539**	**24,517**	**12,288**	**96,295**	**12,845**	**5,243**	**3,614**	**731**	**1,598**	**1,71,220**	**2,126**	**311**
Additions	-	-	739	697	8,377	-	149	476	93	230	10,761	9,572	-
Disposals / adjustments	-	-	-	-	(686)	-	(20)	(76)	(3)	(87)	(872)	(2,126)	-
As at 31.03.2024	**550**	**13,539**	**25,256**	**12,985**	**1,03,986**	**12,845**	**5,372**	**4,014**	**821**	**1,741**	**1,81,109**	**9,572**	**311**
Additions	-	5,269	719	271	12,443	-	118	416	206	1,019	20,461	3,849	67
Disposals / adjustments	-	(11)	-	-	(1,236)	-	(7)	(27)	(14)	(14)	(1,309)	(9,572)	-
As at 31.03.2025	**550**	**18,797**	**25,975**	**13,256**	**1,15,193**	**12,845**	**5,483**	**4,403**	**1,013**	**2,746**	**2,00,261**	**3,849**	**378**
Accumulated depreciation and amortisation													
As at 31.03.2023	**22**	**-**	**6,283**	**1,496**	**50,842**	**11,060**	**3,383**	**1,861**	**529**	**820**	**76,296**	**-**	**215**
Depreciation and amortisation expenses	6	-	916	275	6,115	2	314	266	88	153	8,135	-	31
Disposals / adjustments	-	-	-	-	(548)	-	(16)	(56)	(3)	(45)	(668)	-	-
As at 31.03.2024	**28**	**-**	**7,199**	**1,771**	**56,409**	**11,062**	**3,681**	**2,071**	**614**	**928**	**83,763**	**-**	**246**
Depreciation and amortisation expenses	6	-	943	214	6,820	-	308	299	87	255	8,932	-	41
Disposals / adjustments	-	-	-	-	(682)	-	(5)	(20)	(11)	(11)	(729)	-	-
As at 31.03.2025	**34**	**-**	**8,142**	**1,985**	**62,547**	**11,062**	**3,984**	**2,350**	**690**	**1,172**	**91,966**	**-**	**287**
Net carrying amount													
As at 31.03.2024	**522**	**13,539**	**18,057**	**11,214**	**47,577**	**1,783**	**1,691**	**1,943**	**207**	**813**	**97,346**	**9,572**	**65**
As at 31.03.2025	**516**	**18,797**	**17,833**	**11,271**	**52,646**	**1,783**	**1,499**	**2,053**	**323**	**1,574**	**1,08,295**	**3,849**	**91**

Notes:

1. Refer note 21 for assets given as securities for borrowings.

2. Property, plant and equipment includes right-of-use assets of ₹ 516 lakhs as at 31.03.2025 (Pr.Yr. ₹ 522 lakhs) related to leased properties that do not meet the definition of investment property.

4.1 Title deeds of Immovable Properties not held in name of the Parent Company

(a)

Particulars	As at 31.03.2025	As at 31.03.2024
(i) Relevant line item in the balance sheet	Property, plant and equipment	Property, plant and equipment
(ii) Description of item of property	Freehold Land	Freehold Land
(iii) Gross carrying value (₹ in Lakhs)	66.76	66.76
(iv) Title deeds held in the name of	K.P.R. Spinning Mill Private Limited	K.P.R. Spinning Mill Private Limited
(v) Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter /director	No	No
(vi) Property held since which date	01.04.2005	01.04.2005
(vii) Reason for not being held in the name of the Company	The title deeds are in the name of K.P.R. Spinning Mill Private Limited, erstwhile Company that was merged with the Company under section 391 to 394 of the Companies Act, 1956 in terms of the approval of Honourable High Court(s) of judicature.	The title deeds are in the name of K.P.R. Spinning Mill Private Limited, erstwhile Company that was merged with the Company under section 391 to 394 of the Companies Act, 1956 in terms of the approval of Honourable High Court(s) of judicature.
(viii) Whether disputed	No	No

(b)

Particulars	As at 31.03.2025	As at 31.03.2024
(i) Relevant line item in the balance sheet	Property, plant and equipment	Property, plant and equipment
(ii) Description of item of property	Freehold Land	Freehold Land
(iii) Gross carrying value (₹ in Lakhs)	64.47	64.47
(iv) Title deeds held in the name of	K.P.R. Mill Private Limited	K.P.R. Mill Private Limited
(v) Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter /director	No	No
(vi) Property held since which date	01.04.2005	01.04.2005
(vii) Reason for not being held in the name of the Company	The title deeds are in the name of K.P.R. Mill Private Limited, erstwhile Company that was merged with the Company under section 391 to 394 of the Companies Act, 1956 in terms of the approval of Honourable High Court(s) of judicature.	The title deeds are in the name of K.P.R. Mill Private Limited, erstwhile Company that was merged with the Company under section 391 to 394 of the Companies Act, 1956 in terms of the approval of Honourable High Court(s) of judicature.
(viii) Whether disputed	No	No

(c)

Particulars	As at 31.03.2025	As at 31.03.2024
(i) Relevant line item in the balance sheet	Property, plant and equipment	Property, plant and equipment
(ii) Description of item of property	Freehold Land	Freehold Land
(iii) Gross carrying value (₹ in Lakhs)	9.61	9.61
(iv) Title deeds held in the name of	K.P.R. Knits	K.P.R. Knits
(v) Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter /director	No	No
(vi) Property held since which date	01.04.2005	01.04.2005
(vii) Reason for not being held in the name of the Company	The title deeds are in the name of K.P.R. Knits, erstwhile company that was acquired through out-right purchase.	The title deeds are in the name of K.P.R. Knits, erstwhile company that was acquired through out-right purchase.
(viii) Whether disputed	No	No

4.2 Capital work-in-progress (CWIP) ageing schedule

As at 31.03.2025

(₹ in Lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More Than 3 years	Total
Projects in progress	3,302	547	-	-	**3,849**
Projects temporarily suspended	-	-	-	-	-

Note: The Company does not have any CWIP which is overdue or has exceeded its cost compared to its original plan and hence CWIP completion schedule is not applicable.

-

As at 31.03.2024

(₹ in Lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More Than 3 years	Total
Projects in progress	9,547	25	-	-	**9,572**
Projects temporarily suspended	-	-	-	-	**-**

Note:The Company does not have any CWIP which is overdue or has exceeded its cost compared to its original plan and hence CWIP completion schedule is not applicable.

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(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
5	**FINANCIAL ASSETS**		
	INVESTMENTS		
	(See accounting policy in note 3(H) and note 3(J))		
	A) Investments measured at cost:		
	Unquoted (all fully paid-up)		
	a) In Equity instruments		
	i) Indian subsidiaries		
	1,00,000 (Pr.Yr. 1,00,000) equity shares of ₹10 each in Quantum Knits Private Limited.	10	10
	50,000 (Pr.Yr. 50,000) equity shares of ₹10 each in Galaxy Knits Limited.	5	5
	15,10,000 (Pr.Yr. 15,10,000) equity shares of ₹10 each in Jahnvi Motor Private Limited.	151	151
	4,16,666 (Pr.Yr. 4,16,666) equity shares of ₹10 each at a premium of ₹20 each in Jahnvi Motor Private Limited.	125	125
	10,50,000 (Pr.Yr. 10,50,000) equity shares of ₹10 each at a premium of ₹140 per share in K.P.R. Sugar Mill Limited.	1,575	1,575
	10,00,000 (Pr.Yr. 10,00,000) equity shares of ₹10 each in K.P.R. Sugar Mill Limited.	100	100
	10,00,000 (Pr. Yr. 10,00,000) equity shares of ₹10 each in KPR Sugar and Apparels Limited.	100	100
	Deemed equity in Jahnvi Motor Private Limited, K.P.R. Sugar Mill Limited and KPR Sugar and Apparels Limited (refer note 5.2 below).	657	657
	ii)Foreign subsidiaries		
	Nil (Pr.Yr. 41,000) equity shares of Singapore Dollar 1 each in KPR Mill Pte Ltd, Singapore. *	-	21
	7,98,885 (Pr.Yr. 1,68,855) equity shares of Birr 100 each in KPR Exports PLC. Ethiopia.	1900	424
	Less : Provision for impairment of investment in KPR Exports PLC, Ethiopia and KPR Mill Pte Ltd. (refer note 32, 38 and 47).	(1,900)	(445)
	b) Investment in Preference shares of subsidiaries		
	70,00,000 (Pr.Yr.70,00,000) 7% Optionally Convertible Non - Cumulative Redeemable Preference shares of ₹ 100 each at a premium of ₹ 900 per share in KPR Sugar and Apparels Limited.	70,000	70,000
	B) Investment measured at fair value through profit and loss		
	Unquoted (all fully paid-up)		
	Investment in equity shares of other entity		
	1,50,000 (Pr.Yr. 1,50,000) equity shares of ₹ 100 each of Somanur Water Scheme Pvt Ltd.	150	150
	Total (A + B)	**72,873**	**72,873**
	Aggregate amount of unquoted investments	**74,773**	**73,318**
	Aggregate amount of impairment in value of investments	**(1,900)**	**(445)**
	Aggregate amount of quoted investments in market value thereof	**-**	**-**

5.1 Information about the Company's fair value measurement is included in note 38.

5.2 The amount shown as deemed equity investments is in respect of financial guarantee given without any consideration.

5.3 Also, refer note 39 for transactions with related parties.

5.4 Also, refer note 45.

5.5 * KPR Mill Pte Ltd, Singapore was struck off from the register of Accounting and Corporate Regulatory Authority (ACRA) of Singapore vide communication received on March 11, 2025.

5.6 **Proportion of ownership interest in subsidiaries**

Name of Investees	Principal place of business	As at 31.03.2025	As at 31.03.2024
Quantum Knits Pvt Limited	India	100%	100%
K.P.R. Sugar Mill Limited	India	100%	100%
Jahnvi Motor Private Limited	India	100%	100%
Galaxy Knits Limited	India	100%	100%
KPR Sugar and Apparels Limited	India	100%	100%
KPR Exports Plc, Ethiopia	Ethiopia	100%	100%
KPR Mill Pte Ltd, Singapore (also refer note 5.5)	Singapore	-	100%

(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
6	**LOANS**		
	(See accounting policy in note 3(H))		
	Loans to related parties		
	KPR Mill Pte. Ltd, Singapore (also refer note 5.5)	-	223
	KPR Exports PLC, Ethiopia	-	306
	KPR Sugar and Apparels Limited	26,364	-
	Less: Loss allowance	-	(341)
		26,364	**188**
	Non-current Loans	26,364	188
	Current Loans	-	-
	Information about the Company's exposure to credit risk and market risk are disclosed in note 38.For terms and conditions relating to related party loans, refer note 39.		
7	**OTHER FINANCIAL ASSETS**		
	(See accounting policy in note 3(H))		
	Security deposits	4,211	4,171
	Investment in wholly - owned subsidiaries pending allotment		
	KPR Exports PLC, Ethiopia	-	1,170
	KPR Mill Pte. Ltd, Singapore (also refer note 5.5)	-	7
	Less: Loss allowance (refer note 32, 38 and 47)	-	(1,177)
		4211	**4,171**
	Information about the Company's exposure to credit risk and market risk are disclosed in note 38. For terms and conditions relating to related party, refer note 39.		
8	**OTHER NON - CURRENT ASSETS**		
	Capital advances	693	771
	Others (Corporate Social Responsibility (CSR) pre - spent)*	-	1,776
		693	**2,547**
	*Refer note 15 and 37.		
9	**INVENTORIES**		
	(See accounting policy in note 3(A))		
	Raw materials	70,710	78,062
	Work-in-progress *	4,036	4,477
	Finished goods	31,980	29,568
	Stores, spares, packing and others	4,214	4,607
		1,10,940	**1,16,714**
	* Includes Cotton ₹ 3,163 Lakhs (Pr. Yr. ₹ 3,486 Lakhs), Fabric ₹ 41 Lakhs (Pr. Yr. ₹ 34 Lakhs) and Garments ₹ 832 Lakhs (Pr. Yr. ₹ 957 Lakhs) The mode of valuation of inventories has been stated in note 3(A). Refer note 21 for assets given as security for borrowings.		
10	**FINANCIAL ASSETS**		
	CURRENT INVESTMENTS		
	(See accounting policy in note 3(H))		
	Investments in mutual funds (quoted)		
	Investments measured at fair value through profit and loss		
	Investments in mutual funds (also refer note 44)	22,651	3,204
	Aggregate amount of quoted investments and market value thereof	**22,651**	**3,204**
	Aggregate amount of unquoted investments	-	-
	Aggregate amount of impairment in value of investments	-	-
	The Company's exposure to credit risk and market risk related to investments has been disclosed in note 38.		

NOTES

(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
11	**TRADE RECEIVABLES**		
	(See accounting policy in note 3(H))		
	Trade receivables considered good - secured	-	-
	Trade receivables considered good - unsecured	45,773	52,391
	Trade receivables which have significant increase in credit risk	-	-
	Trade receivables - credit impaired	182	273
	Total Trade receivables	**45,955**	**52,664**
	Less: Loss allowance	(182)	(273)
	Net Trade receivables	**45,773**	**52,391**
	Movement of loss allowance in trade receivables		
	Opening balance	273	293
	Allowances made / (reversed) during the year	-	163
	Written off	(91)	(183)
	Closing balance	**182**	**273**

Trade Receivables ageing schedule:
As at 31.03.2025

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled dues	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More Than 3 years	
(i) Undisputed Trade receivables - considered good	-	44,830	436	507	-	-	**45,773**
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	160	-	22	**182**
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total Trade receivables	**-**	**44,830**	**436**	**667**	-	**22**	**45,955**
Loss allowance	-	-	-	(160)	-	(22)	(182)
Net Trade receivables	**-**	**44,830**	**436**	**507**	-	**-**	**45,773**

NOTES

As at 31.03.2024 (₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled dues	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More Than 3 years	
(i) Undisputed Trade receivables – considered good	-	51,770	620	1	-	-	**52,391**
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	160	-	-	113	**273**
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total Trade receivables	**-**	**51,770**	**780**	**1**	-	**113**	**52,664**
Loss allowance	-	-	(160)	-	-	(113)	**(273)**
Net Trade receivables	**-**	**51,770**	**620**	**1**	-	**-**	**52,391**

(i) For Trade receivables secured against borrowings, refer note 21.

(ii) The Company's exposure to credit and currency risks and loss allowances related to trade receivables are disclosed in note 38.

(iii) For terms and conditions relating to related party receivables, refer note 39.

(iv) Also refer note 32 and 47.

(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
12	**CASH AND CASH EQUIVALENTS**		
	(See accounting policy in note 3(B))		
	Balance with banks		
	i) In current accounts	4,727	5,397
	ii) In EEFC accounts	2,943	621
	Cash on hand	27	39
		7,697	**6,057**
13	**BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS**		
	(See accounting policy in note 3(B))		
	Balance with banks held as margin money deposit	101	47
	Deposits with banks with original maturity of more than three months but less than twelve months	20,193	10,167
	Unclaimed dividend accounts	-	1
		20,294	**10,215**
14	**OTHER FINANCIAL ASSETS**		
	(See accounting policy in note 3(H))		
	Interest accrued on bank deposits and other deposits	270	248
	Technology upgradation fund subsidy receivable	97	97
	Interest subvention on Packing Credit Loans receivables	-	36
		367	**381**
	Information about the Company's exposure to credit risk and market risk are disclosed in note 38		
15	**OTHER CURRENT ASSETS**		
	Advances other than capital advances:		
	Advance to suppliers	5,068	2,569
	Balances with government authorities	6,819	8,398
	Service tax refund receivable	286	286
	Export incentive receivable	1,256	2,628
	Others (CSR pre - spent)*	1,777	1,647
	Others (primarily prepaid expenses)	1,040	601
		16,246	**16,129**
	*Refer note 37		

NOTES

(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
16	**SHARE CAPITAL**		
	a) Authorised		
	45,00,00,000 (Pr.Yr. 45,00,00,000) equity shares of ₹ 1 (₹ 1) each with voting rights.	4,500	4,500
	10,00,000 (Pr.Yr.10,00,000) 7% Redeemable Cumulative Non-Convertible Preference shares of ₹ 100 each.	1,000	1,000
		5,500	**5,500**
	b) Issued, subscribed and fully paid up		
	34,18,14,000 (Pr.Yr. 34,18,14,000) equity shares of ₹1 (₹1) each fully paid-up with voting rights	3,418	3,418
		3,418	**3,418**

16.1 **Term / rights to shares**

Equity shares

34,18,14,000 (Pr.Yr. 34,18,14,000) equity shares of ₹ 1 (₹ 1) each with voting rights. The holder of each equity share is entitled to one vote per share. The Company declares and pays dividends in Indian rupees.

The Board declared and paid an interim dividend of ₹ 2.50 per share (face value of ₹ 1/- each) for the year 2024-25 (Pr.Yr. ₹ 2.50 per share) (face value of ₹ 1/- each).

The Board has recommended a final dividend of 250% (₹ 2.50/- per share of the face value of ₹1/- each) for the year 2024-25 (Pr.Yr. ₹ 2.50 per share) subject to the approval of the shareholders in Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive residual assets of the Company, after settling the dues of preferential shareholders and other creditors as per priority. The distribution will be in proportion to the number of equity shares held by the shareholders.

16.2 **Reconciliation of the shares outstanding at the beginning and at the end of the year**

Equity Shares with voting rights	As at 31.03.2025		As at 31.03.2024	
Particulars	**Number of Shares**	**(₹ in Lakhs)**	**Number of Shares**	**(₹ in Lakhs)**
At the beginning of the year	34,18,14,000	3,418	34,18,14,000	3,418
Changes during the year	-	-	-	-
At the end of the year	34,18,14,000	3,418	34,18,14,000	3,418

16.3 **Details of Shareholders holding more than 5% of Shares in the Company**

Equity Shares

Particulars	As at 31.03.2025		As at 31.03.2024	
	Number of shares	**% of total shares**	**Number of shares**	**% of total shares**
Sri K.P.Ramasamy	6,95,30,816	20.34	7,30,30,816	21.37
Sri KPD Sigamani	6,95,31,217	20.34	7,30,31,217	21.37
Sri P.Nataraj	6,95,31,217	20.34	7,30,31,217	21.37
SBI Multi Cap Fund	2,49,76,443	7.31	-	-

As per the records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares as at the balance sheet date.

16.4 **For the period of five years immediately preceeding the date at which the Balance Sheet is prepared:**

(i) The Company has not issued any shares without payment being received in cash.

(ii) The Company has not issued any bonus shares.

(iii) The aggregate number of equity shares bought back by the Company during the year is Nil (Previous Years 3,50,14,920 shares of ₹ 1/- each, fully paid up).

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16.5 Shareholding of promoters

Promoter Name	As at 31.03.2025			As at 31.03.2024		
	Number of Shares	% of total shares	% change during the year	Number of Shares	% of total shares	% change during the year
Equity shares:						
Sri K.P.Ramasamy	6,95,30,816	20.34	(1.02)	7,30,30,816	21.37	-
Sri KPD Sigamani	6,95,31,217	20.34	(1.02)	7,30,31,217	21.37	-
Sri P.Nataraj	6,95,31,217	20.34	(1.02)	7,30,31,217	21.37	-

During the year promoter have sold 1,05,00,000 shares

(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
17	**OTHER EQUITY**		
	Capital redemption reserve		
	Opening balance	1,850	1,850
	Changes during the year	-	-
	Closing balance (A)	**1,850**	**1,850**
	Balance in capital redemption reserve represents an amount equal to the nominal value of share bought back. The same may be utilised in accordance with the provisions of the Companies Act, 2013.		
	General reserve		
	Opening balance	24,716	24,716
	Closing balance (B)	**24,716**	**24,716**
	The General reserve represents an amount transferred from retained earnings from time To time for appropriation purpose which can be utilised for meeting future obligations. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit and loss.		
	Retained earnings		
	Opening balance	3,07,423	2,67,312
	Add: Profit for the year	65,304	55,492
	Less:		
	Interim dividend ₹ 2.50 per share (Pr.Yr. ₹ 2.50 per share)	8,545	8,545
	Final dividend for the FY 2023-24 paid ₹ 2.50 per share(Pr.Yr ₹ 2.00 per share)	8,545	6,836
	Closing balance (C)	**3,55,637**	**3,07,423**
	Retained earnings represents profits generated and retained by the Company post distribution of dividends to the equity shareholders in the respective years. This reserve can be utilized for distribution of dividend by the Company considering the requirements of the Companies Act, 2013.		
	Total (A+B+C)	**3,82,203**	**3,33,989**
	NON - CURRENT LIABILITIES		
	FINANCIAL LIABILITIES		
18	**OTHER FINANCIAL LIABILITIES**		
	Premium on financial guarantee	103	288
		103	**288**
	Information about the Company's exposure to liquidity risks is included in note 38. For terms and conditions relating to related party balances, refer note 39. Also refer note 23.		

NOTES

(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
19	**DEFERRED TAX LIABILITIES (net)**		
	(See accounting policy in note 3(P))		
	Deferred tax liabilities	6,902	6,314
	Net deferred tax liabilities	**6,902**	**6,314**
	For movement in deferred tax liabilities, refer note 34.		
20	**OTHER NON - CURRENT LIABILITIES**		
	Security deposit from dealers	-	35
	Payables on purchase of property, plant and equipment	136	188
		136	**223**
	CURRENT LIABILITIES		
	FINANCIAL LIABILITIES		
21	**BORROWINGS**		
	(See accounting policy in note 3(H))		
	Loans repayable on demand from banks - secured		
	Working capital loans	3	2
	Packing credit loans	24,140	28,649
		24,143	**28,651**

Information about the company's exposure to currency, interest rate and liquidity risks is included in note 38.

21.1 i) Loans for working capital and packing credit are secured by pari-passu first charge on the current assets of the Company and pari-passu second charge on entire block of assets of the Company.

ii) The Company has not defaulted in its repayments of the loans and interest during the year.

iii) Interest rate relating to working capital loans are in the range of 8.90% to 11.25% per annum (Pr.Yr. 7.85% to 8.90%). Interest rates relating to INR packing credit loans are in the range of 6.55% to 7.30% per annum (Pr.Yr. 6.80% to 7.30%).

21.2 **Reconciliation of cash flows from financing activities**

	As at 31.03.2025	As at 31.03.2024
Cash and cash equivalents	7,697	6,057
Current borrowings	(24,143)	(28,651)
Net debt*	**(16,446)**	**(22,594)**

(₹ in Lakhs)

Particulars	Other assets	Liabilities from financing activities		Total
	Cash and cash equivalents	Non-current borrowings	Current borrowings	
Net debt as at 01.04.2024	**6,057**	**-**	**(28,651)**	**(22,594)**
Net cash flows	1,640	-	4,508	6,148
Net debt as at 31.03.2025	**7,697**	**-**	**(24,143)**	**(16,446)**
Net debt as at 01.04.2023	**4,050**	**(29)**	**(49,770)**	**(45,749)**
Net cash flows	2,007	29	21,119	23,155
Net debt as at 31.03.2024	**6,057**	**-**	**(28,651)**	**(22,594)**

* Net debt is calculated as sum of non-current borrowings and current borrowings less cash and cash equivalents.

NOTES

21.3 Short-term loans availed have not been utilised for long-term purposes by Company.

21.4 Quarterly returns or statements of current assets filed by the Company for the sanctioned borrowings with banks or financial institutions are in agreement with the books of accounts.

(₹ in Lakhs)

22		31.03.2025	31.03.2024
	TRADE PAYABLES		
	(See accounting policy in note 3(H))		
	(A) Total outstanding dues of micro enterprises and small enterprises ('MSME'); and	621	704
	(B) Total outstanding dues of creditors other than micro enterprises and small enterprises	9,737	7,117
		10,358	**7,821**

Trade payables ageing schedule:

As at 31.03.2025 (₹ in Lakhs)

Particulars	Outstanding for following periods from the due date of payment					Total
	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More Than 3 years	
Undisputed dues						
MSME	-	621	-	-	-	**621**
Others	-	9,722	15	-	-	**9,737**
Disputed dues						
MSME	-	-	-	-	-	-
Others	-	-	-	-	-	-
	-	**10,343**	15	-	-	**10,358**

As at 31.03.2024 (₹ in Lakhs)

Particulars	Outstanding for following periods from the due date of payment					Total
	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More Than 3 years	
Undisputed dues						
MSME	-	704	-	-	-	**704**
Others	1,077	6,010	30	-	-	**7,117**
Disputed dues						
MSME	-	-	-	-	-	-
Others	-	-	-	-	-	-
	1,077	**6,714**	**30**	**-**	**-**	**7,821**

(i) All the trade payables are current and non-interest bearing.
(ii) Refer note 36 for details of dues to micro enterprises and small enterprises.
(iii) The Company's exposure to currency and liquidity risks related to trade payables is disclosed in note 38.
(iv) For terms and conditions relating to related party payables, refer note 39.

23			
	OTHER FINANCIAL LIABILITIES		
	(See accounting policy in note 3(H))		
	Premium on financial guarantee	69	69
	Unclaimed dividend	-	1
	Others	9	13
		78	**83**

The Company's exposure to currency and liquidity risks related to other financial liabilities is disclosed in note 38.
For terms and conditions relating to related party balances, refer note 39.

NOTES

(₹ in Lakhs)

S.No.	Particulars	Year ended 31.03.2025	Year ended 31.03.2024
24	**OTHER CURRENT LIABILITIES**		
	Advance payment from customers	1,879	3,602
	Statutory dues payable	2,646	1,350
	Employee benefits payable	8,169	5,571
		12,694	**10,523**
	Notes :		
	(i) Revenue recognised during the year that was included in the contract liability balance at the beginning of the year amounts to ₹ 3,602 lakhs (Pr.Yr ₹ 7,070 lakhs).		
	(ii) For terms and conditions relating to related party, refer note 39.		
25	**CURRENT TAX LIABILITIES (net)**		
	(See accounting policy in note 3(P))		
	Provision for tax (net of advance tax)	309	543
		309	**543**
26	**REVENUE FROM OPERATIONS**		
	(See accounting policy in note 3(E))		
	Sale of products	3,99,905	3,82,840
	Sale of services	6,367	7,601
	Other operating revenues	15,295	14,926
	Revenue from operations	**4,21,567**	**4,05,367**
	Disaggregation of revenue from contracts with customers		
	In the following disclosure, revenue from contract with customers has been disaggregated based on the nature and type of goods sold.		
26.1	**Sale of products**		
	Garment	1,68,471	1,60,346
	Yarn	1,70,693	1,65,619
	Fabric	43,986	38,718
	Cotton waste	17,462	18,869
	Accessories and others	17	372
		4,00,629	**3,83,924**
	Less: Discount allowed	724	1,084
		3,99,905	**3,82,840**
26.2	**Sale of services**		
	Processing and fabrication income	6,367	7,601
		6,367	**7,601**
26.3	**Other operating revenues**		
	Export incentives	11,733	10,581
	Others (primarily scrap sales)	3,562	4,345
		15,295	**14,926**
	Refer note 39 for sales made to related parties.		

(₹ in Lakhs)

S.No.	Particulars	Year ended 31.03.2025	Year ended 31.03.2024
27	**OTHER INCOME**		
	(See accounting policy in note 3(F))		
	Interest income on financial assets measured at amortised cost:		
	- Balance with banks held as margin money deposit	844	189
	- Others	1,357	329
	Dividend income from non-current investments in subsidiaries	12,383	14,141
	Gain on sale of investments (net)	2,115	3,957
	Net gain on sale of property, plant and equipment	105	591
	Net gain on account of foreign exchange fluctuations	-	3
	Rental income	212	235
	Miscellaneous income	864	766
	Recovery of bad debts & credit written back	204	184
		18,084	**20,395**
	Refer note 39 for transactions with related parties.		
28	**COST OF MATERIALS CONSUMED**		
	a) Inventory of materials at the beginning of the period		
	Cotton	63,044	60,988
	Dyes and chemicals	739	509
	Yarn, fabric, polyester and Visocse	14,279	11,821
		78,062	**73,318**
	b) Add: Purchases		
	Cotton	1,77,180	1,88,324
	Dyes and chemicals	9,953	10,365
	Yarn, fabric, polyester, Viscose and garments	32,257	26,622
	Trims, packing and others	21,796	19,372
		2,41,186	**2,44,683**
	c) Less : Inventory of materials at the end of the period		
	Cotton	54,803	63,044
	Dyes and chemicals	709	739
	Yarn, fabric, polyester and Viscose	15,198	14,279
		70,710	**78,062**
	Cost of materials consumed (a + b - c)	**2,48,538**	**2,39,939**
	Refer note 39 for transactions with related parties.		
29	**CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK- IN- TRADE AND WORK-IN-PROGRESS**		
	a) Inventories at the beginning of the Period		
	Finished goods	29,568	39,749
	Work-in-progress	4,477	5,196
		34,045	**44,945**
	b) Inventories at the end of the period		
	Finished goods	31,980	29,568
	Work-in-progress	4,036	4,477
		36,016	**34,045**
	Net decrease / (increase)	**(1,971)**	**10,900**

NOTES

(₹ in Lakhs)

S.No.	Particulars	Year ended 31.03.2025	Year ended 31.03.2024
30	**EMPLOYEE BENEFITS EXPENSE**		
	(See accounting policy in note 3(K))		
	Salaries, wages and bonus	44,165	39,210
	Contribution to provident and other funds	3,774	3,632
	Staff welfare expenses	7,219	5,947
		55,158	**48,789**
	Refer note 39 for transactions with related parties.		
31	**FINANCE COSTS**		
	(See accounting policy in note 3(M))		
	Interest expense on financial liabilities measured at amortised cost:		
	Borrowings from banks/others:		
	- Term loans	-	3
	- Working capital loans and packing credit loans	1,269	1,450
	Interest on shortfall in payment of income tax	4	35
	Other borrowing costs	723	796
		1,996	**2,284**
32	**OTHER EXPENSES**		
	Manufacturing expenses		
	Power and fuel	20,952	22,292
	Consumption of stores, spares and packing materials	3,309	3,089
	Repairs and maintenance		
	Building	1,574	1,673
	Machinery	7,118	8,129
	Others	1,171	916
	Insurance	466	500
	Administration Expenses		
	Legal and professional charges	291	284
	Rent (refer note 39 and 42)	1,397	1,331
	Rates and taxes	245	174
	Payment to auditors (refer note 33)	30	20
	Travelling and conveyance	872	877
	Expenditure on Corporate Social Responsibility (CSR) (Refer Note 37)	1,680	1,590
	Donations	27	47
	Impairment loss on financial assets	42	172
	Impairment loss on non-current investment (net)	188	186
	Miscelleneous expenses	637	909
	Selling Expenses		
	Freight and forwarding	2,042	1,997
	Sales commission	1,292	1,730
	Other selling expenses	99	300
		43,432	**46,216**
	Refer note 39 for transactions with related parties.		

NOTES

(₹ in Lakhs)

S.No.	Particulars	2024 - 25	2023 - 24
33.	**Payment to auditors**		
	Statutory audit fees	30	19
	Reimbursement of expenses	-	1
	Total	**30**	**20**
34.	**Income tax**		
34.1	**Income tax recognised in the statement of profit and loss**		
	Current tax		
	Current income tax charge	17,498	13,227
	Tax expense relating to prior years	135	254
	Total (A)	**17,633**	**13,481**
	Deferred tax		
	(Benefits) / charge attributable to origination and reversal of temporary differences	588	498
	Total (B)	**588**	**498**
	Total (A + B)	**18,221**	**13,979**

There are no items of income tax recognised in other comprehensive income.

34.2 Reconciliation of effective tax rate

(₹ in Lakhs)

Particulars	Effective tax rate		Amount	
	2024 - 25	2023- 24	2024 - 25	2023 - 24
Profit before tax	-	-	83,525	69,471
Tax using the Company's domestic tax rate	25.17%	25.17%	21,022	17,484
Effect of deductions under Chapter VI-A of the Income-tax Act, 1961	(4.1%)	(5.9%)	(3,401)	(4,080)
Effect of non-deductible expenses and others	0.56%	0.46%	465	321
	21.65%	19.76%	18,086	13,725
Effect of tax expense relating to earlier years	0.16%	0.37%	135	254
Income tax recognised in the statement of profit and loss	**21.82%**	**20.12%**	**18,221**	**13,979**

34.3 Movement in deferred tax liabilities :

(₹ in Lakhs)

Particulars	Balance as at 01.04.2023	Recognised in P&L during 2023-24	Recognised in OCI during 2023-24	Balance as at 31.03.2024	Recognised in P&L during 2024-25	Recognised in OCI during 2024-25	Balance as at 31.03.2025
Property, plant and equipment	5,817	498	-	6,314	588	-	6,902
Total	**5,817**	**498**	**-**	**6,314**	**588**	**-**	**6,902**

NOTES

35. Contingent Liabilities and Commitments (to the extent not provided for)

I. Contingent Liabilities

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
(a) Claims against the Company not acknowledged as debts		
(i) Income tax matters	10	10
(ii) Goods and service tax matters	479	498
(b) Bank guarantees in favour of parties outstanding		
(i) Tamil Nadu Generation and Distribution Corporation [TANGEDCO]	164	164
(ii) Tamil Nadu Pollution Control Board	-	5
(iii) New Tirupur Area Water Development Corporation Limited	84	77
(iv) Central Government Samarath Scheme	2	2
(c) Letter of Credit Facility in favour of Suppliers		
(i) Foreign Letter of Credit	3,077	2,639
(ii) Inland Letter of Credit	-	118
(d) Discounted sales invoices	**3,570**	**5,448**

(e) Provident Fund:

Pursuant to the Supreme Court judgement dated February 28, 2019 on the inclusion of special allowances for contribution to provident fund, the Company has been legally advised that there are interpretative challenges on the application of the judgement retrospectively. Based on the legal advice and in the absence of the reliable measurement of the provision for earlier periods, the Company has not recorded a provision for the prior years.

Notes:

(i) Future cash outflows in respect of the above matters are determinable only on receipt of judgments / decisions pending at various forums / authorities.

(ii) The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in these standalone financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial position.

II. Commitments

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
(a) Capital Commitments		
(i) Estimated amount of contracts remaining to be executed on capital account and not provided for (Property, plant and equipment: ₹ 2,699 Lakhs (Pr.Yr. ₹ 5,318 Lakhs) and (Intangible assets: Nil (Pr.Yr. ₹ Nil))	2,699	5,318
(b) Other Commitments		
(i) The Company has given corporate guarantees to banks/ financial institutions / others on behalf of M/s Jahnvi Motor Private Limited, M/s K.P.R.Sugar Mill Limited and M/s KPR Sugar and Apparels Limited	96,200	1,31,700
(ii) Export obligations against the import licenses taken for import of capital goods under the Export Promotion on Capital Goods Scheme and Advance Authorisation scheme for import of raw materials. The duty implication involved is ₹ 2,302 Lakhs (Pr.Yr. ₹ 1,522 Lakhs)	13,810	9,131

NOTES

Note: Disclosure under section 186 (4) of the Companies Act, 2013 **(₹ in Lakhs)**

Name of the Party	31.03.2025	31.03.2024
M/s K.P.R. Sugar Mill Limited	2,500	8,000
M/s Jahnvi Motor Private Limited	200	2,700
M/s KPR Sugar and Apparels Limited	93,500	1,21,000
Total	**96,200**	**1,31,700**

The recipients utilise the guarantee for availing term loans and working capital facilities from banks / financial institutions / others.
Also refer note 5 and 39.

36 Disclosure with respect to Micro, Small and Medium Enterprises Development Act, 2006

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" ("MSMED Act, 2006") is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on request made by the Company. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance sheet date. There are no delays in payment made to such suppliers during the year or for any earlier years and accordingly there is no interest paid or outstanding interest in this regard in respect of payment made during the year or on balance brought forward from previous year.

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
1. The principal amount remaining unpaid to any supplier at the end of each accounting year	621	704
2. Interest due remaining unpaid to any supplier at the end of each accounting year	-	-
3. The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
4. The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
5.The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
6.The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006	-	-

37 Corporate Social Responsibility Expenditure

The gross amount required to be spent by the Company during the year towards Corporate Social Responsibility (CSR) as per the provisions of section 135 of the Companies Act, 2013 amounts to ₹ 1,647 Lakhs (Pr.Yr. ₹ 1,577 Lakhs). Amount spent during the year on CSR activities (included in note 32 of the statement of profit and loss) as under:

The amount approved by the Board to be spent during the year towards Corporate Social Responsibility (CSR) as per the provisions of section 135 of the Companies Act, 2013 amounts to ₹ 1,680 Lakhs (Pr.Yr. ₹ 1,590 Lakhs).

(₹ in Lakhs)

Particulars	For the year Ended	
	31.03.2025	31.03.2024
Promotion of education	1,680	1,580
Chess Olympiad sponsorship	-	5
Rural development	-	5
Total	**1,680**	**1,590**

NOTES

Details of corporate social responsibility expenditure:

(₹ in Lakhs)

Particulars	For the year Ended	
	31.03.2025	31.03.2024
(i) Shortfall at the end of the year	-	-
(ii) Total of previous years shortfall	-	-
(iii) Reason for shortfall	NA	NA
(iv) Details of related party transactions	NA	NA
(v) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	NA	NA

Disclosure under section 135(5) of the Companies Act, 2013

(₹ in Lakhs)

Particulars	For the year Ended	
	31.03.2025	31.03.2024
(i) Opening balance (excess) / shortfall	(3,423)	(5,000)
(ii) Amount required to be spent during the year	1,647	1,577
(iii) Amount spent during the year (also refer note 8, 15 and 32)	-	-
(iv) Amount recorded as CSR expenditure during the year (also refer note 8, 15 and 32)	1,680	1,590
(v) Closing balance (excess)* / shortfall	**(1,777)**	**(3,423)**

* Out of the excess closing balance in the table above, balance of ₹ 1,777 lakhs (Pr Yr ₹ 3,423 lakhs) represents CSR pre-spent during the financial year 2022-23 to be adjusted against the Company's future CSR obligation in accordance with the provisions of Companies Act, 2013.

The Company has spent an amount of ₹ 33 Lakhs (Pr.Yr. ₹ 13 Lakhs) which was not carried forward as CSR pre-spent for adjustment towards future CSR obligation stated above.

38 Financial Instruments

Accounting Classification and Fair Values:

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

31.03.2025

(₹ in Lakhs)

Particulars	Carrying amount			Total carrying amount	Fair value hierarchy
	Mandatorily at FVTPL - Others	Other financial assets - amortised cost	Other financial liabilities		
Financial assets measured at fair value					
Non-current Investments (excluding investments in subsidiaries)	150	-	-	150	Level 2
Current Investments	22,651	-	-	22,651	Level 1
Financial assets not measured at fair value					
Loans #	-	26,364	-	26,364	-
Trade receivables #	-	45,773	-	45,773	-
Cash and cash equivalents #	-	7,697	-	7,697	-
Bank balances other than Cash and cash equivalents #	-	20,294	-	20,294	-
Other financial assets # (excluding investments in subsidiaries)	-	4,578	-	4,578	-
Financial liabilities not measured at fair value					
Borrowings #	-	-	24,143	24,143	-
Trade payables #	-	-	10,358	10,358	-
Other financial liabilities #	-	-	181	181	-

NOTES

31.03.2024 (₹ in Lakhs)

Particulars	Carrying amount			Total carrying amount	Fair value hierarchy
	Mandatorily at FVTPL - Others	Other financial assets - amortised cost	Other financial liabilities		
Financial assets measured at fair value					
Non-current Investments (excluding investments in subsidiaries)	150	-	-	150	Level 2
Current Investments	3,204	-	-	3,204	Level 1
Financial assets not measured at fair value					
Loans #	-	188	-	188	-
Trade receivables #	-	52,391	-	52,391	-
Cash and cash equivalents #	-	6,057	-	6,057	-
Bank balances other than Cash and cash equivalents #	-	10,215	-	10,215	-
Other financial assets # (excluding investments in subsidiaries)	-	4,552	-	4,552	-
Financial liabilities not measured at fair value					
Borrowings #	-	-	28,651	28,651	-
Trade payables #	-	-	7,821	7,821	-
Other financial liabilities #	-	-	371	371	-

For financial assets and liabilities not measured at fair value, the Company has not disclosed the fair values of financial instruments, since their carrying amounts are reasonable approximations of their fair values.

Note: There have been no transfers between Level 1, Level 2 and Level 3 during the current and previous year.

Refer note 2E to the standalone financial statements.

Capital Management

The Company manages its capital to ensure that the Company will be able to continue as going concern while maximising the return to stakeholders through optimisation of borrowings and equity.

The capital structure of the Company consists of net debt (borrowings as detailed in note 21 which is off set by cash and bank balances as defined below) and Total Equity of the Company.

The Company is not subject to any externally imposed capital requirements.

The Company's Net Debt to Total Equity ratio as at 31.03.2025 was as follows

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
(i) Debt *	24,143	28,651
(ii) Less: Cash and Bank Balances *	27,991	16,272
(iii) Net Debt (i - ii)	**(3,848)**	**12,379**
(iv) Total Equity	3,85,621	3,37,407
(v) Net Debt to Equity Ratio (iii / iv)	**-1.00%**	**3.67%**

* Debt is defined as non-current borrowings, current borrowings and current maturities of non-current borrowings as described in note 21. Cash and Bank balances include cash and cash equivalents and Bank balances other than Cash and cash equivalents as described in note 12 and note 13.

NOTES

Financial Risk Management

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

- Market risk (see A below)
- Credit risk (see B below)
- Liquidity risk (see C below)

Risk Management Framework

The Company's corporate treasury function provides services to the business, co-ordinates access to domestic and International financial markets, monitors and manages the financial risk relating to the operation of the Company through internal risk reports which analyse exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk), credit risk and liquidity risk.

The use of financial derivatives is governed by the Company's policies approved by the board of directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivatives financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the internal auditors on a continuous basis. The Company does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

The Company's Board of Directors oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Company's Board of Directors are assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

A. Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of holding of its financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(i) Foreign currency risk

The Company's sales and purchases activities expose it primarily to the financial risk of changes in foreign currency exchange rates. The Company enters into plain vanilla forward contracts to manage its exposure to foreign currency risk.

Details of hedged and unhedged foreign currency exposures

(a) Outstanding forward exchange contracts for hedging purposes as on 31.03.2025

Currency	Cross Currency	Amount (₹ in Lakhs)	Buy / Sell
USD	INR	3,500 (24,732)	Sell Sell
USD	INR	1,207 -	Buy Buy

Note: Figures in brackets relates to the previous year.

(b) The year-end unhedged foreign currency exposures are given below

Foreign currency denominated financial assets and liabilities (including firm commitments, if any) which exposes the Company to currency risk are disclosed below. The amounts shown are those reported translated at the closing rate. Unhedged foreign currency risk exposure at the end of the reporting period has been expressed in Indian Rupees.

(₹ in Lakhs)

Particulars	USD	Total
As at 31.03.2025		
Loans	-	-
Trade receivables	66,975	66,975
Trade payables	(1,911)	(1,911)
Total	**65,064**	**65,064**

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(₹ in Lakhs)

Particulars	USD	Total
As at 31.03.2024		
Loans	188	188
Trade receivables	32,441	32,441
Trade payables	(2,410)	(2,410)
Total	**30,219**	**30,219**

Note:

Trade receivables and Trade payables includes firm commitments.

Sensitivity analysis:

Sensitivity analysis is carried out for un-hedged foreign exchange risk as at 31.03.2025. For every 1% strengthening / weakening of Indian Rupees against all relevant uncovered foreign currency transactions, profit before tax and equity would be impacted as follows:

(₹ in Lakhs)

Increase/ (decrease) in profit and equity	Strengthening		Weakening	
	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2025	Year ended March 31, 2024
USD	(651)	(302)	651	302
Total	**(651)**	**(302)**	**651**	**302**

(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 Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates.

Interest rate exposure (₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
Non-current borrowings	-	-
Current borrowings	24,143	28,651
Total	**24,143**	**28,651**

Sensitivity analysis:

Sensitivity analysis is carried out for floating rate borrowings as at March 31, 2025. For every 1% increase in average interest rates, profit before tax would be impacted by loss of approximately ₹ 241 lakhs (Pr.Yr: ₹ 287 Lakhs). Similarly, for every 1% decrease in average interest rates there would be an equal and opposite impact on the profit before tax. The calculations are based on a change in the average market interest rate for each period and the financial instruments held at each reporting date that are sensitive to changes in interest rates. All other variables are held constant.

The Company does not expect any change in interest rates on fixed rate borrowings and accordingly have not presented any sensitivities on such borrowings.

(iii) Price risk

The Company is mainly exposed to the price risk due to its investment in mutual funds. The price risk arises due to uncertainties about the future market values of these investments. As at 31.03.2025, the investments in mutual funds amounts to ₹ 22,651 lakhs (Pr.Yr: ₹ 3,204 Lakhs).

As regards Company's investments in unquoted equity instruments, the management contends that such investments do not expose the Company to price risks. In general, these securities are not held for trading purposes.

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Sensitivity analysis:

For every 1% increase in price, profit before tax would be impacted by gain of approximately ₹ 227 lakhs (Pr.Yr: ₹ 32 Lakhs). Similarly, for every 1% decrease in price there would be an equal and opposite impact on the profit before tax.

B. Credit risk management

Credit risk is the risk that the counter party to a financial instrument will not meet its contractual obligations, leading to a financial loss. Credit risk primarily arises from the Company's trade receivables, loans, investments, cash and cash equivalents, bank balances other than cash and cash equivalents and other financial assets.

The carrying amounts of financial assets represent the maximum credit risk exposure.

Trade receivables:

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
Trade receivables	45,773	52,391

The Company mitigates credit risk by strict receivable management procedures and policies. The Company has a dedicated independent team to review credit and monitor collection of receivables. In addition, the Company mitigates credit risk substantially through availment of credit insurance for both domestic and export buyers.

Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macro economic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of minimal credit losses to continue. Further, the management believes that unimpaired amounts that are past due by more than 90 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk. The impairment loss at the reporting dates related to customers that have defaulted on their payments to the Company are not expected to be able to pay their outstanding dues, mainly due to economic circumstances.

The concentration of credit risk is limited due to the customer base being large and unrelated. Further, the Company constantly evaluates the quality of trade receivables and provides impairment loss on financial assets (trade receivables) based on expected credit loss model.

For movement of loss allowance in trade receivables, refer note 11.

Loans

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
Loans to related parties	26,364	188

The Company extended loans to its wholly-owned subsidiaries which are engaged in potential ventures. Also refer note 6, 32 and 47.

Investments:

Investments of surplus funds are made only with approval of Board of Directors. This primarily include investments in equity instruments of an unlisted entity and mutual funds. The Company does not expect significant credit risks arising from these investments.

Cash and cash equivalents and Bank balances other than Cash and cash equivalents:

The Company held cash and cash equivalents and margin money deposits with credit worthy banks and financial institutions as at the reporting dates which has been measured on the 12-month expected loss basis. The credit worthiness of the banks and financial institutions are evaluated by the management on an ongoing basis and is considered to be good with low credit risk.

Other financial assets:

Other financial assets primarily consists of Investment in wholly-owned subsidiary pending allotment, Interest accrued on bank deposits and other deposits, security deposits and term deposit with Non-Banking Financial Companies. The Company does not expect any loss from non-performance by these counter-parties.

C. Liquidity risk management

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company’s approach to managing liquidity is to ensure, as far as possible, that it

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will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows and by matching the maturity profiles of financial assets and liabilities.

All current financial liabilities are repayable within one year.

39 Related Party Disclosures

Disclosures under "Ind AS" 24 – Related Party Disclosure, as identified and disclosed by the Management and relied upon by the Auditors

39.1 Name of related parties and nature of relationships

Key Management Personnel	Sri K.P.Ramasamy Sri KPD Sigamani Sri P.Nataraj Sri C.R.Anandakrishnan Sri E.K.Sakthivel
Relatives of Key Management Personnel	Smt D.Geetha (Daughter of Sri.KPD Sigamani) Sri T.N.Arun (Son of Sri P.Nataraj)
Enterprises owned by Key Management Personnel/Directors or their relatives	M/s K.P.R. Developers Limited M/s K P R Cements Private Limited M/s K P R Holdings Private Limited M/s K P R Agro Farms Private Limited M/s KPR Info Solution Private Limited M/s KPR Capital Cares Limited
Subsidiary Companies	M/s Quantum Knits Pvt Limited M/s K.P.R. Sugar Mill Limited M/s Jahnvi Motor Private Limited M/s Galaxy Knits Limited M/s KPR Exports PLC, Ethiopia M/s KPR Mill Pte Ltd, Singapore (Liqudated during the year) M/s KPR Sugar and Apparels Limited

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39.2 Transactions during the year and the balance outstanding at the balance sheet date (₹ in Lakhs)

Nature of Transaction	Enterprises owned by key management personnel / Directors or their relatives	Key Management Personnel	Relatives to Key Management Personnel	Subsidiaries	Total as on 31.03.2025
Transactions during the year					
Purchase of goods	- -	- -	- -	60 (4,202)	60 (4,202)
Purchase of property, plant and equipment	- -	- -	- -	79 (286)	79 (286)
Sale of products	- -	- -	- -	35,111 (33,885)	35,111 (33,885)
Sale of property, plant and equipment	- -	- -	- -	- (10)	- (10)
Repairs and maintenance	- -	- -	- -	28 (46)	28 (46)
Processing and fabrication Income	- -	- -	- -	3,215 (4,658)	3,215 (4,658)
Miscellaneous income	- -	- -	- -	185 (132)	185 (132)
Processing and fabrication Expenses	- -	- -	- -	0.34 -	0.34 -
Interest income on financial assets measured at amortised cost	- -	- -	- -	1,071 -	1,071 -
Lease rentals paid	- -	- -	- -	1,203 (1,202)	1,203 (1,202)
Loans given (net)	- -	- -	- -	26,364 -	26,364 -
Lease rentals received	- -	- -	- -	27 (26)	27 (26)
Dividend income	- -	- -	- -	12,383 (14,141)	12,383 (14,141)
Remuneration / salary	- -	5,058 (1,758)	18 (16)	- -	5,076 (1,774)
Proceeds from redemption of preference shares	- -	- -	- -	- (5,580)	- (5,580)
Balances outstanding as at the balance sheet date					
Non-current investments	- -	- -	- -	72,723 (72,723)	72,723 (72,723)
Loans	- -	- -	- -	26,364 (188)	26,364 (188)
Advance to suppliers	- -	- -	- -	229 -	229 -
Trade receivables	- -	- -	- -	- (7,480)	- (7,480)
Trade payables	- -	- -	- -	156 (109)	156 (109)
Employee benefits payable	- -	3,035 (1,061)	0 (0)	- -	3,035.40 (1,061.40)
Advance from customers	- -	- -	- -	1,456 (3,014)	1,456 (3,014)

(Previous year figures are shown in brackets)

NOTES

39.3 Details of transactions with related parties

a. Purchase of Goods (₹ in Lakhs)

Name	2024-25	2023-24
M/s KPR Sugar and Apparels Limited	60	1,581
M/s Quantum Knits Pvt Limited	-	2,621
Total	**60**	**4,202**

b. Purchase of property, plant and equipment (₹ in Lakhs)

Name	2024-25	2023-24
M/s Jahnvi Motor Private Limited	-	163
M/s K.P.R. Sugar Mill Limited	54	74
M/s KPR Sugar and Apparels Limited	25	9
M/s Quantum Knits Pvt Limited	-	40
Total	**79**	**286**

c. Sale of products (₹ in Lakhs)

Name	2024-25	2023-24
M/s K.P.R. Sugar Mill Limited	14,793	15,796
M/s Quantum Knits Pvt Limited	489	921
M/s KPR Sugar and Apparels Limited	19,829	17,168
Total	**35,111**	**33,885**

d. Sale of property, plant and equipment (₹ in Lakhs)

Name	2024-25	2023-24
M/s KPR Sugar and Apparels Limited	-	8
M/s Jahnvi Motor Private Limited	-	2
Total	-	**10**

e. Repairs and maintenance (₹ in Lakhs)

Name	2024-25	2023-24
M/s Jahnvi Motor Private Limited	28	46
Total	**28**	**46**

f. Processing and fabrication income (₹ in Lakhs)

Name	2024-25	2023-24
M/s KPR Sugar and Apparels Limited	3,215	4,658
Total	**3,215**	**4,658**

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g. Miscellaneous income (₹ in Lakhs)

Name	2024-25	2023-24
M/s K.P.R. Sugar Mill Limited	59	8
M/s KPR Sugar and Apparels Limited	126	121
M/s Jahnvi Motor Private Limited	-	3
Total	**185**	**132**

h. Processing and fabrication expenses (₹ in Lakhs)

Name	2024-25	2023-24
M/s KPR Sugar and Apparels Limited	0.34	-
Total	**0.34**	**-**

i. Interest income on financial assets measured at amortised cost (₹ in Lakhs)

Name	2024-25	2023-24
M/s KPR Sugar and Apparels Limited	1,071	-
Total	**1,071**	**-**

j. Lease rentals paid (₹ in Lakhs)

Name	2024-25	2023-24
M/s K.P.R. Sugar Mill Limited	1,200	1,200
M/s KPR Sugar and Apparels Limited	3	2
Total	**1,203**	**1,202**

k. Loans given during the year (net) (₹ in Lakhs)

Name	2024-25	2023-24
M/s KPR Sugar and Apparels Limited	26,364	-
Total	**26,364**	-

l. Lease rentals received (₹ in Lakhs)

Name	2024-25	2023-24
M/s K.P.R. Sugar Mill Limited	1	1
M/s Quantum Knits Pvt Limited	1	1
M/s KPR Sugar and Apparels Limited	25	24
Total	**27**	**26**

m. Dividend income (₹ in Lakhs)

Name	2024-25	2023-24
M/s K.P.R. Sugar Mill Limited	8,200	9,034
M/s KPR Sugar and Apparels Limited	3,990	4,914
M/s Jahnvi Motor Private Limited	193	193
Total	**12,383**	**14,141**

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n. Remuneration / salary (Short-term employee benefits) (₹ in Lakhs)

Name	2024-25	2023-24
Sri K.P.Ramasamy	1,672	572
Sri KPD Sigamani	1,672	572
Sri P.Nataraj	1,672	572
Sri C.R.Anandakrishnan	24	24
Sri E.K.Sakthivel	18	18
Smt D.Geetha	6	6
Sri T.N.Arun	12	10
Total	**5,076**	**1,774**

Note: Amount attributable to post employment benefits have not been disclosed as the same cannot be identified distinctly in the actuarial valuation.

o. Proceeds from redemption of preference shares (₹ in Lakhs)

Name	2024-25	2023-24
M/s K.P.R. Sugar Mill Limited	-	5,580
Total	**-**	**5,580**

39.4 Balances outstanding as at the balance sheet date:

a. Non-current investments (₹ in Lakhs)

Name	2024-25	2023-24
Equity Shares		
M/s K.P.R. Sugar Mill Limited	1,675	1,675
M/s Jahnvi Motor Private Limited	276	276
M/s Quantum Knits Pvt Limited	10	10
M/s Galaxy Knits Limited	5	5
M/s KPR Sugar and Apparels Limited	100	100
Deemed equity in Jahnvi Motor Private Limited, K.P.R. Sugar Mill Limited and KPR Sugar and Apparels Limited	657	657
Preference shares		
M/s KPR Sugar and Apparels Limited	70,000	70,000
Total	**72,723**	**72,723**

b. Loans (₹ in Lakhs)

Name	31.03.2025	31.03.2024
M/s KPR Exports PLC, Ethiopia	-	188
M/s KPR Sugar and Apparels Limited	26,364	-
Total	**26,364**	**188**

Refer note 35 for disclosure under Section 186 (4) of the Companies Act, 2013.

The recipients utilise the loan for principal business activities.

Also refer note 5.5 and 47.

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c. Advance to suppliers

(₹ in Lakhs)

Name	31.03.2025	31.03.2024
M/s KPR Sugar and Apparels Limited	229	-
Total	**229**	**-**

d. Trade receivables

(₹ in Lakhs)

Name	31.03.2025	31.03.2024
M/s KPR Sugar and Apparels Limited	-	7,480
Total	**-**	**7,480**

e. Trade payable

(₹ in Lakhs)

Name	31.03.2025	31.03.2024
M/s Jahnvi Motor Private Limited	-	5
M/s Quantum Knits Pvt limited	156	104
Total	**156**	**109**

f. Advance from customers

(₹ in Lakhs)

Name	31.03.2025	31.03.2024
M/s K.P.R. Sugar Mill Limited	1,456	3,014
Total	**1,456**	**3,014**

g. Employee benefits payable

(₹ in Lakhs)

Name	31.03.2025	31.03.2024
Sri K.P.Ramasamy	1,011	365
Sri KPD Sigamani	1,009	342
Sri P.Nataraj	1,012	351
Sri C.R.Anandakrishnan	2	2
Sri E.K.Sakthivel	1	1
Smt D.Geetha	0	0
Total	**3,035**	**1,061**

39.5 Terms and conditions of transactions with related parties

The sales to and purchases from related party are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the period ended are unsecured and interest free and settlement occurs in cash. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

39.6 Transfer pricing

The Company has transactions with related parties. For the financial year ended 31.03.2024, the Company has obtained the Accountant’s report from a Chartered Accountant as required by the relevant provisions of the Income-tax Act,1961 and has filed the same with the tax authorities. For the year ended 31.03.2025, the Company maintains documents as prescribed by the Income-tax Act, 1961 to prove that these transactions are at arm's length and believes that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

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40 Earnings per share (EPS)

Particulars	31.03.2025	31.03.2024
Profit for the year attributable to equity shareholders (₹ in Lakhs)	65,304	55,492
Weighted average number of equity shares (refer note (a))	34,18,14,000	34,18,14,000
Face value per share (₹)	1.00	1.00
Earnings per share (₹) - Basic and Diluted	19.11	16.23

Notes:

a. The Company does not have any potential equity shares. Accordingly basic and diluted earnings per share would remain the same.

41 Operating segments

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Managing Director (MD) to make decisions about resources to be allocated to the segments and assess their performance.

The Company is engaged in only one business i.e. manufacturing and sale of textiles. The entity's chief operating decision maker considers the Company as a whole to make decisions about resources to be allocated to the segment and assess its performance. Accordingly, the Company does not have multiple segments and these standalone financial statements are reflective of the information required by the Ind AS 108 for textiles.

41.1 Revenue from sale of products and services by geographic location of customers:

The geographic information analyses the Company's revenue by the Company's country of domicile and other countries. In presenting the geographical information, segment revenue has been determined based on the geographic location of the customers.

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
India	2,55,455	2,48,802
Overseas	1,50,817	1,41,639
Total	**4,06,272**	**3,90,441**
Regionwise Export		
Europe	71,245	65,963
North America	31,510	30,098
Australia	38,452	35,896
Others	9,610	9,682
Total	**1,50,817**	**1,41,639**

The Company's operations are entirely carried out in India and as such all its property, plant and equipment are located in India.

41.2 Information about Major Customers

Name of the Customer	% of Sales	
	2024 - 25	2023 - 24
Hennes Mauritz	11.68%	-

NOTES

42 Operating Lease Disclosure

42.1 As Lessee:

The Company has taken factory premises, office spaces, plant and equipment and vehicles on cancellable operating leases. The leases are for varied periods which are classified as short-term leases under Ind AS 116. The Company has incurred ₹ 1,397 lakhs (Pr.Yr: ₹ 1,331 Lakhs) for the year ended 31.03.2025 towards expenses relating to short-term leases. The total cash outflow for leases is ₹ 1,397 lakhs (Pr.Yr: ₹ 1,331 Lakhs) for the year ended 31.03.2025, including cash outflow of short-term leases. Also refer note 32.

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
Minimum lease payments not later than one year	903	1,003
Later than one year but not later than five years	-	-
More than five years	-	-

42.2 As lessor:

The Company has given certain non-factory building on cancellable operating leases and has earned rental income of ₹ 212 lakhs (Pr.Yr: ₹ 235 Lakhs) for the year ended 31.03.2025. Since the aforesaid leases are short-term in nature, there are no lease payments receivable after one year as at 31.03.2025. The expected amount of minimum lease payments to be received within one year is ₹ 212 lakhs (Pr.Yr: ₹ 235 Lakhs). Also refer note 27.

43 Disclosure of employee benefits

43.1 Defined contribution plans

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
Provident fund	3,419	3,301
Employee state insurance	849	813

43.2 Defined benefit plan - gratuity

The Company provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Company. The Company's obligation towards Gratuity is a defined benefit plan and the details of actuarial valuation as at the year-end are given below:

Reconciliation of the net defined benefit (asset)/ liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined (asset) / liability and its components.

(₹ in Lakhs)

Sl.No	Particulars	31.03.2025	31.03.2024
A	**Reconciliation of present value of defined benefit obligation**		
	Present value of obligation as at the beginning of the year	1,306	1,115
	Current service cost	90	179
	Interest cost	94	12
	Benefits paid	-	-
	Actuarial (gains) / losses on obligations		
	- changes in financial assumptions	-	-
	Balance at the end of the year at the end of the year	**1,490**	**1,306**

NOTES

(₹ in Lakhs)

Sl.No	Particulars	31.03.2025	31.03.2024
B	**Reconciliation of fair value of plan assets:**		
	Balance at the beginning of the year	1,306	1,113
	Interest income	93	79
	Actuarial gains / (losses) on plan assets	-	-
	Benefits paid	-	-
	Contributions paid into the plan	91	114
	Fair value of plan asset as at the end of the year	**1,490**	**1,306**
	Plan assets comprises of :		
	Investment with insurer	1,490	1,306
C	**Net Asset/(Liability) recognized in the Balance Sheet**		
	Present value of obligation as at end of the year	1,490	1,306
	Fair value of Plan Asset as at end of the year	1,490	1,306
	Funded status [surplus/(deficit)]	**-**	**-**
D	**Expenses recognized in the statement of profit and loss**		
	Current service cost	90	179
	Interest cost	94	12
	Expected return on plan assets	(93)	(79)
	Actuarial (gains) / losses on obligations and plan assets	-	-
		91	**112**
E	**Remeasurement recognised in other comprehensive income:**		
	Actuarial / (gains) losses on defined benefit obligation	-	-
	Actuarial / (gains) losses on plan assets	-	-
F	**Actuarial Assumptions**		
	Discount rate (per annum)	7.04%	7.25%
	Rate of increase in compensation levels (per annum)	7.50%	6.50%
	Rate of return on plan assets (per annum)	7.04%	7.52%
	Attrition rate (per annum)	4.00%	4.00%
	Expected average remaining working lives of employees (years)	25.12	26.66
	Demographic assumptions - based on Indian Assured Lives Mortality (2012-14)		

The estimate of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotions and other relevant factors including supply and demand in the employment market.

43.3 Disclosure of Employee Benefits (Continued)

Asset-liability matching strategies

The Company has funded the liability with the insurance company. The entire investible assets are managed by the fund managers of the insurance company and the asset values as informed by the insurance company has been taken for valuation purpose. The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rates (in particular, the significant fall in interest rates, which should result in a increase in liability without a corresponding increase in the asset).

NOTES

Expected contributions to the plan for the next annual reporting period

The expected benefits are based on the same assumptions as are used to measure Company's defined benefit plan obligations as at 31.03.2025. The Company is expected to contribute ₹ 221 lakhs (Pr.Yr: ₹ 249 Lakhs) to defined benefit plan obligations funds for the year ending 31.03.2026.

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
Weighted average duration of the defined benefit obligation	16.23 years	16.61 years
Disclosure related to indication of effect of the defined benefit plan on the entity's undiscounted future cash flows Payout in the next		
1 year	60	46
1-2 years	52	50
2-3 years	58	53
3-4 years	66	54
4-5 years	61	61
5 years and beyond	4,058	3,800

Sensitivity analysis

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

(₹ in Lakhs)

Particulars	31.03.2025		31.03.2024	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(166)	201	(142)	171
Salary growth (1% movement)	194	(163)	165	(138)
Attrition rate (1% movement)	(20)	23	(12)	13
Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.				

44 Details of current investments in mutual funds (quoted)

(₹ in Lakhs)

Particulars	2024-25		2023-24	
	Units	Amount	Units	Amount
Nippon India Mutual Fund	1,22,316	7,763	-	-
HDFC Mutual Fund	1,26,462	6,440	-	-
LIC Mutual Fund	1,79,383	8,448	2,59,723	3,204
	4,28,162	**22,651**	**2,59,723**	**3,204**

Also refer note 10.

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45 Disclosure as per Schedule V of Regulation 34 of the listing regulations - Investments

(₹ in Lakhs)

Name of the Company	31.03.2025	31.03.2024
M/s Quantum Knits Pvt Limited	10	10
M/s K.P.R. Sugar Mill Limited	1,675	1,675
M/s Jahnvi Motor Private Limited	276	276
M/s Galaxy Knits Limited	5	5
M/s KPR Sugar and Apparels Limited	70,100	70,100
Total	**72,066**	**72,066**

Also refer note 5.

46 Disclosure as per Schedule V of Regulation 34 of the listing regulations - Loans

(₹ in Lakhs)

Name of the Company	As at 31.03.2025	Maximum outstanding during the year 2024-25	As at 31.03.2024	Maximum outstanding during the year 2023-24
M/s KPR Exports PLC, Ethiopia (also refer note 47)	-	188	188	188
M/s KPR Mill Pte Limited, Singapore (also refer Note 47)	-	-	-	223
Total	**-**	**188**	**188**	**411**

Also refer note 6.

47 Impairment assessment of KPR Exports PLC, Ethiopia and KPR Mill Pte. Ltd, Singapore

During the year ended 31.03.2025, the Company performed an impairment assessment for investments made in KPR Exports PLC, Ethiopia, due to changes in business environment as a result of civil unrest in Ethiopia. Further to such evaluation, the Company has recognized a provision for impairment loss on such investments aggregating to INR 188 lakhs. This provision for impairment loss has been presented as part of 'Other expenses' in the statement of profit and loss for the year ended 31.03.2025. Also refer note 5 and 32 to the standalone financial statements.

Further, during the previous year, the Company had performed an impairment assessment of investments made (including investments pending allotment) and loans given due from M/s KPR Mill Pte. Ltd Singapore and had recognized a provision for impairment towards carrying value of investments (including investments pending allotment) and loans of ₹ 275 lakhs as at 31.03.2024. The provision had been presented as part of 'Other expenses' in the statement of profit and loss for the year ended 31.03.2024. Also refer note 5,5.5,6 and 7 to the standalone financial statements.

48 Events after reporting period

The Board of Directors have recommended a final dividend of ₹ 8,545 Lakhs (₹ 2.50 per share of the face value of ₹ 1/- each (250%)) for the year 2024-25 subject to the approval of the shareholders in Annual General Meeting.

49 Other statutory information

a) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

b) The Company does not have any transactions with companies struck off.

c) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

d) The Company has not traded or invested in Crypto currency or virtual currency during the financial year.

e) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or

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- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

f) No funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall

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

g) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income-tax Act, 1961).

h) The Company has not have been declared as wilful defaulters by any bank or financial institution or government or any government authority.

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

j) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

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

50 Ratios as per the Schedule III requirements

a) Current ratio = Total current assets divided by Total current liabilities

Particulars	31.03.2025	31.03.2024
Total current assets - ₹ in Lakhs	2,23,968	2,05,091
Total current liabilities - ₹ in Lakhs	47,582	47,621
Ratio	**4.71**	**4.31**
% Change from previous year	**9.29%**	

b) Debt Equity Ratio = Total debt divided by Total equity wherein Total Debt refers to sum of current and non-current borrowings

Particulars	31.03.2025	31.03.2024
Total debt - ₹ in Lakhs	24,143	28,651
Total equity - ₹ in Lakhs	3,85,621	3,37,407
Ratio	**0.06**	**0.08**
% Change from previous year	**-26.27%**	

Reason for change more than 25%: The ratio has decreased from 0.08 for the year ended 31.03.2024 to 0.06 for the year ended 31.03.2025 on account decreased working capital availments

c) Debt Service Coverage Ratio = Earnings available for debt service divided by the Total interest and principal repayments

Particulars	31.03.2025	31.03.2024
Profit after tax - ₹ in Lakhs	65,304	55,492
Add: Non - cash operating expenses and finance cost		
- Depreciation and amortisation expenses - ₹ in Lakhs	8,973	8,163
- Finance costs - ₹ in Lakhs	1,996	2,284
Earnings available for debt service - ₹ in Lakhs	**76,273**	**65,939**
- Finance costs relating to term loans - ₹ in Lakhs	-	3
- Principal repayments relating to term loans - ₹ in Lakhs	-	34
Total interest and principal repayments relating to term loans - ₹ in Lakhs	**-**	**37**
Ratio	**-**	**1782.14**
% Change from previous year	**-100.00%**	

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Reason for change more than 25%: The ratio has decreased from 1,782.14 for the year ended 31.03.2024 to 0 for the year ended 31.03.2025 on account of repayment of term loans.

d) Return on Equity Ratio = Profit after tax divided by Average total equity

Particulars	31.03.2025	31.03.2024
Profit after tax - ₹ in Lakhs	65,304	55,492
Average total equity (Refer note below) - ₹ in Lakhs	3,61,514	3,17,352
Ratio	**18.06**	**17.49**
% Change from previous year	**3.31%**	

Note: Average total equity = (Total equity as at the beginning of respective year + Total equity as at the end of respective year) divided by 2

e) Inventory turnover ratio = Sales divided by Average inventory

Particulars	31.03.2025	31.03.2024
Sales (refer note 1 below) - ₹ in Lakhs	4,21,567	4,05,367
Average inventory (refer note 2 below) - ₹ in Lakhs	1,13,827	1,19,981
Ratio	**3.70**	**3.38**
% Change from previous year	**9.62%**	

Note 1 : Sales represents revenue from operations.

Note 2 : Average inventory = (Total inventories as at the beginning of respective year + Total inventories as at the end of respective year) divided by 2.

f) Trade receivables turnover ratio = Sales divided by Average trade receivables

Particulars	31.03.2025	31.03.2024
Sales - ₹ in Lakhs (Refer note 1 below)	4,09,834	3,94,786
Average trade receivables - ₹ in Lakhs (Refer note 2 below)	49,082	50,800
Ratio	**8.35**	**7.77**
% Change from previous year	**7.45%**	

Note 1: Sales for the purpose of the table above represents revenue from operations excluding export incentives.

Note 2: Average trade receivables = (Total trade receivables as at the beginning of respective year + Total trade receivables as at the end of respective year) divided by 2.

g) Trade payables turnover ratio = Purchases divided by Average trade payables

Particulars	31.03.2025	31.03.2024
Purchases (refer note 1 below) - ₹ in Lakhs	2,41,186	2,44,683
Average trade payables (refer note 2 below)- ₹ in Lakhs	9,090	13,876
Ratio	**26.53**	**17.63**
% Change from previous year	**50.47%**	

Note 1: Purchases represents purchases forming part of cost of materials consumed.

Note 2: Average trade payables = (Total trade payables as at the beginning of respective year + Total trade payables as at the end of respective year) divided by 2.

Reason for change more than 25%: The ratio has increased from 17.63 for the year ended 31.03.2024 to 26.53 for the year ended 31.03.2025 on account of reduction in trade payables.

h) Net capital turnover ratio = Revenue from operations divided by Working capital wherein Working capital = Total current assets less Total current liabilities

Particulars	31.03.2025	31.03.2024
Revenue from operations - ₹ in Lakhs	4,21,567	4,05,367
Working capital - ₹ in Lakhs	1,76,386	1,57,470
Ratio	**2.39**	**2.57**
% Change from previous year	**-7.16%**	

i) Net profit ratio = Net profit after tax divided by Revenue from operations

Particulars	31.03.2025	31.03.2024
Net profit after tax - ₹ in Lakhs	65,304	55,492
Revenue from operations - ₹ in Lakhs	4,21,567	4,05,367
Ratio	**15.49**	**13.69**
% Change from previous year	**13.16%**	

j) Return on capital employed= Earnings before interest and taxes (EBIT) divided by Capital employed

Particulars	31.03.2025	31.03.2024
Earnings before interest and taxes (refer note 1 below) - ₹ in Lakhs	85,521	71,755
Capital employed (refer note 2 below) - ₹ in Lakhs	4,16,666	3,72,372
Ratio	**20.53**	**19.27**
% Change from previous year	**6.51%**	

Note 1: EBIT= Profit before taxes + Finance costs

Note 2: Capital employed = Total equity + Total debt (current borrowings and non-current borrowings) + Deferred tax liabilities

k) Return on investment ('ROI')

i) ROI on mutual fund = Income generated from invested funds divided by average invested funds in mutual funds

Particulars	31.03.2025	31.03.2024
Income generated from invested funds - ₹ in Lakhs	2,115	1,214
Invested funds in mutual funds (refer note below) - ₹ in Lakhs	12,928	7,960
Ratio	**16.36**	**15.25**
% Change from previous year	**7.27%**	

Note: Invested funds in mutual funds = (Investment in mutual fund as at the beginning of respective year + Investment in mutual fund as at the end of respective year) divided by 2

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ii) ROI on treasury funds = Income generated from invested funds divided by average invested funds in treasury funds

Particulars	31.03.2025	31.03.2024
Income generated from treasury funds - ₹ in Lakhs	844	189
Invested funds in treasury funds (refer note below) - ₹ in Lakhs	15,180	5,221
Ratio	**5.56**	**3.62**
% Change from previous year	**53.58%**	

Note: Invested funds in treasury funds = (Investment in margin money deposit, term deposit with Non-Banking Financial Companies and in deposits with original maturity of less than three months as at the beginning of respective year + Investment in margin money deposit, term deposit with Non-Banking Financial Companies and in deposits with original maturity of less than three months as at the end of respective year) divided by 2.

Reason for change more than 25%: Increase in ROI on treasury funds from 3.62% for the year ended 31.03.2024 to 5.56% in for the year ended 31.03.2025 is on account of increase in income generated from treasury funds.

The notes from 1 to 50 are an integral part of these standalone financial statements.

For and on behalf of the Board of Directors of
K.P.R. Mill Limited
CIN : L17111TZ2003PLC010518

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
ICAI Firm's Registration Number : 101248W/W-100022

K.P.Ramasamy
Chairman
DIN : 00003736

Sampad Guha Thakurta
Partner
Membership No. : 060573

KPD Sigamani
Managing Director
DIN : 00003744

P.Nataraj
Chief Executive Officer and Managing Director
DIN : 00229137

PL Murugappan
Chief Financial Officer

P.Kandaswamy
Company Secretary

Coimbatore
09.05.2025

Bengaluru
09.05.2025

AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

Independent Auditor's Report

To the Members of K.P.R. Mill Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of K.P.R. Mill Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated balance sheet as at 31 March 2025 and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended and notes to the consolidated financial statements, including material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors on separate financial statements of such subsidiaries as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2025, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

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 SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of reports of the other auditors referred to in the "Other Matters" section below, 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.

<table>
<tr><td colspan="2">Revenue recognition</td></tr>
<tr><td colspan="2">See note 3 and note 26 to the consolidated financial statements.</td></tr>
<tr><th>The key audit matter</th><th>How the matter was addressed in our audit</th></tr>
<tr><td>The Group's revenue is derived primarily from sale of goods. Revenue from sale of goods is recognised when control of the products being sold is transferred to the customer and there are no longer any unfulfilled performance obligations. The performance obligations in the contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

Inappropriate assessment could lead to risk of revenue being recognized before transfer of control.

In view of the above and since revenue is a key performance indicator of the Group, we have identified timing of revenue recognition from sale of goods as a key audit matter.</td><td>In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:
• Assessing the appropriateness of the accounting policy for revenue recognition with relevant accounting standards;
• Evaluating the design and implementation of key internal financial controls in relation to timing of revenue recognition and tested the operating effectiveness of such controls for selected samples;
• Performing detailed testing by selecting samples of revenue transactions recorded during the year and around the year end date using statistical sampling. We assessed fulfilment of performance obligations during the year by verifying the underlying documents. These documents included contract specifying terms of sale, invoices, goods dispatch notes, shipping documents and customer acceptances, as applicable ;
• Testing, on a sample basis using specified risk based criteria, journal entries affecting revenue recognised during the year to identify unusual items.</td></tr>
</table>

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

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's Board's report, Management Discussion and Analysis, Corporate Governance Report, Business Responsibility and Sustainability report, but does not include the financial statements and auditor's reports 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 and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

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

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

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 has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. 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 statements/financial information of such entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements/financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in the section titled "Other Matters" in this audit report.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter 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

a. We did not audit the financial statements/financial information of seven subsidiaries, whose financial statements/financial information reflect total assets (before consolidation adjustments) of Rs.262,837 Lakhs as at 31 March 2025, total revenues (before consolidation adjustments) of Rs.255,684 Lakhs and total net profit after tax (before consolidation adjustments) of Rs. 28,285 Lakhs and net cash inflows (before consolidation adjustments) amounting to Rs.2,301 Lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements/ financial information have been audited by other auditors whose reports 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 subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiaries, as were audited by other auditors, as noted in the "Other Matters" paragraph, we report, to the extent applicable, that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matters stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors of the Holding Company as on April 01, 2025 to April 08, 2025 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India are disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act.

f. the reservation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 reports of the other auditors on separate financial statements of the subsidiaries, as noted in the "Other Matters" paragraph:

a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2025 on the consolidated financial position of the Group. Refer note 35 to the consolidated financial statements.

b. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2025.

c. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies incorporated in India during the year ended 31 March 2025.

d (i) The respective management of the Holding Company and its subsidiary companies incorporated in India whose financial statements have been audited under the Act has represented to us and the other auditors of such subsidiary companies that, to the best of their knowledge and belief, as disclosed in the note 50 to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary companies to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiary companies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The respective management of the Holding Company and its subsidiary companies incorporated in India whose financial statements have been audited under the Act has represented to us and the other auditors of such subsidiary companies that, to the best of their knowledge and belief, as disclosed in the note 50 to the consolidated financial statements, no funds have been received by the Holding Company or any of such subsidiary companies from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiary companies shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiary companies incorporated in India whose financial statements/financial information have been audited under the Act, nothing has come to our or the other auditors notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The interim dividend declared and paid by the Holding Company during the year is in compliance accordance with Section 123 of the Act.

The final dividend paid by the Holding Company during the year, which was declared in the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in note 49 to the consolidated financial statements, the Board of Directors of the Holding Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks and that performed by the respective auditors of the subsidiary companies incorporated in India whose financial statements have been audited under the Act, the Holding Company and such subsidiaries incorporated in India have used an accounting software for maintaining its books of account, however, the feature of recording audit trail (edit log) facility has not been enabled. Consequently, we and respective auditors of such subsidiary companies are unable to comment on audit trail feature of the said software.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us and based on the reports of the statutory auditors of such subsidiary companies incorporated in India which were not audited by us, the remuneration paid during the current year by the Holding Company and its subsidiary companies to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiary companies is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP
Chartered Accountants
ICAI Firm's Registration No. 101248W/W-100022

Sampad Guha Thakurta
Partner
Membership No. 060573
ICAI UDIN:25060573BMOKFA9605

Place: Bengaluru
Date: 09 May 2025

ANNEXURE TO THE AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

Annexure A to the Independent Auditor's Report on the Consolidated Financial Statements of K.P.R. Mill Limited for the year ended 31 March 2025

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

(xxi) In our opinion and according to the information and explanations given to us, following companies incorporated in India and included in the consolidated financial statements, has certain remarks given by its auditors in their report under the Companies (Auditor's Report) Order, 2020 (CARO):

Sr. No.	Name of the entities	CIN	Holding Company / Subsidiary	Clause number of the CARO report which is unfavourable or qualified or adverse
1	K.P.R. Mill Limited	L17111TZ2003PLC010518	Holding Company	Clause(i)(c)*

*This clause pertains to title deeds of certain immovable properties not held in the name of the Holding Company.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm's Registration No. 101248W/W-100022

Sampad Guha Thakurta
Partner
Membership No. 060573
ICAI UDIN:25060573BMOKFA9605

Place: Bengaluru
Date: 09 May 2025

Annexure B to the Independent Auditor's Report on the consolidated financial statements of K.P.R. Mill Limited for the year ended 31 March 2025

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

In conjunction with our audit of the consolidated financial statements of K.P.R. Mill Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2025, we have audited the internal financial controls with reference to financial statements of the Holding Company and such companies incorporated in India under the Act which are its subsidiary companies, as of that date.

In our opinion and based on the consideration of reports of the other auditors on internal financial controls with reference to financial statements of subsidiary companies, as were audited by the other auditors, the Holding Company and such companies incorporated in India which are its subsidiary companies, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note 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 financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the relevant subsidiary companies in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Other Matter

Our aforesaid report under Section 143(3)(I) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements insofar as it relates to five subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of this matter.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm's Registration No. 101248W/W-100022

Sampad Guha Thakurta
Partner
Membership No. 060573
ICAI UDIN:25060573BMOKFA9605

Place: Bengaluru
Date: 09 May 2025

CONSOLIDATED BALANCE SHEET

(₹ in Lakhs)

Particulars	Note	As at 31.03.2025	As at 31.03.2024
ASSETS			
1) Non-current assets			
a) Property, plant and equipment	4	2,45,947	2,42,796
b) Capital work-in-progress	4	4,035	11,751
c) Goodwill	41	70	70
d) Intangible assets	4	91	65
e) Financial assets			
i) Investments	5	150	150
ii) Other financial assets	6	4,571	4,388
f) Other tax assets (net)	7	67	123
g) Other non - current assets	8	8,581	13,064
Total non - current assets		**2,63,512**	**2,72,407**
2) Current assets			
a) Inventories	9	1,86,852	1,90,525
b) Financial assets			
i) Investments	10	26,261	3,204
ii) Trade receivables	11	58,615	66,928
iii) Cash and cash equivalents	12	11,454	7,513
iv) Bank balances other than Cash and cash equivalents	13	20,364	10,387
v) Other financial assets	14	1,013	932
c) Other current assets	15	28,081	34,503
Total current assets		**3,32,640**	**3,13,992**
Total assets		**5,96,152**	**5,86,399**
EQUITY AND LIABILITIES			
1) Equity			
a) Equity share capital	16	3,418	3,418
b) Other equity	17	4,96,782	4,32,405
Total Equity		**5,00,200**	**4,35,823**
LIABILITIES			
2) Non - current liabilities			
a) Financial liabilities			
i) Borrowings	18	5,383	29,522
b) Deferred tax liabilities (net)	19	12,899	11,813
c) Other non-current liabilities	20	150	664
Total non-current liabilities		**18,432**	**41,999**
3) Current liabilities			
a) Financial liabilities			
i) Borrowings	21	41,213	86,320
ii) Trade payables			
A) Total outstanding dues of micro enterprises and small enterprises; and	22 (A)	1,259	970
B) Total outstanding dues of creditors other than micro enterprises and small enterprises	22 (B)	20,548	10,528
iii) Other financial liabilities	23	9	14
b) Other current liabilities	24	13,374	9,514
c) Current tax liabilities (net)	25	1,117	1,231
Total current liabilities		**77,520**	**1,08,577**
Total Liabilities		**95,952**	**1,50,576**
Total Equity and Liabilities		**5,96,152**	**5,86,399**

Material accounting policies 3

The notes from 1 to 50 are an integral part of these Consolidated financial statements

For and on behalf of the Board of Directors of
K.P.R. Mill Limited
CIN : L17111TZ2003PLC010518

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm's Registration Number : 101248W/W-100022

K.P.Ramasamy
Chairman
DIN: 00003736

KPD Sigamani
Managing Director
DIN: 00003744

P.Nataraj
Chief Executive Officer and Managing Director
DIN : 00229137

Sampad Guha Thakurta
Partner
Membership No. : 060573

PL Murugappan
Chief Financial Officer

P.Kandaswamy
Company Secretary

Coimbatore
09.05.2025

Bengaluru
09.05.2025

CONSOLIDATED STATEMENT OF PROFIT & LOSS

(₹ in Lakhs)

	Particulars	Note	Year Ended 31.03.2025	Year Ended 31.03.2024
I.	**Revenue from operations**	26	**6,38,788**	**6,05,968**
II.	**Other income**	27	7,438	6,726
III.	**Total Income (I+II)**		**6,46,226**	**6,12,694**
IV.	**Expenses**			
	Cost of materials consumed	28	3,86,132	3,47,815
	Purchase of stock-in-trade		5,494	7,889
	Changes in inventories of finished goods, stock -in- trade and work- in-progress	29	(2,652)	5,017
	Employee benefits expense	30	67,190	60,058
	Finance costs	31	4,977	7,437
	Depreciation and amortisation expenses	4	20,787	18,919
	Other expenses	32	58,020	61,520
V.	**Total expenses**		**5,39,948**	**5,08,655**
VI.	**Profit before tax (III - V)**		**1,06,278**	**1,04,039**
VII.	**Tax expense**			
	Current tax			
	- Pertaining to current period		23,324	21,430
	- Pertaining to prior year		357	(44)
	Deferred tax		1,086	2,118
	Total tax expense		**24,767**	**23,504**
VIII.	**Profit for the period (VI - VII)**		**81,511**	**80,535**
	Other comprehensive income			
	Items that will not be reclassified to profit or loss		-	-
	Items that will be reclassified to profit or loss		-	-
IX.	**Other comprehensive income for the period, net of tax**		-	-
X.	**Total comprehensive income for the period (VIII + IX)**		**81,511**	**80,535**
	Earnings per equity share (EPS)			
	Basic and Diluted EPS (in ₹) of face value ₹ 1/- each	40	**23.85**	**23.56**

Material accounting policies 3

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Company Secretary

Coimbatore
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Bengaluru
09.05.2025

CONSOLIDATED CASH FLOW STATEMENT

(₹ in Lakhs)

Particulars	Note	Year Ended	
		31.03.2025	31.03.2024
CASH FLOW FROM OPERATING ACTIVITIES			
Profit for the year		**81,511**	**80,535**
Adjustments for:			
Income tax expenses recognised in the statement of profit and loss		24,767	23,504
Depreciation and amortisation expenses		20,787	18,919
Net loss / (gain) on sale of property, plant and equipment		(111)	(586)
Finance costs		4,977	7,437
Interest income		(1,776)	(567)
Net (gain)/ loss on sale of current investments		(2,182)	(1,905)
Rental income from operating leases		(184)	(208)
Recovery of bad debts		(204)	(184)
Impairment loss on financial assets		42	203
Operating profit before working capital changes		**1,27,627**	**1,27,148**
Changes in working capital:			
Adjustments for (increase) / decrease in operating assets:			
Inventories		3,673	(679)
Trade receivables		8,475	(4,403)
Other current assets		6,379	(13,604)
Other non-current financial assets		(183)	(828)
Other non-current assets		4,005	1,675
Other financial assets		(64)	(227)
Adjustments for increase / (decrease) in operating liabilities:			
Trade payables		10,309	(22,107)
Other current liabilities		3,860	681
Other financial liabilities		(5)	(23)
Other non-current liabilities		(35)	34
Cash generated from operations		1,64,041	87,667
Income taxes paid		(23,909)	(19,873)
Net cash generated from operating activities	**(A)**	**1,40,132**	**67,794**
CASH FLOW FROM INVESTING ACTIVITIES			
Capital expenditure on property, plant and equipments, including capital advances		(16,869)	(32,347)
Proceeds from / (purchase of) current investments (net)		(20,875)	11,417
(Increase) /decrease in margin deposit accounts		(9,977)	188
Proceeds from sale of property, plant and equipment		775	881
(Investment in)/ proceeds from maturity of term deposits (having original maturity of more than 3 months)		-	(10,167)
Interest received		1,759	409
Rental income received from operating leases		184	208
Net cash flow from / (used in) investing activities	**(B)**	**(45,003)**	**(29,411)**

CONSOLIDATED CASH FLOW STATEMENT

(₹ in Lakhs)

Particulars	Note	Year Ended	
		31.03.2025	31.03.2024
CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from / (Repayment of) non-current borrowings (net)		(24,184)	(15,368)
Proceeds from / (Repayment of) current borrowings (net)		(45,093)	(3,640)
Finance costs paid		(4,821)	(7,339)
Dividends paid		(17,090)	(15,381)
Net cash flow from / (used in) financing activities	**(C)**	**(91,188)**	**(41,728)**
Net (decrease) / increase in cash and cash equivalents	**(A+B+C)**	3,941	(3,345)
Add: Opening cash and cash equivalents		7,513	10,858
Closing cash and cash equivalents		**11,454**	**7,513**
Closing cash and cash equivalents comprises			
a) Cash on hand		44	81
b) Balance with Banks:			
i) In Current accounts		7,613	5,953
ii) In EEFC accounts		3,797	1,479
		11,454	**7,513**

Material accounting policies 3

The notes from 1 to 50 are an integral part of these consolidated financial statements

For and on behalf of the Board of Directors of
K.P.R. Mill Limited
CIN : L17111TZ2003PLC010518

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
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Company Secretary

Coimbatore
09.05.2025

Bengaluru
09.05.2025

CHANGES IN EQUITY

a. Equity share capital (₹ in Lakhs)

Balance as at 01.04.2023	3,418
Balance as at 31.03.2024	3,418
Changes in Equity share capital during 2024-25	-
Balance as at 31.03.2025	**3,418**

b. Other Equity (₹ in Lakhs)

Particulars	Reserves and Surplus					Other compreh-ensive income	Total Other Equity
	Securities Premium	Capital Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings		
Balance as at 01.04.2023	**3,863**	**293**	**2,039**	**24,845**	**3,36,211**	**-**	**3,67,251**
Profit for the year	-	-	-	-	80,535	-	80,535
Transfer to Capital Redemption Reserve	-	-	189	-	(189)	-	-
Final dividend relating to 2022-23 paid (₹ 2.00 per share on face value of ₹ 1/-)	-	-	-	-	(6,836)	-	(6,836)
Interim dividend relating to 2023-24 paid (₹ 2.50 per share on face value of ₹ 1/-)	-	-	-	-	(8,545)	-	(8,545)
Balance as at 31.03.2024	**3,863**	**293**	**2,228**	**24,845**	**4,01,176**	**-**	**4,32,405**
Profit for the year	-	-	-	-	81,511	-	81,511
Exchange differences on financial statements of foreign operations	-	-	-	-	(44)	-	(44)
Final dividend relating to 2023-24 paid (₹ 2.50 per share on face value of ₹ 1/-)	-	-	-	-	(8,545)	-	(8,545)
Interim dividend relating to 2024-25 paid (₹ 2.50 per share on face value of ₹ 1/-)	-	-	-	-	(8,545)	-	(8,545)
Balance as at 31.03.2025	**3,863**	**293**	**2,228**	**24,845**	**4,65,553**	**-**	**4,96,782**

Material accounting policies 3

The notes from 1 to 50 are an integral part of these consolidated financial statements

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Company Secretary

Coimbatore
09.05.2025

Bengaluru
09.05.2025

ACCOUNTING POLICIES

1 CORPORATE INFORMATION

K.P.R. Mill Limited is one of the largest vertically integrated apparel manufacturing companies in India with its registered office situated at Coimbatore. The Company produces Yarn, Knitted Fabric, Readymade Garments and Wind power. It has state-of-the-art production facilities in the State of Tamil Nadu, India. The Company's registered office is at No. 9, Gokul Buildings, A.K.S Nagar, Thadagam Road, Coimbatore - 641001, Tamil Nadu, India. It has seven wholly owned subsidiary companies as follows:

a) Quantum Knits Private Limited deals in Readymade Garments.

b) K.P.R. Sugar Mill Limited produces sugar along with Green energy viz ., Co-Gen Power. Its plant is Located at Vijayapur District, Karnataka State. The Company also has Garment manufacturing facility at Arasur, Coimbatore and commenced its operations from November 2013.

c) Jahnvi Motor Private Limited is the authorised dealers of AUDI cars in Coimbatore and Madurai Region.

d) Galaxy Knits Limited has not commenced any major business activity.

e) KPR Exports PLC has Garment manufacturing facility at Ethiopia, and commenced its operation from January 2019.

f) KPR Mill Pte. Limited, is engaged in the business of trading operations of garments from Singapore and commenced its operation from January 2020. The Company was struck off from the register of Accounting and Corporate Regulatory Authority (ACRA) of Singapore vide communication received on March 11, 2025.

g) KPR Sugar and Apparels Limited, was incorporated on October 1, 2020 to produce Sugar and manufacture Garments.

The Consolidated Financial Statements relate to K.P.R. Mill Limited ('the Company') and its wholly owned subsidiary companies Quantum Knits Private Limited, K.P.R.Sugar Mill Limited, Galaxy Knits Limited, Jahnvi Motor Private Limited, KPR Exports PLC, Ethiopia, KPR Mill Pte. Limited, Singapore and KPR Sugar and Apparels Limited. The Company and its subsidiaries are hereinafter collectively referred to as "the Group".

The Company's shares are listed in BSE Limited (BSE) and National Stock Exchange of India Limited (NSE).

2 BASIS OF PREPARATION

A) STATEMENT OF COMPLIANCE

These consolidated financial statements of the Group have been prepared in accordance with the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under section 133 of the Companies Act, 2013 ("the Act") and other relevant provisions of the Act, as amended from time to time.

These consolidated financial statements for the year ended 31.03.2025 are approved for issue by the Company's Board of directors on 09.05.2025.

Details of the Group's accounting policies, including changes thereto, are included in note 3. The Group has consistently applied the accounting policies to all the periods present in these consolidated financial statements.

B) BASIS OF CONSOLIDATION

i) Subsidiaries

Subsidiaries are entity controlled by the group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

Consolidation procedure followed is as under:

Items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries are combined on a like-to-like basis. For this purpose, income and expenses of the subsidiaries are based on the amounts of the assets and liabilities recognized in the consolidated financial statements at the acquisition date.

ii) Loss of control

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related Non-controlling interests ('NCI') and other components of equity. Any interest retained in the former subsidiary is measured at fair value at the date the control is lost. Any resulting gain or loss is recognised in consolidated statement of profit and loss.

iii) Transactions eliminated on consolidation

Intra-group balances and transactions and any unrealised income and expenses arising from intra-group transactions, are eliminated. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

iv) Goodwill on consolidation

The excess of cost to the Group of its investment in subsidiaries, on the acquisition dates over and above the Group's share of equity in the subsidiaries, is recognised as "Goodwill on Consolidation" in the consolidated financial

ACCOUNTING POLICIES

statements. The said goodwill is not amortized, however it is tested for impairment at each balance sheet date and impairment loss if any, is provided for.

C) FUNCTIONAL AND PRESENTATION CURRENCY

These consolidated financial statements are presented in Indian Rupees (INR), which is also the Group's functional currency. All financial information has been rounded-off to the nearest lakhs, unless otherwise indicated.

D) BASIS OF MEASUREMENT

These consolidated financial statements have been prepared under the historical cost basis and on an accrual basis, except for the following items which are measured on an alternative basis on each reporting date:

i. Derivative financial instruments measured at fair value through profit or loss;

ii. Certain financial assets and liabilities measured at fair value (refer accounting policy on financial instruments) and

iii. Net defined (asset) / liability measured at fair value of plan assets less present value of obligations as explained in note 3 (J).

E) USE OF JUDGEMENTS AND ESTIMATES

In preparing these consolidated financial statements, management has made judgments and estimates that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

Note 15 - classification, measurement and recognition of Government grants

Note 19 - recognition and measurement of deferred tax liabilities

Note 3(M) and 44 - Leases - whether the arrangement contains a lease; and lease classification

Note 3(H) and 38: Financial instruments: Classification and measurement

Assumptions and estimation uncertainties:

Information about assumptions and estimation uncertainties at the reporting date that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year is included in the following notes:

i) Recognition of deferred tax assets

The extent to which deferred tax assets can be recognized is based on an assessment of the probability that future taxable income will be available against which the deductible temporary differences and tax loss carry-forwards can be utilized. In addition, careful judgment is exercised in assessing the impact of any legal or economic limits or uncertainties in various tax issues. (also refer note 19)

ii) Impairment of non-financial assets

In assessing impairment, management has estimated economic use of assets, the recoverable amount of each asset or cash-generating units based on expected future cash flows and use an interest rate to discount them. Estimation of uncertainty relates to assumptions about future operating cash flows and determination of a suitable discount rate. (also refer note 3).

iii) Useful lives of depreciable assets

Management reviews its estimate of useful lives of depreciable assets at each reporting date, based on expected utility of assets. Uncertainties in these estimates relate to technological obsolescence that may change utility of assets (also refer note 3).

iv) Inventories

Management has carefully estimated the net realizable values of inventories, taking into account the most reliable evidence available at each reporting date. The future realization of these inventories may be affected by market-driven changes (also refer note 3).

v) Defined benefit obligation (DBO)

The actuarial valuation of the DBO is based on a number of critical underlying management's assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses (also refer note 45).

vi) Recognition and measurement of provisions and contingencies

Key assumptions about the likelihood and magnitude of an outflow of resources (also refer note 35).

vii) Impairment of financial assets - Refer note 3

ACCOUNTING POLICIES

F) MEASUREMENT OF FAIR VALUES

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

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

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. The inputs used to measure the fair value of assets or a liability fall into different levels of the fair value hierarchy. Accordingly, the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the low level input that is significant to the entire measurement.

Management uses various valuation techniques to determine fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management based on its assumptions on observable data as far as possible but where it is not available, the management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date (also refer Note 39). The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

G) CURRENT AND NON-CURRENT CLASSIFICATION

The Group classifies an asset as current asset when:

- it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- it holds the asset primarily for the purpose of trading;
- it expects to realise the asset within twelve months after the reporting period; or
- the asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- it expects to settle the liability in its normal operating cycle;
- it holds the liability primarily for the purpose of trading;
- the liability is due to be settled within twelve months after the reporting period; or
- it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Group's normal operating cycle is twelve months.

3 SUMMARY OF MATERIAL ACCOUNTING POLICIES

A) INVENTORIES

Inventories are valued at lower of cost and net realizable value. The cost of raw materials, components, stock-in-trade, consumable stores and spare parts are determined using first-in first-out / specific identification method and includes freight, taxes and duties, net of duty credits wherever applicable and any other expenditure incurred in bringing them to their present location and condition. In the case of finished goods and work-in-progress, cost includes an appropriate share of manufacturing overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and selling expenses. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw materials, stores and spares, packing and others held for use in the production of finished goods are not written down below except in cases where material prices have declined and it is estimated that the cost of the finished goods will exceed their net realizable value.

The comparison of cost and net realisable value is made on an item by item basis.

B) CASH AND CASH EQUIVALENTS (FOR PURPOSES OF CASH FLOW STATEMENT)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

C) CASH FLOW STATEMENT

Cash flows are reported using the indirect method, whereby profit / (loss) is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and

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financing activities of the Group are segregated based on the available information. In cash flow statement, cash and cash equivalents include cash in hand, balances with banks in current accounts and other short-term highly liquid investments with original maturities of three months or less.

D) PROPERTY, PLANT AND EQUIPMENT

Recognition and measurement:

The cost of an item of property, plant and equipment shall be recognised as an asset if and only if 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.

Freehold land is stated at historical cost less any accumulated impairment losses. Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. Cost of an item of property, plant and equipment comprises:

a. Purchase price, including import duties and non-refundable taxes on purchase (goods and service tax), after deducting trade discounts and rebates.

b. Any directly attributable cost of bringing the item to its working condition for its intended use, estimated costs of dismantling and removing the item and restoring the site on which it is located.

c. The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Any gain / loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss.

Subsequent expenditure

Subsequent expenditure is capitalised only if 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.

Component accounting

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Depreciation

Depreciation is calculated on the cost of items of property, plant and equipment less their estimated residual values over the estimated useful lives using the straight-line method over the estimated useful lives and is generally recognised in Statement of profit and loss. Freehold land is not depreciated.

Depreciation on property, plant and equipment is charged over the estimated useful life of the asset or part of the asset (after considering double/triple shifts) as evaluated on technical assessment on straight-line method, in accordance with Part A of Schedule II to the Companies Act, 2013.

The estimated useful life of the property, plant and equipment followed by the Group for the current and the comparative period are as follows :

Asset	Management's estimated useful life	Useful life as per Schedule II
Factory Building	~ 30 Years	~ 30 Years
Non Factory Building	~ 60 Years	~ 60 Years
Plant and equipments	~ 10-20 Years	~8-20 Years
Windmill	~ 12 Years	~ 22 Years
Electricals	~ 14 Years	~ 10 Years
Furnitures and fixtures	~ 10 Years	~ 10 Years
Computers and accessories	~ 3 Years	~ 3-6 Years
Vehicles	~ 8-10 Years	~ 8-10 Years

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if necessary, for each reporting period. Based on technical evaluation and consequent advice, the management believes that its estimate of useful life as given above best represent the period over which management expects to use the asset.

On property, plant and equipment added / disposed off during the year, depreciation is charged on pro-rata basis for the period from/upto which the asset is ready for use/disposed off.

Capital work-in-progress

Property, plant and equipment in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Group's accounting policy. They are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

INTANGIBLE ASSETS

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is calculated on a straight-line basis over their estimated useful lives and it is included in the statement of profit and loss. The estimated useful life and amortisation method are reviewed at the end of each

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reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

The estimated useful life of intangible assets consisting computer software is 3 years.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in statement of profit and loss when the asset is derecognised.

E) REVENUE FROM CONTRACTS WITH CUSTOMERS

The Group generates revenue primarily from sale of Yarn, Knitted Fabric, Readymade Garments, Sugar, Ethanol and Power. The Group also earns revenue from rendering of services.

Revenue is measured based on the consideration specified in a contract with a customer. The Group recognises revenue when it transfers control over a goods or service to a customer.

1.1 Sale of products:

Revenue is recognised when a promise in a customer contract (performance obligation) has been satisfied by transferring control over the promised goods to the customer. Control over a promised goods refers to the ability to direct the use of and obtain substantially all of the remaining benefits from, those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the individual delivery and acceptance terms agreed with the customers. Invoices are usually payable within 180 days depending upon the individual contract with the customers.

The amount of revenue to be recognized (transaction price) is based on the consideration expected to be received in exchange for goods, excluding amounts collected on behalf of third parties such as sales tax or other taxes directly linked to sales. If a contract contains more than one performance obligation, the transaction price is allocated to each performance obligation based on their relative stand-alone selling prices. Revenue from product sales are recorded net of allowances for estimated rebates, cash discounts and estimates of product returns, all of which are established at the time of sale.

1.2 Revenue from services:

Revenue from sale of services is recognised when related services are rendered as per the terms agreed with customers.

1.3 Export incentives

Export incentives are accounted in the year of exports based on eligibility and expected amount on realisation.

1.4 Sales returns

Our customers have the contractual right to return goods only when authorised by the Group.

F) OTHER INCOME

Dividend income from investments is recognized when the right to receive the payment is established and when no significant uncertainty as to measurability or collectability exists.

Rental income under operating leases is recognized in the statement of profit and loss on a straight-line basis over the term of the lease except where another systematic basis is more representative of the pattern in which benefit from the use of the underlying asset is diminished.

Interest income is recognised using effective interest rate method. Interest income on overdue receivables is recognized only when there is a certainty of receipt. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of financial instrument to the gross carrying amount of the financial asset; or the amortised cost of the financial liability.

G) FOREIGN CURRENCY

i) Foreign Currency Transactions And Translations

Transactions in foreign currencies are translated into the functional currency at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction. Foreign exchange gains and losses from settlement of these transactions are recognised in the statement of profit and loss.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured at historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences arising on translation are recognised in the statement of profit and loss.

ii) Foreign operation

The assets and liabilities of foreign operations (subsidiaries) and fair value adjustments arising on acquisition, are translated into INR, at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into INR at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

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Foreign currency differences are recognised in OCI and accumulated in the equity (as exchange differences on translating the financial statements of a foreign operation), except to the extent that the exchange differences are allocated to NCI.

When a foreign operation is disposed of in its entirety or partially such that control, significant influence or joint control is lost, the cumulative amount in translation reserve related to that foreign operation reclassifed to statement of profit and loss as part of the gain or loss on disposal. If the Group disposes of part of its interest in a subsidiary but retains control, then the relevant proportion of the cumulative amount is re-allocated to NCI. When the Group disposes of only a part of its interest in an associate or joint venture while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to statement of profit and or loss.

H) FINANCIAL INSTRUMENTS

i) Recognition and initial measurement

Trade receivables and debt securities are initially recognised when they are originated.

All other financial assets and financial liabilities are intially recognized when the Group becomes a party to the contractual provisions of the instrument. A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

The 'trade payable' is in respect of the amount due on account of goods purchased in the normal course of business. They are recognised at their transaction and services availed value if the transaction do not contain significant financing component.

ii) Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- Amortised cost;
- Fair value through other comprehensive income (FVTOCI) – debt investment;
- Fair value through other comprehensive income (FVTOCI) – equity investment; or
- Fair value through profit and loss (FVTPL)

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

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

a) Non-derivative financial assets

Financial assets at amortised cost

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL :

a) it is held within a business model whose objective is to hold assets to collect contractual cash flows; and

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

Debt instruments at FVTOCI

A debt investment will be measured at FVTOCI if it meets both of the following conditions and is not designated as at FVTPL:

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

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

Equity instruments at FVTOCI

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in Other comprehensive income ('OCI'). This election is made on an investment-by-investment basis.

If the Group decides to classify an equity instrument as FVTOCI, then all fair value changes on the instrument, excluding dividend are recognised in OCI which is not subsequently recycled to statement of profit and loss.

Financial assets at FVTPL

All financial assets not classified as measured at amortised cost or FVTOCI as described above are measured at FVTPL.

On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVTOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

ACCOUNTING POLICIES

Financial assets: Business model assessment

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;

- how the performance of the portfolio is evaluated and reported to the Group's management;

- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;

- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and

- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;

- terms that may adjust the contractual coupon rate, including variable interest rate features;

- prepayment and extension features; and

- terms that limit the Group's claim to cash flows from specified assets (e.g. non - recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets – Subsequent measurement and gains and losses

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in consolidated statement of profit and loss.

Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in cosolidated statement of profit and loss. Any gain or loss on derecognition is recognised in consolidated statement of profit and loss.

Debt investments at FVOCI: These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to consolidated statement of profit and loss.

Equity investments at FVOCI: These assets are subsequently measured at fair value. Impairment losses (and reversal of

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impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to consolidated statement of profit and loss.

Financial liabilities - Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in consolidated statement of profit and loss.

iii) Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which either substantially all of the risks and rewards of ownership of the financial asset are transferred or the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases the transferred assets are not derecognised.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. On a derecognition of a financial liability,

The difference between the extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) and the new financial liability with modified terms is recognised in statement of profit and loss.

iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

v) Derivative financial instruments

The Group holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in foreign exchange rates on foreign currency assets or liabilities and forecasted cash flows denominated in foreign currencies. The counterparty for these contracts is generally a bank.

Derivatives are recognized and measured at fair value. Attributable transaction costs are recognized in statement of profit and loss. Subsequent to initial recognition, derivatives are measured at fair value and changes therein are generally recognised in profit and loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

l) GOVERNMENT GRANTS, SUBSIDIES AND EXPORT INCENTIVES

Government grants and subsidies related to assets, including non-monetary grants, are initially recognised as deferred income at fair value if there is reasonable assurance that they will be received and the Group will comply with the conditions associated with the grant they are then recognised in statement of profit and loss as other operating revenue / other income on a systematic basis.

Government grants received in relation to assets are presented as a reduction to the carrying amount of the related asset and the same is recognised in statement of profit and loss over the life of a depreciable asset as a reduced depreciation expense. Repayment of a grant related to an asset is recognised by increasing the carrying amount of the asset and the cumulative additional depreciation that would have been recognised in the statement of profit and loss in the absence of the grant is recognised immediately in the statement of profit and loss.

Government grants relating to income are deferred and recognised in the statement of profit and loss over the period necessary to match them with the costs that they intended to compensate and presented in other operating revenue.

Grants that compensate the Group for expenses incurred are recognised in profit or loss as other income on a systematic basis in the periods in which the expenses are recognised, unless the conditions for receiving the grant are met after the related expenses have been recognised. In this case, the grant is recognised when it becomes receivable.

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Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

J) EMPLOYEE BENEFITS

a) Short term employee benefits

Short-term employee benefits are measured on an undiscounted basis and expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

b) Defined contribution plan

Provident Fund and Employee State Insurance

A defined contribution plan is a post-employment benefit plan where the Group's legal or constructive obligation is limited to the amount that it contributes to a separate legal entity.The Group makes specified contributions towards Government administered provident fund employee state insurance schemes. Obligations for contributions to defined contribution plan are expensed as an employee benefits expense in the statement of profit and loss in period in which the related service is provided by the employee. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

c) Defined benefit plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Post employment benefit comprise of Gratuity which is accounted for as follows:

Gratuity Fund

The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in OCI. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate determined by reference to market yields at the end of the reporting period on government bonds. This rate is applied on the net defined benefit liability (asset), both as determined at the start of the annual reporting period, taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in the statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in consolidated statement of profit and loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

K) BORROWING COSTS

Borrowing cost are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are considered as adjustment to interest costs) incurred in connection with the borrowings of funds. Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

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

All other borrowing costs are recognised in statement of profit and loss in the year in which they are incurred.

L) SEGMENT REPORTING

The Group has classified its operations primarily into three reportable segments viz., Textile, Sugar and Others based on 'Management Approach' as defined in Ind-AS108. These segments offer different products and services and are managed separately because they require different technology and marketing strategies. For each of the reportable segments, the respective Company's Board of Directors reviews internal management reports on atleast a quarterly basis. The reported operating segments:

a. engage in business activities from which the Group earns revenues and incur expenses,

b. have their operating results regularly reviewed by the entity's chief operating decision makers to make decisions about resources to be allocated to the segment and assess its performance and

c. have discrete financial information available.

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M) LEASE

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. 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 Group uses the definition of a lease in Ind AS 116.

i) As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflects the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero. The Group presents right-of-use assets that do not meet the definition of investment property in "property, plant and equipment" and lease liabilities separately in balance sheet within "Financial liabilities".

Short term leases and low value assets:

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Group recognises lease payments associated with these leases are recognized as an expense in consolidated statement of profit and loss on a straight-line basis over the lease term.

ii) As a lessor

At inception or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As a part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

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The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of other income. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease.

If an arrangement contains lease and non-lease components, then the Group applies Ind AS 115 Revenue from contracts with customers to allocate the consideration in the contract.

N) EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares). Diluted earnings per share is computed by dividing the profit (considered in determination of basic earnings per share) after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share adjusted for the weighted average number of equity shares that would have been issued upon conversion of all dilutive potential equity shares.

O) INCOME TAXES

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

The Group has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes and therefore accounted for them under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects the uncertainty, related to income taxes, if any. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax liabilities and current tax assets are offset only if there is a legally enforceable right to set off the recognised amounts and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interest are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Such reductions are reversed when the probability of future taxable profits improves.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by same tax authority on same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or its tax assets and liabilities will be realised simultaneously.

iii) Recognition

Current and deferred tax are recognised in statement of profit and

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loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

P) IMPAIRMENT

Impairment of Financial Instruments and contract assets

The Group recognises loss allowance for expected credit loss on financial assets measured at amortised cost.

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit - impaired includes the following observable data:

- significant financial difficulty;
- a breach of contract such as a default or being past due;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

Loss allowances for trade receivables are measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are credit losses that result from all possible default events over expected life of financial instrument. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward looking information. The Group assumes that credit risk on a financial asset has increased significantly if it is past due.

The Group considers a financial asset to be in default when:

- the recipient is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is past due.

Measurement of expected credit losses

Expected credit losses are a probability weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Write- off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

Impairment of Non-Financial Assets

The Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

An impairment loss in respect of assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that loss has

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decreased or no longer exists. An impairment loss is reversed if there has been a change in estimates used to determine recoverable amount. Such a reversal is made only to an extent that asset's carrying amount does not exceed carrying amount that would have been determined, net of depreciation/ amortisation, if no impairment loss was recognised.

Q) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions

Provisions are recognised, when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

Where the Group expects some or all of the expenditure required to settle a provision will be reimbursed by another party, the reimbursement is recognised when, and only when, it is virtually certain that reimbursement will be received if the entity settles the obligation. The reimbursement is treated as a separate asset.

Contingent liabilities

Contingent liability is a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability. The Group does not recognise a contingent liability but discloses its existence in the consolidated financial statements.

Contingent assets

Contingent asset is not recognised in consolidated financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognized.

R) ONEROUS CONTRACTS

A contract is said to be onerous when the expected economic benefits to be derived by the group from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract, which is determined based on the incremental costs of fulfilling the obligation under the contract and an allocation of other costs directly related to fulfilling the contract. Before such a provision is made, the Group recognises any impairment loss on the assets associated with the contract.

3A Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

4. Property, Plant and equipment, Intangible assets and Capital Work-in-Progress

(₹ in Lakhs)

Particulars	Property, plant and equipment											Capital work-in progress	Intangible assets (Computer software)
	Leased Asset - Land	Freehold Land	Factory Building	Non-factory Building	Plant and Equipment	Windmill	Electricals	Furniture and Fixture	Computers and accessories	Vehicles	Total		
Gross carrying amount													
As at 31.03.2023	**550**	**15,718**	**66,229**	**34,126**	**1,92,812**	**12,845**	**12,360**	**5,832**	**1,389**	**2,267**	**3,44,128**	**8,665**	**311**
Additions	-	252	3,837	829	25,191	-	350	616	244	370	31,689	11,751	-
Disposals / adjustments	-	-	-	-	(991)	-	(155)	(82)	(5)	(102)	(1,335)	(8,665)	-
As at 31.03.2024	**550**	**15,970**	**70,066**	**34,955**	**2,17,012**	**12,845**	**12,555**	**6,366**	**1,628**	**2,535**	**3,74,482**	**11,751**	**311**
Additions	-	5,315	1,699	618	13,758	-	1,330	468	225	1,150	24,563	4,035	67
Disposals / adjustments	-	(11)	-	-	(1,370)	-	(7)	(57)	(14)	(19)	(1,478)	(11,751)	-
As at 31.03.2025	**550**	**21,274**	**71,765**	**35,573**	**2,29,400**	**12,845**	**13,878**	**6,777**	**1,839**	**3,666**	**3,97,567**	**4,035**	**378**
Accumulated Depreciation and amortisation													
As at 31.03.2023	**22**	**-**	**10,319**	**2,628**	**79,804**	**11,060**	**5,095**	**2,686**	**936**	**1,103**	**1,13,653**	**-**	**215**
Depreciation and amortisation expenses	6	-	2,315	624	14,191	2	867	452	207	224	18,888	-	31
Disposals / adjustments	-	-	-	-	(633)	-	(110)	(58)	(4)	(50)	(855)	-	-
As at 31.03.2024	**28**	**-**	**12,634**	**3,252**	**93,362**	**11,062**	**5,852**	**3,080**	**1,139**	**1,277**	**1,31,686**	**-**	**246**
Depreciation and amortisation expenses	6	-	2,342	589	15,883	-	897	489	204	336	20,746	-	41
Disposals / adjustments	-	-	-	-	(758)	-	(5)	(25)	(11)	(13)	(812)	-	-
As at 31.03.2025	**34**	**-**	**14,976**	**3,841**	**1,08,487**	**11,062**	**6,744**	**3,544**	**1,332**	**1,600**	**1,51,620**	**-**	**287**
Net carrying amount													
As at 31.03.2024	**522**	**15,970**	**57,432**	**31,703**	**1,23,650**	**1,783**	**6,703**	**3,286**	**489**	**1,258**	**2,42,796**	**11,751**	**65**
As at 31.03.2025	**516**	**21,274**	**56,789**	**31,732**	**1,20,913**	**1,783**	**7,134**	**3,233**	**507**	**2,066**	**2,45,947**	**4,035**	**91**

Notes:

1. Property, plant and equipment include non-factory building given on lease with a gross carrying amount of ₹ 16,405 Lakhs as at 31.03.2025 (Pr.Yr. ₹16,527 Lakhs) and a net carrying amount of ₹ 11,602 Lakhs as at 31.03.2025 (Pr.Yr. ₹ 12,196 lakhs).
2. Refer note 18 and 21 for assets given as securities for borrowings.
3. Property, plant and equipment includes right-of-use assets of ₹ 516 Lakhs as at 31.03.2025 (Pr.Yr. ₹ 522 Lakhs) related to leased properties that do not meet the definition of investment property.

4.1 Title deeds of Immovable Properties not held in name of the Parent Company

a)

Particulars	As at 31.03.2025	As at 31.03.2024
(i) Relevant line item in the balance sheet	Property, plant and equipment	Property, plant and equipment
(ii) Description of item of property	Freehold Land	Freehold Land
(iii) Gross carrying value (₹ in lakhs)	66.76	66.76
(iv) Title deeds held in the name of	K.P.R. Spinning Mill Private Limited	K.P.R. Spinning Mill Private Limited
(v) Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter /director	No	No
(vi) Property held since which date	01.04.2005	01.04.2005
(vii) Reason for not being held in the name of the Company	The title deeds are in the name of K.P.R. Spinning Mill Private Limited, erstwhile Company that was merged with the Company under section 391 to 394 of the Companies Act, 1956 in terms of the approval of Honourable High Court(s) of judicature.	The title deeds are in the name of K.P.R. Spinning Mill Private Limited, erstwhile Company that was merged with the Company under section 391 to 394 of the Companies Act, 1956 in terms of the approval of Honourable High Court(s) of judicature.
(viii) Whether disputed	No	No

b)

Particulars	As at 31.03.2025	As at 31.03.2024
(i) Relevant line item in the balance sheet	Property, plant and equipment	Property, plant and equipment
(ii) Description of item of property	Freehold Land	Freehold Land
(iii) Gross carrying value (₹ in lakhs)	64.47	64.47
(iv) Title deeds held in the name of	K.P.R. Mill Private Limited	K.P.R. Mill Private Limited
(v) Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter /director	No	No
(vi) Property held since which date	01.04.2005	01.04.2005
(vii) Reason for not being held in the name of the Company	The title deeds are in the name of K.P.R. Mill Private Limited, erstwhile Company that was merged with the Company under section 391 to 394 of the Companies Act, 1956 in terms of the approval of Honourable High Court(s) of judicature.	The title deeds are in the name of K.P.R. Mill Private Limited, erstwhile Company that was merged with the Company under section 391 to 394 of the Companies Act, 1956 in terms of the approval of Honourable High Court(s) of judicature.
(viii) Whether disputed	No	No

(c)

Particulars	As at 31.03.2025	As at 31.03.2024
(i) Relevant line item in the balance sheet	Property, plant and equipment	Property, plant and equipment
(ii) Description of item of property	Freehold Land	Freehold Land
(iii) Gross carrying value (₹ in lakhs)	9.61	9.61
(iv) Title deeds held in the name of	K.P.R. Knits	K.P.R. Knits
(v) Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter /director	No	No
(vi) Property held since which date	01.04.2005	01.04.2005
(vii) Reason for not being held in the name of the Company	The title deeds are in the name of K.P.R. Knits, erstwhile Company that was acquired through out-right purchase.	The title deeds are in the name of K.P.R. Knits, erstwhile Company that was acquired through out-right purchase.
(viii) Whether disputed	No	No

4.2 Capital work-in-progress (CWIP) ageing schedule

As at 31.03.2025

(₹ in Lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More Than 3 years	Total
Projects in progress	3,488	547	-	-	**4,035**
Projects temporarily suspended	-	-	-	-	-

Note: The Company does not have any CWIP which is overdue or has exceeded its cost compared to its original plan and hence CWIP completion schedule is not applicable.

As at 31.03.2024

(₹ in Lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More Than 3 years	Total
Projects in progress	11,726	25	-	-	**11,751**
Projects temporarily suspended	-		-	-	**-**

Note: The Company does not have any CWIP which is overdue or has exceeded its cost compared to its original plan and hence CWIP completion schedule is not applicable.

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(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
5	**FINANCIAL ASSETS**		
	INVESTMENTS		
	(See accounting policy in note 3(H))		
	Investment measured at fair value through profit and loss		
	Unquoted (all fully paid-up)		
	Investment in equity shares of other entity		
	1,50,000 (Pr.Yr. 1,50,000) equity shares of ₹ 100 each of Somanur Water Scheme Pvt Ltd.	150	150
	Aggregate amount of unquoted investments	**150**	**150**
	Aggregate amount of impairment in value of investments	-	-
	Aggregate amount of quoted investments in market value thereof	-	-
	Information about the Group's fair value measurement is included in note 38.		
6	**OTHER FINANCIAL ASSETS**		
	(See accounting policy in note 3(H))		
	Security deposits	4,571	4,388
		4,571	**4,388**
7	**OTHER TAX ASSETS (NET)**		
	Advance tax (net of provision for tax)	67	123
		67	**123**
8	**OTHER NON - CURRENT ASSETS**		
	Capital advances	717	1,195
	Others (Corporate social responsibility (CSR) pre-spent)*	-	1,980
	Prepaid expenses	145	-
	Balances with government authorities	7,719	9,889
		8,581	**13,064**
	* Refer note 15 and 32.		
9	**INVENTORIES**		
	(See accounting policy in note 3(A))		
	Raw materials	77,554	83,457
	Work-in-progress *	5,086	5,509
	Finished goods	95,168	91,838
	Stock-in-trade	1,348	1,603
	Stores, spares, packing and others	7,696	8,118
		1,86,852	**1,90,525**
	* Includes Cotton and viscose ₹ 3,197 Lakhs (Pr. Yr. ₹ 3,539 Lakhs), Fabric ₹ 41 Lakhs (Pr. Yr. ₹ 34 Lakhs) and Garments ₹ 1,848 Lakhs (Pr. Yr. ₹ 1,936 Lakhs).		
	The mode of valuation of inventories has been stated in note 3(A). Refer note 18 and 21 for assets given as security for borrowings.		
10	**FINANCIAL ASSETS**		
	CURRENT INVESTMENTS		
	(See accounting policy in note 3(H))		
	Investments in mutual funds (quoted)		
	Investments measured at fair value through profit and loss		
	Investments in mutual funds (also refer note 46)	26,261	3,204
	Aggregate amount of quoted investments and market value thereof	**26,261**	**3,204**
	Aggregate amount of unquoted investments	-	-
	Aggregate amount of impairment in value of investments	-	-
	The Group's exposure to credit risk and price risk related to investments has been disclosed in note 38.		

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(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
11	**TRADE RECEIVABLES**		
	(See accounting policy in note 3(H))		
	Trade receivables considered good - secured	-	-
	Trade Receivables considered good - unsecured	58,615	66,928
	Trade receivables which have significant increase in credit risk	-	-
	Trade receivables - credit impaired	182	182
	Total Trade receivables	**58,797**	**67,110**
	Less: Loss allowance	(182)	(182)
	Net trade receivables	**58,615**	**66,928**
	Movement of loss allowance in trade receivables		
	Opening balance	182	202
	Allowances made / (reversed) during the year	-	163
	Written off	-	(183)
	Closing balance	**182**	**182**

Trade receivables ageing schedule:
As at 31.03.2025

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled dues	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More Than 3 years	
i) Undisputed Trade receivables - considered good	-	57,474	572	543	17	9	**58,615**
ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
iii) Undisputed Trade receivables - credit impaired	-	-	-	160	-	22	**182**
iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	**-**
v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	**-**
Total Trade receivables	**-**	**57,474**	**572**	**703**	**17**	**31**	**58,797**
Loss allowance	-	-	-	(160)	-	(22)	**(182)**
Net trade receivables	**-**	**57,474**	**572**	**543**	**17**	**9**	**58,615**

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As at 31.03.2024

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled dues	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More Than 3 years	
(i) Undisputed Trade receivables - considered good	-	66,267	634	18	-	9	**66,928**
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	160	-	-	22	**182**
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
Total Trade receivables	-	**66,267**	**794**	**18**	**-**	**31**	**67,110**
Loss allowance	-	-	(160)	-	-	(22)	**(182)**
Net trade receivables	-	**66,267**	**634**	**18**	**-**	**9**	**66,928**

(i) For receivables secured against borrowings, refer note 18 and note 21.

(ii) The Group's exposure to credit risks, currency risks and loss allowances related to trade receivables are disclosed in note 38.

(iii) For terms and conditions relating to related party receivables, refer note 39.

(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
12	**CASH AND CASH EQUIVALENTS**		
	(See accounting policy in note 3(B))		
	Balance with banks		
	i) In current accounts	7,613	5,953
	ii) In EEFC accounts	3,797	1,479
	Cash on hand	44	81
		11,454	**7,513**
13	**BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS**		
	(See accounting policy in note 3(B))		
	Balance with banks held as margin money deposits	171	219
	Deposits with Banks with original maturity of more than three months but less than twelve months	20,193	10,167
	Unclaimed dividend accounts	-	1
		20,364	**10,387**
14	**OTHER FINANCIAL ASSETS**		
	(See accounting policy in note 3(H))		
	Interest accrued on bank deposits and other deposits	273	256
	Technology upgradation fund subsidy receivable	97	97
	Interest subvention receivable	552	488
	Others	91	91
		1,013	**932**
	Information about the Group's exposure to credit risk and market risk are disclosed in note 38.		

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(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
15	**OTHER CURRENT ASSETS**		
	Advances other than capital advances:		
	Advance to suppliers	8,522	6,450
	Balances with government authorities	7,031	8,514
	Service tax refund receivable	286	286
	Export incentive receivable	2,459	4,799
	Investment Subsidy Receivable	6,571	1,204
	Other Receivables	-	10,306
	Others (CSR pre-spent)*	1,981	2,038
	Others (primarily prepaid expenses)	1,231	906
		28,081	**34,503**
	* Refer note 8, 32 and 37.		
16	**EQUITY SHARE CAPITAL**		
	a) Authorised		
	45,00,00,000 (Pr.Yr. 45,00,00,000) equity shares of ₹ 1 (₹ 1) each with voting rights.	4,500	4,500
	10,00,000 (Pr.Yr.10,00,000) 7% Redeemable Cumulative Non-Convertible Preference shares of ₹ 100 each.	1,000	1,000
		5,500	**5,500**
	b) Issued, subscribed and fully paid up		
	34,18,14,000 (Pr.Yr. 34,18,14,000) equity shares of ₹ 1 (₹ 1) each fully paid-up with voting rights.	3,418	3,418
		3,418	**3,418**

16.1 Term / rights to shares

Equity shares

The Company has issued only one class of equity shares having a face value of ₹ 1 per share. The holder of each equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees.

The Board declared and paid an interim dividend of ₹ 2.50 per share (face value of ₹ 1/- each) for the year 2024-25 (Pr.Yr. ₹ 2.50 per share) (face value of ₹ 1/-each).

The Board has recommended a final dividend of 250% (₹ 2.50/- per share of the face value of ₹ 1/- each) for the year 2024-25 (Pr.Yr. ₹ 2.50/- per share) subject to the approval of the shareholders in Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive residual assets of the Company, after settling the dues of preferential and other creditors as priority. The distribution will be in proportion to the number of equity shares held by the shareholders.

16.2 Reconciliation of the Shares outstanding at the beginning and at the end of the year

Equity Shares with voting rights	As at 31.03.2025		As at 31.03.2024	
Particulars	Number of Shares	(₹ in Lakhs)	Number of Shares	(₹ in Lakhs)
At the beginning of the year	34,18,14,000	3,418	34,18,14,000	3,418
Changes during the year	-	-	-	-
At the end of the year	**34,18,14,000**	**3,418**	**34,18,14,000**	**3,418**

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16.3 Details of shareholders holding more than 5% of shares

Equity Shares

Particulars	As at 31.03.2025		As at 31.03.2024	
	Number of Shares	% of Total Shares	Number of Shares	% of Total Shares
Sri K.P.Ramasamy	6,95,30,816	20.34	7,30,30,816	21.37
Sri KPD Sigamani	6,95,31,217	20.34	7,30,31,217	21.37
Sri P.Nataraj	6,95,31,217	20.34	7,30,31,217	21.37
SBI Multi Cap Fund	2,49,76,443	7.31	-	-

As per records of the Company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares as at the balance sheet date.

16.4 For the period of five years immediately preceding the date at which the Balance Sheet is prepared:

i) The Company has not issued any shares without payment being received in cash.

ii) The Company has not issued any bonus shares.

iii) The aggregate number of equity shares bought back by the Company during the year is Nil of ₹ 1/- each, fully paid up (Previous years 3,50,14,920 shares of ₹ 1/- each, fully paid up).

16.5 Shareholding of Promoters

Promoter Name	As at 31.03.2025			As at 31.03.2024		
	Number of Shares	% of Total Shares	% change during the year	Number of Shares	% of Total Shares	% change during the year
Equity shares:						
Sri K.P.Ramasamy	6,95,30,816	20.34	(1.02)	7,30,30,816	21.37	-
Sri KPD Sigamani	6,95,31,217	20.34	(1.02)	7,30,31,217	21.37	-
Sri P.Nataraj	6,95,31,217	20.34	(1.02)	7,30,31,217	21.37	-

During the year promoter have sold 1,05,00,000 shares

(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
17	**OTHER EQUITY**		
	Capital reserve		
	Opening balance	293	293
	Closing balance (A)	**293**	**293**
	Securities premium		
	Opening balance	3,863	3,863
	Changes during the year	-	-
	Closing balance (B)	**3,863**	**3,863**
	Balance in securities premium represents amount received on issue of shares in excess of par value. The same may be utilised in accordance with the provisions of the Companies Act, 2013.		
	Capital redemption reserve		
	Opening balance	2,228	2,039
	Add: Addition during the year (refer note below)	-	189
	Closing balance (C)	**2,228**	**2,228**
	Balance in capital redemption reserve represents an amount equal to the nominal value of share bought back and redemption of preference share capital. The same may be utilised by the Company for issuing fully paid bonus shares.		
	During the previous year, K.P.R. Sugar Mill Limited has redeemed 18,91,500 7% Optionally Convertible Non - Cumulative Redeemable Preference Shares (issued at ₹ 150 with a face value of ₹ 10 per share) at a redemption price of ₹ 295 per share.		

(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
	General reserve		
	Opening balance	24,845	24,845
	Closing balance (D)	**24,845**	**24,845**
	The General reserve represents an amount transferred from retained earnings from time to time for appropriation purpose which can be utilised for meeting future obligations. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit and loss.		
	Retained earnings		
	Opening balance	**4,01,176**	**3,36,211**
	Add: Profit for the year	81,511	80,535
	Add: Exchange differences on financial statements of foreign operations	(44)	-
	Less:		
	Final dividend paid ₹ 2.50/- per share (Pr.Yr. ₹ 2.00/- per share)	8,545	6,836
	Interim dividend paid ₹ 2.50 per share (Pr.Yr. ₹ 2.50/- per share)	8,545	8,545
	Transfer to Capital redemption reserve	-	189
	Closing balance (E)	**4,65,553**	**4,01,176**
	Retained earnings represents profits generated and retained by the Company post distribution of dividends to the equity shareholders in the respective years. This reserve can be utilized for distribution of dividend by the Company considering the requirements of the Companies Act, 2013.		
	Total (A+B+C+D+E)	**4,96,782**	**4,32,405**
	NON - CURRENT LIABILITIES		
	FINANCIAL LIABILITIES		
18	**BORROWINGS**		
	(See accounting policy in note 3(H))		
	Term loans - measured at amortised cost		
	Secured		
	From banks	11,866	37,066
	Less: amount included under current borrowings	(6,872)	(7,928)
		4,994	29,138
	From others (unsecured) - Interest free sales tax loan - NPV	389	384
		5,383	**29,522**

Information about the Group's exposure to interest rate and liquidity risks is included in note 38.

18.1 Term loans from banks are secured by pari-passu first charge on fixed assets and second charge on current assets of the Group.

18.2

i) The K.P.R. Sugar Mill Limited has availed a term loan from HDFC Bank in respect of which balance as at 31.03.2025 was ₹ 6,581 lakhs (Pr.Yr. ₹ 8,774). The loan is repayable in 16 quarterly installments commencing from April 2024. This term loan is secured by first charge on the fixed assets created out of the loan.

ii) KPR Sugar and Apparels Limited has availed a term loan from ICICI Bank Limited in respect of which balance as at 31.03.2025 was ₹ 4,375 Lakhs (Pr.Yr. ₹ 8,750 Lakhs). The loan is repayable in 16 quarterly installments commencing from April 2022. This term loan is secured by first charge of hypothecation of all moveable assets of Ethanol Division. First pari-passu charge by equitable mortgage and hypothecation of immovable fixed assets of Ethanol Division.

iii) KPR Sugar and Apparels Limited has availed a term loan from ICICI Bank Limited in respect of which balance as at 31.03.2025 was ₹ 910 Lakhs (Pr.Yr. ₹ 1,213 Lakhs). The loan is repayable in 20 quarterly installments commencing from June 2023. This term loan is secured by first charge of hypothecation of all moveable assets or Garment Division. First pari-passu charge by equitable mortgage and hypothecation of immovable fixed assets of Garment Division.

iv) KPR Sugar and Apparels Limited has availed a term loan from Bank of Baroda Limited in respect of which balance as at 31.03.2025 was ₹ NIL (Pr.Yr. ₹ 18,329 Lakhs). The loan is repayable in 24 quarterly installments commencing from May 2023. This term loan is secured by first charge of hypothecation of all moveable assets of Sugar Division. First pari-passu charge by equitable mortgage and hypothecation of immovable fixed assets of Sugar Division.

S.No.	Particulars		
18.3	Interest rate relating to term loans from banks is in the range of 7.56% to 8.52% (Pr.Yr. 7.65% to 8.85%).		
18.4	The Group has not defaulted in the repayment of principal and interest during the year.		
			(₹ in Lakhs)
		As at 31.03.2025	As at 31.03.2024
19	**DEFERRED TAX LIABILITIES (net)**		
	(See accounting policy in note 3(O))		
	Deferred tax liabilities	12,899	11,813
	Net deferred tax liabilities	**12,899**	**11,813**
	For movement in deferred tax liabilities, refer note 34.		
20	**OTHER NON - CURRENT LIABILITIES**		
	Payables on purchase of Property, plant and equipment	136	570
	Deferred revenue arising from government grants	14	59
	Security deposit from dealers	-	35
		150	**664**
	CURRENT LIABILITIES		
	FINANCIAL LIABILITIES		
21	**BORROWINGS**		
	(See accounting policy in note 3(H))		
	Loans repayable on demand from banks - secured		
	Working capital loans	3	35,670
	Packing credit loans	32,658	41,413
	From others		
	Loans repayable on demand from others	1,680	1,309
	Current maturities of non-current borrowings	6,872	7,928
		41,213	**86,320**
	Information about the group's exposure to currency, interest rate and liquidity risks is included in note 38.		
21.1	i) Loans for working capital and packing credit are secured by pari-passu first charge on the current assets of the Group and pari-passu second charge on entire block of assets of the Group.		
	ii) The Group has not defaulted in its repayments of the loans and interest during the year.		
	iii) Interest rate relating to working capital loans are in the range of 8.05% to 11.25% per annum (Pr.Yr. 7.65% to 9.80%). Interest rates relating to INR packing credit are in the range of 6.55% to 7.85% per annum (Pr.Yr. 6.80% to 8.55%). Interest rates relating to short term loans are in the range of 8.25% to 8.50% per annum (Pr.Yr. 7.30% to 9.33%)		
	Particulars	**As at 31.03.2025**	**As at 31.03.2024**
21.2	**Reconciliation of cash flows from financing activities**		
	Cash and cash equivalents	11,454	7,513
	Non-current borrowings	(5,383)	(29,522)
	Current borrowings	(41,213)	(86,320)
	Net debt*	**(35,142)**	**(1,08,329)**

(₹ in Lakhs)

S.No.	Particulars	Other assets	Liabilities from financing activities		Total
		Cash and cash equivalents	Non-current borrowings	Current borrowings	
	Net debt as at 01.04.2024	**7,513**	**(29,522)**	**(86,320)**	**(1,08,329)**
	Net cash flows	3,941	24,139	45,107	73,187
	Net debt as at 31.03.2025	**11,454**	**(5,383)**	**(41,213)**	**(35,142)**
	Net debt as at 01.04.2023	**10,858**	**(44,845)**	**(89,964)**	**(1,23,951)**
	Net cash flows	(3,345)	15,323	3,644	15,622
	Net debt as at 31.03.2024	**7,513**	**(29,522)**	**(86,320)**	**(1,08,329)**

* Net debt is calculated as sum of non-current borrowings and current borrowings less cash and cash equivalents.

21.3 Term loans were applied for the purpose they were obtained. Further, short-term loans availed have not been utilised for long-term purposes by the Group.

21.4 Quarterly returns or statements of current assets filed by the Group for the sanctioned borrowings with banks or financial institutions are in agreement with the books of accounts.

(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
22	**TRADE PAYABLES**		
	(See accounting policy in note 3(H))		
	(A) Total outstanding dues of micro enterprises and small enterprises ('MSME'); and	1,259	970
	(B) Total outstanding dues of creditors other than micro enterprises and small enterprises	20,548	10,528
		21,807	**11,498**

Trade payables ageing schedule:
As at 31.03.2025

(₹ in Lakhs)

Particulars	Outstanding for following periods from the due date of payment					Total
	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More Than 3 years	
Undisputed dues						
MSME	-	1,259	-	-	-	**1,259**
Others	-	20,464	35	41	8	**20,548**
Disputed dues						
MSME	-	-	-	-	-	-
Others	-	-	-	-	-	-
	-	**21,723**	**35**	**41**	**8**	**21,807**

As at 31.03.2024

(₹ in Lakhs)

Particulars	Outstanding for following periods from the due date of payment					Total
	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More Than 3 years	
Undisputed dues						
MSME	-	970	-	-	-	**970**
Others	1,077	9,411	40	-	-	**10,528**
Disputed dues						
MSME	-	-	-	-	-	-
Others	-	-	-	-	-	-
	1,077	**10,381**	**40**	**-**	**-**	**11,498**

i) All the trade payables are current and non-interest bearing.
ii) Refer note 36 for details of dues to Micro and small enterprises.
iii) The Group's exposure to currency and liquidity risks related to trade payables is disclosed in note 38.
iv) For terms and conditions relating to related party payables, refer note 39.

(₹ in Lakhs)

S.No.	Particulars	As at 31.03.2025	As at 31.03.2024
23	**OTHER FINANCIAL LIABILITIES**		
	(See accounting policy in note 3(H))		
	Unclaimed dividend	-	1
	Others	9	13
		9	**14**
	Information about the Group's exposure to currency, interest rate and liquidity risks is included in note 38.		
24	**OTHER CURRENT LIABILITIES**		
	Advance payment from customers - Contract liabilities (refer note below)	857	1,094
	Statutory dues payable	3,352	1,789
	Employee benefits payable	9,165	6,631
		13,374	**9,514**
	Note:		
	i) Revenue recognised during the year that was included in the contract liability balance at the beginning of the year amounts to ₹1,094 lakhs. (Pr.Yr ₹ 781 lakhs)		
	ii) For terms and conditions relating to related party, refer note 39.		
25	**CURRENT TAX LIABILITIES (net)**		
	(See accounting policy in note 3(O))		
	Provision for tax (net of advance tax)	1,117	1,231
		1,117	**1,231**

(₹ in Lakhs)

S.No.	Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
26	**REVENUE FROM OPERATIONS**		
	(See accounting policy in note 3(E))		
	Sale of products	6,09,692	5,78,599
	Sale of services	3,881	3,789
	Other operating revenues	25,215	23,580
	Revenue from operations	**6,38,788**	**6,05,968**
	Disaggregation of revenue from contracts with customers		
	In the following disclosure, Revenue from contract with customers has been disaggregated based on the nature and type of goods sold.		
26.1	**SALE OF PRODUCTS**		
	Garment	2,64,712	2,33,138
	Yarn	1,77,999	1,68,177
	Fabric	29,698	25,849
	Sugar	63,401	47,256
	Co-Gen power	6,921	10,446
	Ethanol	40,895	64,303
	Automobile	7,973	10,809
	Cotton waste	17,476	18,892
	Accessories and others	2,308	1,892
		6,11,383	**5,80,762**
	Less: Discount allowed	1,691	2,163
		6,09,692	**5,78,599**

NOTES

(₹ in Lakhs)

S.No.	Particulars	Year Ended	
		31.03.2025	31.03.2024
26.2	**Sale of services**		
	Processing and fabrication income	3,314	3,137
	Automobile service income	567	652
		3,881	**3,789**
26.3	**Other operating revenues**		
	Export incentives	19,226	16,651
	Others (primarily scrap sales)	5,989	6,929
		25,215	**23,580**
	Refer note 39 for sales made to related parties		
27	**OTHER INCOME**		
	(See accounting policy in note 3(F))		
	Interest income on financial assets measured at amortised cost;		
	- Balance with banks held as margin money deposit	848	202
	- Others	928	365
	Gain on sale of current investments (net)	2,182	1,905
	Investment promotion subsidy	833	-
	Net gain on sale of property, plant and equipment	111	586
	Recovery of bad debts	204	184
	Sugar Subsidy	1,310	2,454
	Net gain on account of foreign exchange fluctuations	-	3
	Rental income (refer note 44)	184	208
	Miscellaneous income	838	819
		7,438	**6,726**
	Refer note 39 for transactions with related parties.		
28	**COST OF MATERIALS CONSUMED**		
	a) Inventory of materials at the beginning of the period		
	Cotton	63,044	60,988
	Dyes and chemicals	739	509
	Yarn, fabric, polyester and Viscose	19,674	16,572
		83,457	**78,069**
	b) Add: Purchases		
	Cotton	1,77,180	1,88,324
	Dyes and chemicals	9,953	10,365
	Yarn, fabric, polyester, Viscose and garments	72,154	46,270
	Trims, packing and others	36,062	27,487
	Sugar cane and coal	83,500	80,757
		3,80,229	**3,53,203**
	c) Less : Inventory of materials at the end of the period		
	Cotton	54,803	63,044
	Dyes and chemicals	709	739
	Yarn, fabric, polyester and Viscose	22,042	19,674
		77,554	**83,457**
	Cost of materials consumed (a + b - c)	**3,86,132**	**3,47,815**

NOTES

(₹ in Lakhs)

S.No.	Particulars	Year Ended	
		31.03.2025	31.03.2024
29	**CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS**		
	a) Inventories at the beginning of the period		
	Finished goods	91,838	96,333
	Work-in-progress	5,509	5,685
	Stock-in-trade	1,603	1,949
		98,950	**1,03,967**
	b) Inventories at the end of the period		
	Finished goods	95,168	91,838
	Work-in-progress	5,086	5,509
	Stock-in-trade	1,348	1,603
		1,01,602	98,950
	Net decrease / (increase)	**(2,652)**	**5,017**
30	**EMPLOYEE BENEFITS EXPENSE**		
	(See accounting policy in note 3(J))		
	Salaries, wages and bonus	52,881	48,067
	Contribution to provident and other funds	4,985	4,475
	Staff welfare expenses	9,324	7,516
		67,190	**60,058**
	Refer note 39 for transactions with related parties.		
31	**FINANCE COSTS**		
	(See accounting policy in note 3(K))		
	Interest expense on financial liabilities measured at amortised cost		
	Borrowings from banks/others:		
	Term loans	1,098	3,434
	Working capital loans and packing credit loans	2,668	2,909
	Interest on shortfall in payment of income tax	170	102
	Interest on interest free sales tax loan	45	45
	Other borrowing costs	996	947
		4,977	**7,437**
32	**OTHER EXPENSES**		
	Manufacturing Expenses		
	Power and fuel	22,715	24,361
	Consumption of stores and packing materials	8,786	7,496
	Repairs and Maintenance		
	Building	1,887	2,223
	Machinery	9,492	11,036
	Others	1,420	1,200
	Insurance	753	797
	Administration Expenses		
	Legal and professional charges	548	908
	Rent (refer note 44)	359	270
	Rates and taxes	502	461
	Payment to auditor (refer note 33)	38	30

NOTES

(₹ in Lakhs)

S.No.	Particulars	Year Ended	
		31.03.2025	31.03.2024
	Travelling and conveyance	1,260	1,287
	Expenditure on Corporate Social Responsibility (CSR) (refer note 37)	2,345	2,020
	Donations	30	58
	Impairment loss on financial assets	42	203
	Impairment Loss on Investment	188	-
	Miscellaneous expenses	1,067	1,434
	Selling Expenses		
	Freight and forwarding	4,888	5,311
	Sales commission	1,487	1,904
	Other selling expenses	213	521
		58,020	**61,520**
	Refer note 39 for transactions with related parties.		
33	**Payment to auditors (including payment to subsidiaries' auditors)**		
	Statutory audit fees	38	29
	Reimbursement of expenses	-	1
	Total	**38**	**30**
34	**INCOME TAX**		
34.1	**Income tax recognised in the statement of profit and loss**		
	Current Tax		
	Current income tax charge	23,324	21,430
	Tax expense relating to prior years	357	(44)
	Total (A)	**23,681**	**21,386**
	Deferred Tax		
	(Benefits) / charge attributable to origination and reversal of temporary differences	1,086	2,118
	MAT credit entitlement	-	-
	Total (B)	**1,086**	**2,118**
	Total (A + B)	**24,767**	**23,504**
	There are no items of income tax recognised in other comprehensive income.		

34.2 Reconciliation with effective tax rate

(₹ in Lakhs)

Particulars	Effective tax rate		Amount	
	2024 - 25	2023 - 24	2024 - 25	2023 - 24
Profit Before Tax	-	-	1,06,278	1,04,039
Tax using the Group's domestic tax rate	26.19%	26.85%	27,835	27,934
Effect of deductions under Chapter VI-A of the Income-tax Act, 1961	(3.8%)	(6.1%)	(4,080)	(6,336)
Effect of non-deductible expenses and others	0.62%	1.87%	655	1,950
	22.97%	22.63%	24,410	23,548
Effect of tax expense relating to earlier years	0.34%	-0.04%	357	(44)
Income tax recognised in the statement of profit and loss	**23.30%**	**22.59%**	**24,767**	**23,504**

NOTES

Note:

Pursuant to the amendment in Income-tax Act, 1961 effective 20.09.2019, which provides for an option to domestic companies to pay income tax at reduced rates, the Company exercised the option permitted under section 115BAA of the Income Tax Act,1961.

34.3 Movement in deferred tax Liabilities : **(₹ in Lakhs)**

Particulars	Balance as at 01.04.2023	Recognised in P & L during 2023-24	Balance as at 31.03.2024	Recognised in P & L during 2024-25	Balance as at 31.03.2025
Property, plant and equipment	9,696	2,118	11,813	1,086	12,899
Total	**9,696**	**2,118**	**11,813**	**1,086**	**12,899**

35 Contingent Liabilities and Commitments (to the extent not provided for)

I. Contingent Liabilities **(₹ in Lakhs)**

Particulars	31.03.2025	31.03.2024
a) Claims against the Group not acknowledged as debt		
i) Income tax matters	1,149	1,151
ii) Goods and services tax matters	484	503
b) Bank guarantees in favour of parties outstanding		
i) Tamil Nadu Generation and Distribution Corporation [TANGEDCO]	164	164
ii) Tamil Nadu Pollution Control Board	-	5
iii) New Tirupur Area Water Development Corporation Limited	84	77
iv) Indian Oil Corporation Limited	211	1,145
v) Bharat Petroleum Corporation Limited	798	487
vi) Hindustan Petroleum Corporation Limited	320	883
vii) Central Government Samarth Scheme	2	2
c) Letter of credit facility in favour of suppliers		
i) Foreign letter of credit	3,077	2,639
ii) Inland letter of credit	-	118
d) Discounted sales invoices	11,555	8,453
e) Provident fund: Pursuant to the Supreme Court judgement dated February 28, 2019 on the inclusion of special allowances for contribution to provident fund, the Group has been legally advised that there are interpretative challenges on the application of the judgement retrospectively. Based on the legal advice and in the absence of the reliable measurement of the provision for earlier periods, the Group has not recorded a provision for the prior years.		

Notes:

i) Future cash outflows in respect of the above matters are determinable only on receipt of judgments / decisions pending at various forums / authorities.

ii) The Group has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in these consolidated financial statements. The Group does not expect the outcome of these proceedings to have a materially adverse effect on its financial position.

NOTES

II. Commitments

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
a) Capital commitments		
(i) Estimated amount of contracts remaining to be executed on capital account and not provided for (Property, plant and equipment: ₹ 2,660 Lakhs (Pr.Yr. ₹ 5,663 Lakhs)) and (Intangible assets: Nil (Pr.Yr. Nil))	2,699	5,663
b) Other commitments		
(i) Export obligations against the import licenses taken for import of capital goods under the Export Promotion on Capital Goods Scheme and Advance Authorisation scheme for import of raw material. The duty implication involved is ₹ 3,358 Lakhs (Pr.Yr. ₹ 2,598 Lakhs)	20,144	15,587

36 Disclosure with respect to Micro, Small and Medium Enterprises Development Act, 2006.

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" ("MSMED Act, 2006") is based on the information available with the Group regarding the status of registration of such vendors under the said Act, as per the intimation received from them on request made by the Group. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance sheet date. There are no delays in payment made to such suppliers during the year or for any earlier years and accordingly there is no interest paid or outstanding interest in this regard in respect of payment made during the year or on balance brought forward from previous year.

(₹ in Lakhs)

S.No.	Particulars	31.03.2025	31.03.2024
1.	The principal amount remaining unpaid to any supplier at the end of each accounting year.	1,259	970
2.	Interest due remaining unpaid to any supplier at the end of each accounting year.	-	-
3.	The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
4.	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
5.	The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
6.	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

37 Corporate social responsibility expenditure

The gross amount required to be spent by the Group during the year towards Corporate Social Responsibility (CSR) as per the provisions of section 135 of the Companies Act, 2013 amounts to ₹ 2,306 Lakhs (Pr.Yr. ₹ 2,000 Lakhs). Amount spent during the year on CSR activities (included in note 32 of the Statement of Profit and Loss) as under:

The amount approved by the Board to be spent during the year towards Corporate Social Responsibility (CSR) as per the provisions of section 135 of the Companies Act, 2013 amounts to ₹ 2,345 Lakhs (Pr.Yr. ₹ 2,020 Lakhs).

NOTES

(₹ in Lakhs)

Particulars	For the year Ended	
	31.03.2025	31.03.2024
Promotion of education	2,343	2,003
Chess Olympiad sponsorship	-	5
Protection of National Heritage	2	-
Rural development	-	12
Total	**2,345**	**2,020**

Details of corporate social responsibility expenditure:

(₹ in Lakhs)

Particulars	For the year Ended	
	31.03.2025	31.03.2024
(i) Shortfall at the end of the year	-	-
(ii) Total of previous years shortfall	-	-
(iii) Reason for shortfall	NA	NA
(iv) Details of related party transactions	NA	NA
(V) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	NA	NA

Disclosure under section 135(5) of the Companies Act, 2013

(₹ in Lakhs)

Particulars	For the year Ended	
	31.03.2025	31.03.2024
(i) Opening balance (excess) / shortfall	(4,018)	(5,425)
(ii) Amount required to be spent during the year	2,306	2,000
(iii) Amount spent during the year (also refer note 8, 15 and 32)	-	-
(iv) Amount recorded as CSR expenditure during the year (also refer note 8,15 and 32)	2,345	2,020
(v) Closing balance (excess)* / shortfall	(2,054)	(4,018)

* Out of the excess closing balance in the table above, balance of ₹ 2,054 lakhs (Pr.Yr. ₹ 4,018 lakhs) represents CSR pre-spent during the financial year 2022-23 to be adjusted against the Company's future CSR obligation in accordance with the provisions of Companies Act, 2013.

The Group had spent an amount of ₹ 39 Lakhs (Pr.Yr. ₹ 20 Lakhs) which was not carried forward as CSR pre-spent for adjustment towards future CSR obligation stated above.

NOTES

38 Financial Instruments

Accounting Classification and Fair Values:

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

31.03.2025

(₹ in Lakhs)

Particulars	Carrying amount			Total carrying amount	Fair value hierarchy
	Mandatorily at FVTPL - Others	Other financial assets - amortised cost	Other financial liabilities		
Financial assets measured at fair value					
Non-current investments	150	-	-	150	Level 2
Current investments	26,261	-	-	26,261	Level 1
Financial assets not measured at fair value					
Trade receivables #	-	58,615	-	58,615	-
Cash and cash equivalents #	-	11,454	-	11,454	-
Bank balances other than Cash and cash equivalents #	-	20,364	-	20,364	-
Other financial assets #	-	5,584	-	5,584	-
Financial liabilities not measured at fair value					
Borrowings #	-	-	46,596	46,596	-
Trade payables #	-	-	21,807	21,807	-
Other financial liabilities #	-	-	9	9	-

31.03.2024

(₹ in Lakhs)

Particulars	Carrying amount			Total carrying amount	Fair value hierarchy
	Mandatorily at FVTPL - Others	Other financial assets - amortised cost	Other financial liabilities		
Financial assets measured at fair value					
Non-current investments	150	-	-	150	Level 2
Current investments	3,204	-	-	3,204	Level 1
Financial assets not measured at fair value					
Trade receivables #	-	66,928	-	66,928	-
Cash and cash equivalents #	-	7,513	-	7,513	-
Bank balances other than Cash and cash equivalents #	-	10,387	-	10,387	-
Other financial assets #	-	5,320	-	5,320	-
Financial liabilities not measured at fair value					
Borrowings #	-	-	1,15,842	1,15,842	-
Trade payables #	-	-	11,497	11,497	-
Other financial liabilities #	-	-	14	14	-

For financial assets and liabilities not measured at fair value, the Group has not disclosed the fair values of financial instruments, Since their carrying amounts are reasonable approximations of their fair values.

Note: There have been no transfers between Level 1, Level 2 and Level 3 during the current and previous year.

Refer note 2E to the consolidated financial statements.

NOTES

Capital Management

The Group manages its capital to ensure that the Group will be able to continue as a going concern while maximising the return to stakeholders through optimisation of borrowings and equity.

The capital structure of the Group consists of net debt (borrowings as detailed in note 18 and note 21 which is off set by cash and bank balances as defined below) and Total Equity of the Group.

The Group is not subject to any externally imposed capital requirements.

The Group's net debt to equity ratio as at 31.03. 2025 was as follows :

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
(i) Debt *	46,596	1,15,842
(ii) Less : Cash and Bank Balances *	31,818	17,900
(iii) Net Debt (i - ii)	**14,778**	**97,942**
(iv) Total Equity	5,00,200	4,35,823
(v) Net Debt to Equity Ratio (iii / iv)	**2.95%**	**22.47%**

* Debt is defined as non-current borrowings, current borrowings and current maturities of non-current borrowings as described in note 18 and note 21. Cash and Bank balances include cash and cash equivalents and bank balances other than cash and cash equivalents as described in note 12 and note 13.

Financial Risk Management

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

- Market risk (see A below)
- Credit risk (see B below)
- Liquidity risk (see C below)

Risk Management Framework

The Group's corporate treasury function provides services to the business, co-ordinates access to domestic and International financial markets, monitors and manages the financial risk relating to the operation of the Group through internal risk reports which analyse exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk), credit risk and liquidity risk.

The use of financial derivatives is governed by the Group's policies approved by the Board of Directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivatives financial instruments and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the internal auditors on a continuous basis. The Group does not enter into or trade financial instrument, including derivative financial instruments, for speculative purposes.

The respective Company's Board of Directors oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The respective Company's Board of Directors are assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

A. Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of holding of its financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(i) Foreign currency risk

The Group's sales and purchases activities expose it primarily to the financial risk of changes in foreign currency exchange rates. The Group enters into plain vanilla forward contracts to manage its exposure to foreign currency risk.

NOTES

Details of hedged and unhedged foreign currency exposures

a) Outstanding forward exchange contracts for hedging purposes as on 31.03.2025

(₹ in Lakhs)

Currency	Cross Currency	Amount (₹ in Lakhs)	Buy / Sell
USD	INR	19,622 (34,813)	Sell Sell
EURO	INR	12,596 (11,427)	Sell Sell
GBP	INR	11,957 (8,981)	Sell Sell
USD	INR	1,207 -	Buy Buy

Note: Figures in brackets relates to the previous year

b) The year-end unhedged foreign currency exposures are given below :

Foreign currency denominated financial assets and liabilities (including firm commitments, if any) which expose the Group to currency risk are disclosed below. The amounts shown are those reported translated at the closing rate. Unhedged foreign currency risk exposure at the end of the reporting period has been expressed in Indian Rupees.

(₹ in Lakhs)

Particulars	USD	Euro	GBP	Total
As at 31.03.2025				
Trade receivables	76,582	6,788	7,176	90,546
Trade payables	(2,111)	-		(2,111)
	74,471	**6,788**	**7,176**	**88,435**

(₹ in Lakhs)

Particulars	USD	Euro	GBP	Total
As at 31.03.2024				
Trade receivables	46,906	5,854	4,398	57,158
Trade payables	(2,410)	-	-	(2,410)
	44,496	**5,854**	**4,398**	**54,748**

Note :

Trade receivables and Trade payables includes firm commitments.

Sensitivity analysis :

Sensitivity analysis is carried out for un-hedged foreign exchange risk as at 31.03.2025. For every 1% strengthening / weakening of Indian Rupees against all relevant uncovered foreign currency transactions, profit before tax and equity would be impacted as follows:

(₹ in Lakhs)

Increase / (decrease) in profit and equity	Strengthening		Weakening	
	Year ended		Year ended	
	31.03.2025	31.03.2024	31.03.2025	31.03.2024
USD	(745)	(445)	745	445
Euro	(68)	(59)	68	59
GBP	(72)	(44)	72	44
	(885)	**(547)**	**885**	**547**

NOTES

(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 Group's exposure to the risk of changes in market interest rates relates primarily to the Group's debt obligations with floating interest rates.

Interest rate exposure

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
Non-current borrowings	5,383	29,522
Current borrowings	41,213	86,320
Total	**46,596**	**1,15,842**

Sensitivity analysis:

Sensitivity analysis is carried out for floating rate borrowings as at March 31, 2025. For every 1% increase in average interest rates, profit before tax would be impacted by loss of approximately ₹ 466 lakhs (Pr.Yr. ₹ 1,158 Lakhs). Similarly, for every 1% decrease in average interest rates, there would be an equal and opposite impact on the profit before tax. The calculations are based on a change in the average market interest rate for each period and the financial instruments held at each reporting date that are sensitive to changes in interest rates. All other variables are held constant.

(iii) Price risk

The Group is mainly exposed to the price risk due to its investment in mutual funds. The price risk arises due to uncertainties about the future market values of these investments. As at March 31, 2025, the investments in mutual funds amounts to ₹ 26,261 lakhs (Pr.Yr. ₹ 3,204 lakhs).

As regards Group's investments in unquoted equity investments, the management contends that such investments do not expose the Group to price risks. In general, these securities are not held for trading purposes.

Sensitivity analysis:

For every 1% increase in price, profit before tax would be impacted by gain of approximately ₹ 263 lakhs (Pr.Yr. ₹ 32 lakhs). Similarly, for every 1% decrease in price there would be an equal and opposite impact on the profit before tax.

B. Credit risk management

Credit risk is the risk that the counterparty to a financial instrument will not meet its contractual obligations, leading to a financial loss. Credit risk primarily arises from the Group's trade receivables, investments, cash and cash equivalents, bank balances other than cash and cash equivalents and other financial assets.

The carrying amounts of financial assets represent the maximum credit risk exposure.

Trade receivables:

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
Trade receivables	58,615	66,928

The Group mitigates credit risk by strict receivable management procedures and policies. The Group has a dedicated independent team to review credit and monitor collection of receivables. In addition, the Group mitigates credit risk substantially through availment of credit insurance for both domestic and export buyers.

Exposures to customers outstanding at the end of each reporting period are reviewed by the Group to determine incurred and expected credit losses. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macro economic indicators affecting customers of the Group have not undergone any substantial change, the Group expects the historical trend of minimal credit losses to continue. Further, the management believes that unimpaired amounts that are past due by more than 90 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk. The impairment loss at the reporting dates related to customers that have defaulted on their payments to the Group are not expected to be able to pay their outstanding dues, mainly due to economic circumstances.

NOTES

The concentration of credit risk is limited due to the customer base being large and unrelated. Further, the Group constantly evaluates the quality of trade receivable and provides impairment loss on financial assets (trade receivables) based on expected credit loss model.

For movement of loss allowance in trade receivables, refer note 11.

Investments :

Investments of surplus funds are made only with approval of Board of Directors. This primarily include investments in equity instruments of an unlisted entity and mutual funds. The Group does not expect significant credit risks arising from these investments.

Cash and cash equivalents and Bank balances other than Cash and cash equivalents:

The Group held cash and cash equivalents and margin money deposits with credit worthy banks and financial institutions as at the reporting dates which has been measured on the 12-month expected loss basis. The credit worthiness of the banks and financial institutions are evaluated by the management on an ongoing basis and is considered to be good with low credit risk.

Other financial assets :

Other financial assets primarily consists of Interest accrued on bank deposits and other deposits, security deposits and term deposit with Non-Banking Financial Companies. The Group does not expect any loss from non-performance by these counter-parties.

C Liquidity risk management

Liquidity risk is the risk that the group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the group's reputation.

All current financial liabilities are repayable within one year. The contractual maturities of non current financial liabilities are disclosed in note 18.

39 Related Party Disclosures

Disclosures under "Ind AS" 24 – Related Party Disclosure, as identified and disclosed by the Management and relied upon by the Auditors:

39.1 Name of related parties and nature of relationships

Key Managerial Personnel	Sri K.P. Ramasamy Sri KPD Sigamani Sri P. Nataraj Sri C.R. Anandakrishnan Sri E.K. Sakthivel
Relatives of Key Managerial Personnel	Smt D. Geetha (Daughter of Sri. KPD Sigamani) Sri T.N. Arun (Son of Sri P. Nataraj)
Enterprises owned by key management personnel/Directors or their relatives	M/s K.P.R. Developers Limited M/s K.P.R. Cements Private Limited M/s K.P.R. Holdings Private Limited M/s K.P.R. Agro Farms Private Limited M/s KPR Info Solution Private Limited M/s KPR Capital Cares Limited

NOTES

39.2 Transactions during the year and the balance outstanding at the balance sheet date

(₹ in Lakhs)

Nature of Transaction	Enterprises owned by Key Managerial Personnel / Directors or their relatives	Key Managerial Personnel	Relatives to Key Managerial Personnel	Total as on 31.03.2025
Transactions during the year				
Lease rentals paid	- -	- (1.80)	- -	- (1.80)
Remuneration / Salary	- -	5,058 (1,758)	18 (16)	5,076 (1,774)
Balance outstanding as at the balance sheet date				
Employee benefits payable	- -	3,035 (1,061)	0 (0)	3,035 (1,061)

(Previous year figures are shown in brackets)

39.3 Details of transactions with related parties

a. Lease rentals paid

(₹ in Lakhs)

Name	2024 - 25	2023 - 24
Sri K.P.Ramasamy	-	0.6
Sri KPD Sigamani	-	0.6
Sri P.Nataraj	-	0.6
Total	**-**	**1.8**

b. Remuneration / salary (Short-term employee benefits)

(₹ in Lakhs)

Name	2024 - 25	2023 - 24
Sri K.P.Ramasamy	1,672	572
Sri KPD Sigamani	1,672	572
Sri P.Nataraj	1,672	572
Sri C.R.Anandakrishnan	24	24
Sri E.K.Sakthivel	18	18
Smt D.Geetha	6	6
Sri T.N.Arun	12	10
Total	**5,076**	**1,774**

Note: Amount attributable to post employment benefits have not been disclosed as the same cannot be identified distinctly in the actuarial valuation.

NOTES

Balances outstanding as at the balance sheet date:

c. Employee benefits payable

(₹ in Lakhs)

Name	31.03.2025	31.03.2024
Sri K.P.Ramasamy	1,011	365
Sri KPD Sigamani	1,009	342
Sri P.Nataraj	1,012	351
Sri C.R.Anandakrishnan	2	2
Sri E.K.Sakthivel	1	1
Smt D.Geetha	0	0
Total	**3,035**	**1,061**

39.4 Transactions eliminated in consolidation procedures (intra-group transactions) and consequently not forming part of consolidated financial statements

I) Transactions between the Parent Company and other Group entities:

a. Loans (net)

(₹ in Lakhs)

Name	2024 - 25	2023 - 24
M/s KPR Sugar and Apparels Limited	26,364	-
Total	**26,364**	**-**

II) Balances outstanding as at the balance sheet date:

In the books of the Holding company

a. Non-current investments

(₹ in Lakhs)

Name	31.03.2025	31.03.2024
Equity shares		
M/s K.P.R. Sugar Mill Limited	1,675	1,675
M/s Jahnvi Motor Private Limited	276	276
M/s Quantum Knits Pvt Limited	10	10
M/s Galaxy Knits Limited	5	5
M/s KPR Sugar and Apparels Limited	100	100
Deemed equity in Jahnvi Motor Private Limited, K.P.R. Sugar Mill Limited and KPR Sugar and Apparels Limited	657	657
Preference shares		
M/s KPR Sugar and Apparels Limited	70,000	70,000
Total	**72,723**	**72,723**

NOTES

b. **Loans** **(₹ in Lakhs)**

Name	31.03.2025	31.03.2024
M/s KPR Exports PLC, Ethiopia	-	188
M/s KPR Sugar and Apparels Limited	26,364	-
Total	**26,364**	**188**

Note: Disclosure under Section 186 (4) of the Companies Act, 2013 : The recipients utilise the loan for principal business activities. Also refer note below.

c. **Trade receivables** **(₹ in Lakhs)**

Name	31.03.2025	31.03.2024
M/s KPR Sugar and Apparels Limited	-	7,480
Total	**-**	**7,480**

d. **Trade payables** **(₹ in Lakhs)**

Name	31.03.2025	31.03.2024
M/s Jahnvi Motor Private Limited	6	5
M/s Quantum Knits Pvt limited	156	104
Total	**162**	**109**

e. **Advance from customers** **(₹ in Lakhs)**

Name	31.03.2025	31.03.2024
M/s K.P.R. Sugar Mill Limited	1,456	3,014
Total	**1,456**	**3,014**

In the books of M/s K.P.R. Sugar Mill Limited

f. **Loan receivable** **(₹ in Lakhs)**

Name	31.03.2025	31.03.2024
M/s KPR Sugar and Apparels Limited	5,992	10,000
Total	**5,992**	**10,000**

h. **Advance from customers** **(₹ in Lakhs)**

Name	31.03.2025	31.03.2024
M/s KPR Sugar and Apparels Limited	-	7,321
Total	**-**	**7,321**

NOTES

In the books of M/s KPR Sugar and Apparels Limited

i. Advance to Suppliers **(₹ in Lakhs)**

Name	31.03.2025	31.03.2024
M/s K.P.R. Sugar Mill Limited	-	7,321
Total	**-**	**7,321**

j. Loan payable **(₹ in Lakhs)**

Name	31.03.2025	31.03.2024
M/s K.P.R. Sugar Mill Limited	5,992	10,000
Total	**5,992**	**10,000**

During the year ended 31.03.2025, the Holding Company performed an impairment assessment for investments made in KPR Exports PLC, Ethiopia, due to changes in business environment as a result of civil unrest in Ethiopia. Further to such evaluation, the holding Company has recognized a provision for impairment loss on such investments aggregating to INR 188 lakhs. This provision for impairment loss has been presented as part of 'Other expenses' in the statement of profit and loss for the year ended 31.03.2025. Also refer note 5 and 32 to the standalone financial statements.

Further, during the previous year, the Holding Company had performed an impairment assessment of investments made (including investments pending allotment) and loans given due from M/s KPR Mill Pte. Ltd Singapore and had recognized a provision for impairment towards carrying value of investments (including investments pending allotment) and loans of ₹ 275 lakhs as at 31.03.2024. The provision had been presented as part of 'Other expenses' in the statement of profit and loss for the year ended 31.03.2024. Also refer note 5,5.5,6 and 7 to the standalone financial statements.

39.5 Terms and conditions of transactions with related parties

The sales to and purchases from related party are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the period ended are unsecured and interest free and settlement occurs in cash. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

39.6 Transfer pricing

The Group has transactions with related parties. For the financial year ended 31.03.2024, the Holding company and its subsidiaries have obtained the Accountant's report from a Chartered Accountant, where relevant and applicable as required by the relevant provisions of the Income-tax Act, 1961 and has filed the same with the tax authorities. For the year ended 31.03.2025, the Group maintains documents as prescribed by the Income-tax Act to prove that these transactions are at arm's length and believes that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

NOTES

40 Earnings Per Share (EPS)

Particulars	31.03.2025	31.03.2024
Profit for the year attributable to the equity shareholders (₹ in Lakhs)	81,511	80,535
Weighted average number of equity shares (Refer Note a)	34,18,14,000	34,18,14,000
Face Value Per Share (₹)	1	1
Earnings Per Share - Basic and Diluted (₹)	**23.85**	**23.56**

Notes:

a. The calculation of weighted average number of equity shares for the purpose of basic and diluted earnings per share is as follows:

Particulars	31.03.2025	31.03.2024
Opening balance	34,18,14,000	34,18,14,000
Effect of Shares bought back during the year	-	-
Weighted average number of equity shares	**34,18,14,000**	**34,18,14,000**

b. The Company does not have any potential equity shares. Accordingly basic and diluted earnings per share would remain the same.

41 Goodwill on Consolidation

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
Opening Balance	70	70
Add: On acquisition of subsidiaries during the year	-	-
Total	**70**	**70**
Less: On disposal of subsidiaries during the year	-	-
Less: Impairment	-	-
Closing Balance	**70**	**70**

42 Operating segments

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the respective Company's Board of Directors to make decisions about resources to be allocated to the segments and assess their performance. The Board of Directors are considered to be the Chief Operating Decision Maker ('CODM') within the purview of Ind AS 108 - Operating Segments.

The Group has classified its operations primarily into three reportable segments viz., Textile, Sugar and Others based on 'Management Approach' as defined in Ind-AS 108. These segments offer different products and services and are managed separately because they require different technology and marketing strategies. For each of the reportable segments, the respective Company's Board of Directors reviews internal management reports on atleast a quarterly basis.

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit (before tax), as included in the internal management reports that are reviewed by the respective Company's Board of Directors. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

NOTES

42.1 (₹ in Lakhs)

Particulars	For the year ended 31.03.2025			
	Textile	Sugar	Others	Total
External revenue	5,18,467	1,11,467	8,882	6,38,816
	(4,71,379)	(1,22,621)	(12,014)	(6,06,014)
Inter-segment revenue	-	-	-	28
	-	-	-	(46)
Total	5,18,467	1,11,467	8,882	6,38,788
	(4,71,379)	(1,22,621)	(12,014)	(6,05,968)
Segment results before other income, finance costs and tax	97,991	5,648	178	1,03,817
	(75,283)	(29,083)	(384)	(1,04,750)
Unallocable expenses (net)				-
				-
Operating income				1,03,817
				(1,04,750)
Less: Finance costs				4,977
				(7,437)
Add: Other income (net)				7,438
				(6,726)
Profit before tax				1,06,278
				(1,04,039)
Less: Tax expense				24,767
				(23,504)
Profit for the year				81,511
				(80,535)

Note: Figures in bracket relates to previous year

NOTES

42.2 (₹ in Lakhs)

Particulars	For the year ended 31.03.2025			
	Textile	Sugar	Others	Total
Segment Assets	4,19,834 (3,71,111)	1,72,464 (2,10,510)	3,771 (3,549)	5,96,069 (5,85,170)
Unallocable Assets				83 (1,229)
Total Assets				5,96,152 (5,86,399)
Segment Liabilities	34,252 (56,482)	52,707 (91,606)	2,188 (1,800)	89,147 (1,49,888)
Unallocable Liabilities				6,805 (688)
Total Liabilities				95,952 (1,50,576)
Capital Employed (Segment asset - Segment Liabilities)				5,00,200 (4,35,823)
Other information Capital expenditure	22,256 (20,695)	2,217 (10,822)	157 (172)	24,630 (31,689)
Depreciation and amortisation	11,789 (10,409)	8,890 (8,429)	108 (81)	20,787 (18,919)

Note: Figures in bracket relate to the previous year

43 Geographical information:

The geographic information analyses the Group's revenues and non-current assets by the Company's country of domicile and overseas. In presenting the geographical information, segment revenue has been determined based on the geographical location of the customers and non - current assets has been determined based on the geographical location of the assets.

Revenue from sale of products and services by geographic location of customers (₹ in Lakhs)

Particulars	2024-25	2023-24
India	3,57,222	3,57,243
Overseas	2,56,351	2,25,145
Total	**6,13,573**	**5,82,388**
Regionwise Export		
Europe	1,49,238	1,33,997
North America	53,881	42,327
Australia	38,542	36,038
Others	14,690	12,783
Total	**2,56,351**	**2,25,145**

NOTES

Non-current assets* by geographic location of assets **(₹ in Lakhs)**

Particulars	31.03.2025	31.03.2024
India	2,63,362	2,72,257
Overseas	-	-
Total	**2,63,362**	**2,72,257**

*Non-current assets exclude financial instruments and deferred tax assets.

No single customer contributed 10% or more to the Group's revenue for both the financial years 2024-25 and 2023-24.

44 Operating Lease Disclosure

44.1 As Lessee:

The Group has taken factory premises, office spaces, plant and equipment and vehicles on cancellable operating leases. The leases are for varied periods which are classified as short-term leases under Ind AS 116. The Group has incurred ₹ 359 lakhs (Pr.Yr ₹ 270 lakhs) for the year ended 31.03.2025 towards expenses relating to short-term leases. The total cash outflow for leases is ₹ 359 lakhs (Pr.Yr ₹ 270 lakhs) for the year ended 31.03.2025, including cash outflow of short-term leases. Also refer note 32.

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
Minimum lease payments not later than one year	104	80
Later than one year but not later than five years	85	-
More than five years	-	-

44.2 As Lessor:

The Group has given certain non-factory building on cancellable operating leases and has earned rental income of ₹ 184 lakhs (Pr.Yr: ₹ 208 lakhs) for the year ended 31.03.2025. Since the aforesaid leases are short-term in nature, there are no lease payments receivable after one year as at 31.03.2025. The expected amount of minimum lease payments to be received within one year is ₹ 184 lakhs (Pr.Yr: ₹ 208 lakhs). Also refer note 27.

45 Disclosure of Employee Benefits

45.1 Defined Contribution Plans **(₹ in Lakhs)**

Particulars	31.03.2025	31.03.2024
Provident Fund	4,567	4,137
Employee State Insurance	1,570	1,000

45.2 Defined Benefit Plan - Gratuity

The Group provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Group. The Group's obligation towards Gratuity is a defined benefit plan and the details of actuarial valuation as at the year-end are given below:

Reconciliation of the net defined benefit (asset)/ liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined (asset) / liability and its components.

(₹ in Lakhs)

	Particulars	31.03.2025	31.03.2024
A	**Changes in present value of defined benefit obligation**		
	PV of obligation as at the beginning of the year	1,403	1,212
	Current service cost	90	179
	Interest cost	94	12
	Benefits paid	-	-
	Balance at the end of the year	**1,587**	**1,403**

NOTES

(₹ in Lakhs)

	Particulars	31.03.2025	31.03.2024
B	**Reconciliation of fair value of plan assets:**		
	Balance at the beginning of the year	1,402	1,209
	Interest income	92	79
	Actuarial (gains) / losses on plan assets	-	-
	Benefits paid	91	114
	Contributions paid into the plan	-	-
	Fair value of plan asset as at end of the year	**1,585**	**1,402**
	Plan assets comprises of :		
	Investment with insurer	1,585	1,402
C	**Net Asset/(Liability) recognized in the balance sheet**		
	Present value of obligation as at end of the year	1,587	1,403
	Fair value of plan asset as at end of the year	1,585	1,402
	Funded status [surplus/(deficit)]	**(2)**	**(1)**
D	**Expense recognized in the consolidated statement of profit and loss**		
	Current service cost	90	179
	Interest cost	94	12
	Expected return on plan assets	(92)	(79)
	Actuarial (gains) / losses on obligations and plan assets	-	-
		92	**112**
E	**Remeasurement recognised in other comprehensive income**		
	Actuarial (gains) / losses on defined benefit obligation	-	-
	Actuarial (gains) / losses on plan assets	-	-
F	**Actuarial assumptions**		
	Discount rate (per annum)	7.04%	7.25%
	Rate of increase in compensation levels (per annum)	7.50%	6.50%
	Rate of return on plan assets (per annum)	7.04%	7.52%
	Attrition rate (per annum)	4.00%	4.00%
	Expected average remaining working lives of employees (years)	25.12	26.66
	Demographic assumptions - based on Indian Assured Lives Mortality (2012-14)		

The estimate of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotions and other relevant factors including supply and demand in the employment market.

45.3 Disclosure of Employee Benefits (Continued)

Asset-liability matching strategies

The Group has funded the liability with the insurance company. The entire investible assets are managed by the fund managers of the insurance company and the asset values as informed by the insurance company has been taken for valuation purpose. The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Group is exposed to movement in interest rates (in particular, the significant fall in interest rates, which should result in a increase in liability without a corresponding increase in the asset).

NOTES

Expected contributions to the plan for the next annual reporting period

The expected benefits are based on the same assumptions as are used to measure Company's defined benefit plan obligations as at 31.03.2025. The Company is expected to contribute ₹ 221 lakhs (Pr.Yr: ₹ 249 Lakhs) to defined benefit plan obligations funds for the year ending 31.03.2026.

(₹ in Lakhs)

Particulars	31.03.2025	31.03.2024
Weighted average duration of the defined benefit obligation	16.23 years	16.61 years
Disclosure related to indication of effect of the defined benefit plan on the entity's undiscounted future cash flows		
Payout in the next		
1 year	60	46
1-2 years	52	50
2-3 years	58	53
3-4 years	66	54
4-5 years	61	61
5 years and beyond	4,058	3,800

Sensitivity analysis

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

	31.03.2025		31.03.2024	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(166)	201	(142)	171
Salary growth (1% movement)	194	(163)	165	(138)
Attrition rate (1% movement)	(20)	23	(12)	13

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

46 Details of current investments in mutual funds (quoted)

(₹ in Lakhs)

Particulars	31.03.2025		31.03.2024	
	Units	Amount	Units	Amount
Nippon India Mutual Fund	1,22,316.22	7,763	-	-
HDFC Mutual Fund	1,26,462.46	6,440	-	-
LIC Mutual Fund	2,56,048.46	12,058	2,59,723	3,204
Total	**5,04,827.15**	**26,261**	**2,59,723**	**3,204**

Also refer note 10.

NOTES

47 Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act 2013, containing salient features of financial statements of subsidiary companies

2024-25 **(INR in Lakhs)**

Particulars	Quantum Knits Private Limited	K.P.R.Sugar Mill Limited	Galaxy Knits Limited	Jahnvi Motor Private Limited	KPR Sugar and Apparels Limited	KPR Exports PLC
Country of incorporation	India	India	India	India	India	Ethiopia
Reporting currency	INR	INR	INR	INR	INR	BIRR
Exchange rate	1	1	1	1	1	1.48
Share capital	10	205	5	193	7,100	1,900
Other equity	171	67,773	(2)	1,385	1,09,697	(1751)
Total assets	181	83,048	3	3,771	1,75,685	149
Total liabilities	-	15,070	-	2,193	58,888	
Revenue from operations	511	72,597	-	8,882	1,73,694	-
Profit / (Loss) before tax	9	9,747	-	33	25,348	-
Tax expense / (credit)	-	2,573	-	6	3,967	-
Profit / (loss) after tax	9	7,174	-	27	21,381	-
Dividend - Interim ₹ in Lakhs	-	8,200	-	193	3,500	-
- Proposed ₹ in Lakhs	-	-	-	-	-	-
% of Shareholding	100	100	100	100	100	100

2023-24 **(INR in Lakhs)**

Particulars	Quantum Knits Private Limited	K.P.R.Sugar Mill Limited	Galaxy Knits Limited	Jahnvi Motor Private Limited	KPR Sugar and Apparels Limited	KPR Exports PLC	KPR Mill Pte. Ltd
Country of incorporation	India	India	India	India	India	Ethiopia	Singapore
Reporting currency	INR	INR	INR	INR	INR	BIRR	SGD
Exchange rate	1	1	1	1	1	1.48	61.77
Share capital	10	205	5	193	7,100	424	21
Other equity	162	68,799	(1)	1,551	92,306	(275)	23
Total assets	172	1,00,697	4	3,551	1,91,050	149	44
Total liabilities	-	31,693	-	1,807	91,644	-	-
Revenue from operations	3,614	90,513	-	12,014	1,49,438	-	-
Profit / (Loss) before tax	389	19,924	-	232	30,732	-	261
Tax expense / (credit)	(9)	4,817	-	55	4,662	-	-
Profit / (loss) after tax	398	15,107	-	177	26,070	-	261
Dividend - Interim ₹ in Lakhs	-	9,020	-	193	4,500	-	-
- Proposed ₹ in Lakhs	-	-	-	-	-	-	-
% of Shareholding	100	100	100	100	100	100	100

NOTES

48 Additional information as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as subsidiaries

2024-25

(₹ in Lakhs)

Particulars	Net Assets, i.e., Total Assets minus Total Liabilities		Share of Profit or Loss		Share in other comprehensive income		Share in total other comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated total OCI	Amount
Parent								
M/s K.P.R. Mill Limited	67.38%	3,85,621	69.78%	65,304	-	-	69.78%	65,304
Subsidiaries - Indian								
1. M/s Quantum Knits Private Limited	0.03%	181	0.01%	9	-	-	0.01%	9
2. M/s K.P.R. Sugar Mill Limited	11.88%	67,978	7.67%	7,174	-	-	7.67%	7,174
3. M/s Jahnvi Motor Private Limited	0.27%	1,578	0.03%	27	-	-	0.03%	27
4. M/s Galaxy Knits Limited	0.00%	3	0.00%	(1)	-	-	0.00%	(1)
5. M/s KPR Sugar and Apparels Limited	20.41%	1,16,797	22.84%	21,381	-	-	22.85%	21,381
Subsidiaries - Foreign								
M/s KPR Exports Plc, Ethiopia	0.03%	149	-0.33%	(306)	-	-	-0.33%	(306)
Less : Eliminations	-	(72,107)	-	(12,077)	-	-	-	(12,077)
	100%	**5,00,200**	**100%**	**81,511**	-	-	**100%**	**81,511**

2023-24

(₹ in Lakhs)

Particulars	Net Assets, i.e., Total Assets minus Total Liabilities		Share of Profit or Loss		Share in other comprehensive income		Share in total other comprehensive income	
	As % of consolidated Net Assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated total OCI	Amount
Parent								
M/s K.P.R. Mill Limited	66.43%	3,37,407	56.91%	55,492	-	-	56.91%	55,492
Subsidiaries - Indian								
1. M/s Quantum Knits Private Limited	0.03%	172	0.41%	398	-	-	0.41%	398
2. M/s K.P.R. Sugar Mill Limited	13.59%	69,004	15.49%	15,107	-	-	15.49%	15,107
3. M/s Jahnvi Motor Private Limited	0.34%	1,744	0.18%	177	-	-	0.18%	177
4. M/s Galaxy Knits Limited	0.00%	4	0.00%	-	-	-	0.00%	-
5. M/s KPR Sugar and Apparels Limited	19.57%	99,406	26.74%	26,070	-	-	26.74%	26,070
Subsidiaries - Foreign								
M/s KPR Exports Plc, Ethiopia	0.03%	149	0.00%	-	-	-	0.00%	-
M/s KPR Mill Pte Limited, Singapore	0.01%	44	0.27%	261	-	-	0.27%	261
Less : Eliminations	-	(72,107)	-	(16,970)	-	-	-	(16,970)
	100%	**4,35,823**	**100%**	**80,535**	-	-	**100%**	**80,535**

49 Events after reporting period :

The Board of Directors have recommended a final dividend of ₹ 8,545 Lakhs (₹ 2.50 per share of the face value of ₹ 1/- each (250%)) for the year 2024-25 subject to the approval of the shareholders in Annual General Meeting.

NOTES

50 Other statutory information

a) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

b) The Group did not have transactions with outstanding balances with companies struck off.

c) The Group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

d) The Group has not traded or invested in Crypto currency or virtual currency during the financial year.

e) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Group or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

f) No funds have been received by the Group from any persons or entities, including foreign entities (“Funding Parties”), 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 (“Ultimate Beneficiaries”) by or on behalf of the Funding Party or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

g) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income-tax Act, 1961).

h) The Group has not have been declared as wilful defaulters by any bank or financial institution or government or any government authority.

i) The Group has complied with the number of layers prescribed under the Companies Act, 2013.

j) The Group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

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

The notes from 1 to 50 are an integral part of these consolidated financial statements.

For and on behalf of the Board of Directors of
K.P.R. Mill Limited
CIN : L17111TZ2003PLC010518

As per our report of even date attached
For **B S R & CO. LLP**
Chartered Accountants
ICAI Firm's Registration Number : 101248W/W-100022

K.P.Ramasamy
Chairman
DIN : 00003736

Sampad Guha Thakurta
Partner
Membership No. : 060573

KPD Sigamani
Managing Director
DIN : 00003744

P.Nataraj
Chief Executive Officer and Managing Director
DIN : 00229137

PL Murugappan
Chief Financial Officer

P.Kandaswamy
Company Secretary

Coimbatore
09.05.2025

Bengaluru
09.05.2025

STATE OF THE ART 'SUGAR, CO-GEN, ETHANOL PLANT' AT KALABURAGI DISTRICT, KARNATAKA

PANORAMIC VIEW OF ADVANCED TECHNOLOGY GARMENT FACTORY AT THEKKALUR


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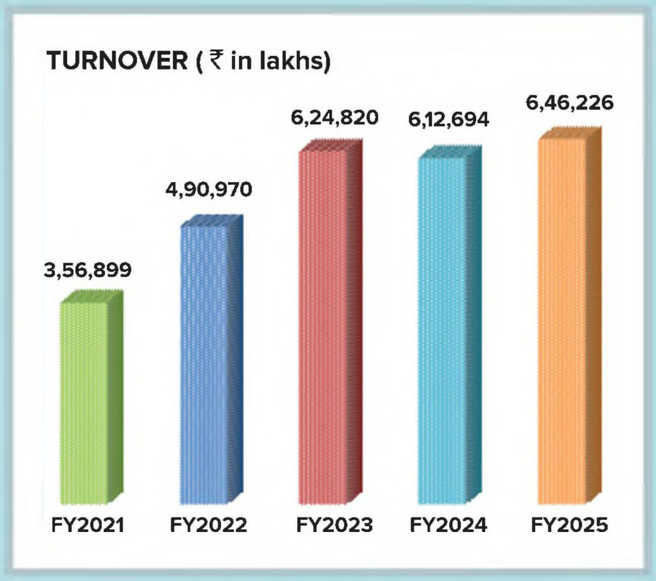
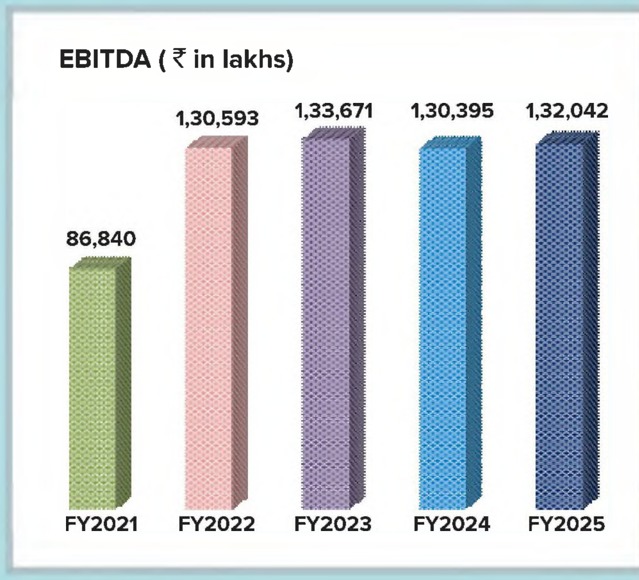
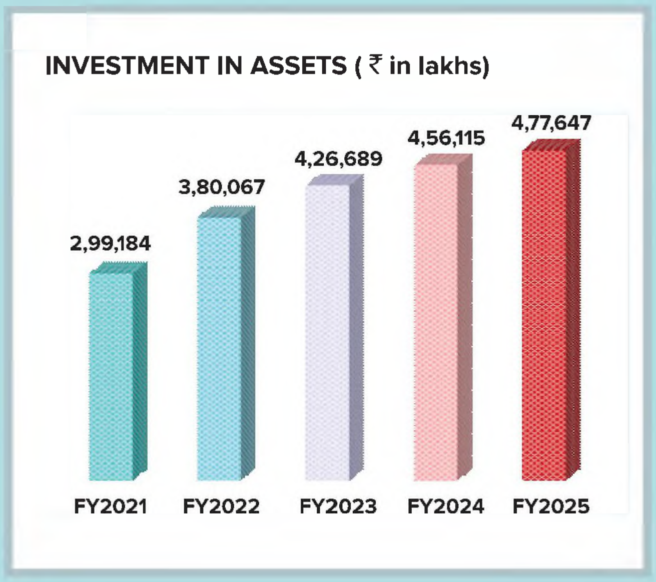
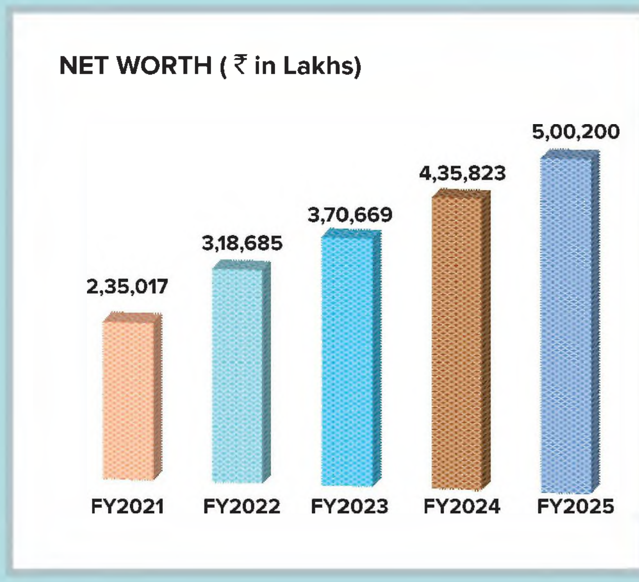
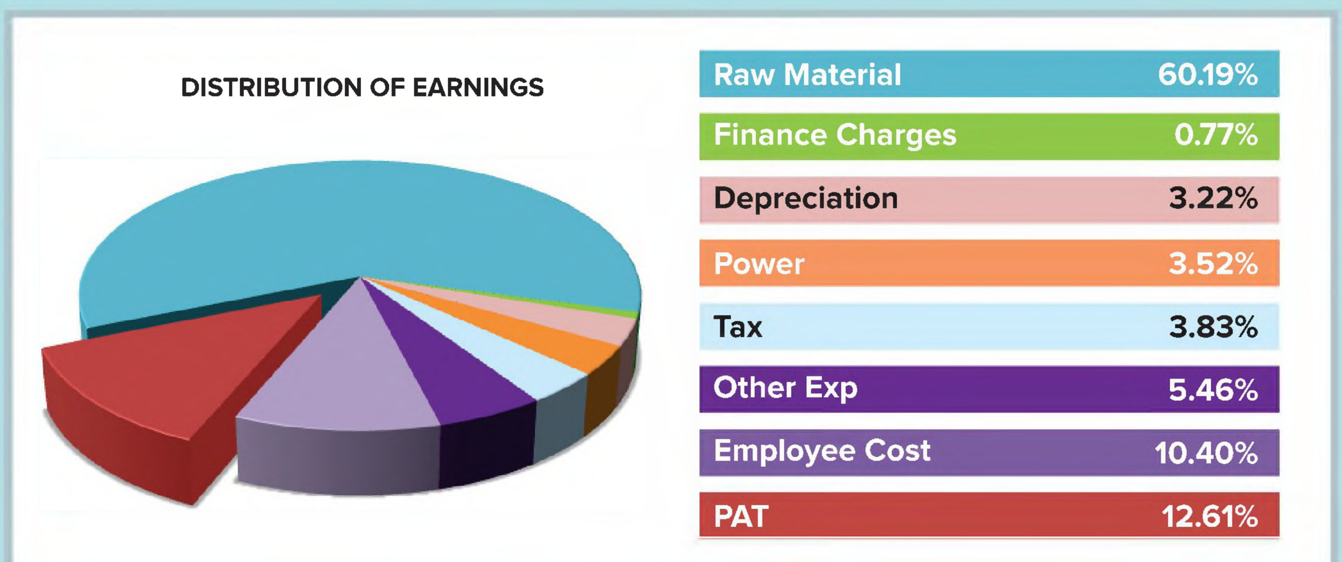
/ FASOCLOTHINGS


TURNOVER (₹ in lakhs)
3,56,899
4,90,970
6,24,820
6,12,694
6,46,226
FY2021
FY2022
FY2023
FY2024
FY2025


EBITDA (₹ in lakhs)
86,840
1,30,593
1,33,671
1,30,395
1,32,042
FY2021
FY2022
FY2023
FY2024
FY2025


INVESTMENT IN ASSETS (₹ in lakhs)
2,99,184
3,80,067
4,26,689
4,56,115
4,77,647
FY2021
FY2022
FY2023
FY2024
FY2025


NET WORTH (₹ in Lakhs)
2,35,017
3,18,685
3,70,669
4,35,823
5,00,200
FY2021
FY2022
FY2023
FY2024
FY2025


DISTRIBUTION OF EARNINGS
Raw Material 60.19%
Finance Charges 0.77%
Depreciation 3.22%
Power 3.52%
Tax 3.83%
Other Exp 5.46%
Employee Cost 10.40%
PAT 12.61%

Corporate Office:

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CIN : L17111TZ2003PLC010518

Email : corporate@kprmill.com