MADHUR KNIT CRAFTS LIMITED

28th ANNUAL REPORT 2025-26

Meeting	**28th Annual General Meeting of the Company**
Day	**Monday**
Date	**November 30, 2026**
Time	**11.30 A.M.**
Mode	**through Video Conferencing/Other Audio Visual Means**

CORPORATE INFORMATION

A. Board of Directors

Arun Gupta	Managing Director	**Avinash Rai**	Independent Director
Piyush Gupta	Whole – time Director	**Sanjay Kapoor**	Independent Director
Chirag Gupta	Whole – time Director	**Gurpreet Kaur**	Independent Director

B. Key Managerial Personnel

Piyush Gupta Chief Financial Officer (CFO)

Nikita Tayal Company Secretary and Compliance Officer

C. Registered Office Village - Seera, Sattowal Road, Rahon Road, Ludhiana (PB) - 141007

D. Stock Exchange NSE LIMITED –EMERGE PLATFORM

E. Statutory Auditors M/s V. V. Bhalla & Co. Chartered Accountants,
E-64-65, Rishi Nagar, Ludhiana (PB) – 141001

F. Registrar & Transfer Agent Skyline Financial Services Private Ltd
D-153 A, 1st Floor, Okhla Industrial Area,
Phase – I, New Delhi - 110020

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE 28TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF MADHUR KNIT CRAFTS LIMITED WILL BE HELD ON MONDAY, 30TH DAY OF NOVEMBER 2026 AT 11:30 A.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO-VISUAL MEANS (OAVM), TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2026 including the Audited Balance Sheet as at March 31, 2026 and the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.**

   "RESOLVED THAT the audited financial statements of the Company for the financial year ended 31st March, 2026 and the Reports of the Board of Directors and Auditors thereon laid before this meeting, be and hereby considered and adopted."

2. **To appoint Mr. Chirag Gupta (DIN: 08330420), who retires by rotation and being eligible, offers himself for re-appointment as a Director and in this regard, pass the following resolution as an ordinary resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act 2013, Mr. Chirag Gupta (DIN: 08330420), Director of the Company, who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. **To consider the appointment of Mr. Tapun Mahajan (DIN: 11648238) as Independent Director as per section 149 of Companies Act, 2013**

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 and the rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable provisions, if any and on the recommendation of Nomination and Remuneration Committee and the Board of Directors of the company respectively, consent of members of the company be and is hereby accorded to appoint Mr. Tapun Mahajan (DIN: 11648238), in respect of whom the Company has received notice under Section 160 of the Companies Act, 2013, who has consented to act as Non-Executive Independent Director of the Company and has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013, as Non-Executive Independent Director of the company to hold the office for a term of 5 (five) consecutive years w.e.f 30.11.2026 not be liable to retire by rotation."

   "**RESOLVED FURTHER THAT**, the Board of Directors of the Company be and are hereby authorized to do all the acts, deeds and things which may be necessary to give effect to this resolution.

By Order of the Board
For **MADHUR KNIT CRAFTS LIMITED**

	Sd/-	**Sd/-**
	(Arun Gupta)	**(Piyush Gupta)**
Place: Ludhiana	Managing Director	Whole Time Director
Date: 06.11.2026	DIN: 00585772	DIN: 05141402

NOTES

1. Explanatory Statement pursuant to Section 102(1) of the Companies Act, with respect to the Special Business to be transacted at the 28th Annual General Meeting (the 'Meeting/AGM') is annexed hereto.
2. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
3. The Registrar of Companies (ROC), Chandigarh has granted to the Company an extension of two months for holding its Annual General Meeting (AGM) for the Financial Year 2025–26, i.e., up to 30th November, 2026.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, 24.11.2026 to Monday, the 30.11.2026 (both days inclusive) for the purpose of AGM.
5. The Ministry of Corporate Affairs ('MCA'), vide its General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 02/2022, 09/2023, 09/2024 and SEBI vide its Circular No. SEBI/ HO/ CFD/ CMD1/ CIR/ P/ 2020/ 79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue. In accordance with, the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 28th AGM of the Company shall be conducted through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company. Participation of members through VC /OAVM will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013.
6. The Company has appointed B K Gupta & Associates, Practicing Company Secretaries, Ludhiana as the Scrutinizer for scrutinizing the entire e-voting process i.e. remote e-voting and e-voting during the AGM, to ensure that the process is carried out in a fair and transparent manner.
7. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a duly certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
8. In case of joint holders, the member whose name appears as the first holder in the order of names as per the register of members of the Company will be entitled to vote.
9. To support the 'Green Initiative', Members holding Shares in dematerialized mode are requested to register/update their email addresses with the relevant Depository Participant ('DP').
10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
11. 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.
12. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
13. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

14. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://www.mkcpl.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
15. The Securities and Exchange Board of India (SEBI) vide circular No. SEBI/HO/MIRSD/DOP1/CIR/P/ 2018/73 dated 20th April 2018 has mandated compulsory submission of Permanent Account Number (PAN) and bank details by every participant in the securities market. Members holding shares in the electronic form are, therefore requested to submit their PAN and bank details to their Depository Participant(s) and members holding shares in physical form shall submit the details to Company/RTA.

INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS

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

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

(i) The voting period begins on November 27, 2026 at 9.00 AM and ends on November 29, 2026 at 5.00 PM. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of November 23, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

(iv) Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

(v) In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding SHARES IN DEMAT MODE.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from 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 with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen.

	After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & 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. CDSL and NSDL.

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

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

Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.

3) Now enter your User ID

   a. **For CDSL:** 16 digits beneficiary ID,

   b. **For NSDL:** 8 Character DP ID followed by 8 Digits Client ID,

   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

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

7) After entering these details appropriately, click on "SUBMIT" tab.

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

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

10) Click on the EVSN for Madhur Knit Crafts Limited on which you choose to vote.

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

12) Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.

13) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

16) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

17) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

18) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, non-individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@mkcpl.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. 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 at least 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@mkcpl.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries advance at least 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@mkcpl.in. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are 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 available during the AGM.

10. 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 may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. **For Physical shareholders**: Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. **For Demat shareholders**: Please update your email id & mobile no. with your respective Depository Participant (DP).

3. **For Individual Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

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

By Order of the Board
For **MADHUR KNIT CRAFTS LIMITED**

	Sd/-	**Sd/-**
	(Arun Gupta)	**(Piyush Gupta)**
Place: Ludhiana	Managing Director	Whole Time Director
Date: 06.11.2026	DIN 00585772	DIN: 05141402

EXPLANATORY STATEMENT

For appointment of Mr. Tapun Mahajan (DIN: 11648238) as Independent Director

Mr. Tapun Mahajan (DIN: 11648238) is proposed to be appointed as an Independent Director of the Company, in accordance with the Companies Act, 2013 as amended from time to time. In this connection, the Board is of the opinion that Mr. Tapun Mahajan (DIN: 11648238) fulfils the criteria of independence, as set out in the Companies Act, 2013, and related rules framed thereunder and that Mr. Tapun Mahajan (DIN: 11648238) is independent of the management of the Company.

He is not related to any other director on the Board of the Company.

Considering, the rich experience and sound academic credentials of Mr. Tapun Mahajan (DIN: 11648238), the Nomination and Remuneration Committee and the Board of Directors has recommended his appointment as an Independent Director for a term of five years subject to such Director continuing to satisfy the criteria of independence in terms of the Companies Act, 2013, and the rules made thereunder, and shall not be liable to retire by rotation.

Mr. Tapun Mahajan is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 ("the Act") and has given his consent to act as a Director. The Board has also received a declaration from him confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of this notice except to the extent of their shareholding in the Company.

The Board of Directors recommends the resolution at Item No. 3 for approval of the Members by way of Ordinary Resolution.

Annexure – A

Information as required under regulation 36 (3) of the SEBI (LODR), Regulations, 2015 and Clause 1.2.5 of Secretarial Standard – 2 on General Meetings.

Brief particulars of the Directors seeking appointment/re-appointment are given as under:

Name of the Director	Mr. Chirag Gupta	Tapun Mahajan
Designation	Whole-time Director	Independent Director
DIN	08330420	11648238
Date of Birth	02/01/1993	23/12/1989
Age	33 years	36 years
Brief Profile	Chirag Gupta is a Whole Time Director and has been associated with the Company since January 15, 2019. He holds a degree in BA (Hons.) in Fashion Business Management from Pearl Academy in 2025, and He has done business mastery program from Business Coaching India, New Delhi in 2023. Currently, He manages operations and production, covering	Tapun Mahajan is a B.com Graduate and has experience of working in Banking sector. He is well equipped with skills of managing budgets and finance.

	the entire production lifecycle including resource planning, quality control, process optimization, and supply chain coordination.	
Qualification	Bachelor of Arts (Hons.)	Bachelor of Commerce
Expertise in functional areas	1.Resource Planning 2.Supply Chain Coordination	1. Accounts and Finance 2. Policy making
Relationship between director inter-se	Related to Mr. Arun Gupta and Mr. Piyush Gupta	Not related to any director
Names of the companies including Listed entities in which the person is holding Directorships and the Membership of Committees of the board along with listed entities from the director / appointee has resigned in the past three years	NA	a. Credion Consultants Private Limited
Terms and conditions of appointment or re-appointment	Mr. Chirag Gupta is appointed as Whole-time Director w.e.f.15/01/2019 and Proposed to be re-appointed as Director, liable to retire by rotation.	Mr. Tapun Mahajan is proposed to be appointed as Non-Executive Independent Director w.e.f.30/11/2026, not liable to retire by rotation.
Skills and capabilities required for the role and the manner in which the Director meets the requirements (Independent Directors)	NA	• Strategic Finance • Credit facilities • Investing and Financing skills • Budgeting and Forecasting
Number of shares held	26,71,629	NIL
Experience	6 years	7 years
Details of remuneration sought to be paid and the remuneration last drawn by such person	Upto 24 lakhs	Director Sitting Fees and Consultancy fee as may be decided by the Board
The number of Meetings of the Board attended during the year	15 (Fifteen)	NA

DIRECTOR'S REPORT

To
The Members,

MADHUR KNIT CRAFTS LIMITED

Your directors have pleasure in presenting the 28th Board's report on the business and operations of the Company together with Audited accounts for the Financial Year ended 31st March, 2026.

1. FINANCIAL PERFORMANCE AND HIGHLIGHTS

(Amount in Rs. 'Lakhs)

Particulars	**2025-26**	**2024-25**
Revenue from operations	21,103.45	17,163.50
Other Income	11.35	10.05
Total Operating & Other income	**21,114.81**	**17,173.56**
Total Expenses	**19,366.54**	**15,706.76**
Profit /(Loss)) for the year before Tax	1,748.27	**1,466.80**
Less: Current tax	440.22	347.74
Less: Deferred tax	14.97	16.03
Less: Prior period tax	(8.81)	64.42
Profit/(Loss) after Tax	**1,301.89**	**1,038.61**

2. FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Total Operating & Other Income of the company for the year under review was Rs. 21,114.81 Lakhs as compared to Rs. 17,173.56 Lakhs in the previous financial year. The Company has earned a profit of Rs. 1,301.89 Lakhs for the financial year 2025-26 as compared to previous financial year profit of Rs. 1,038.61 Lakhs.

3. INFORMATION ON STATE OF COMPANY'S AFFAIR

The Company is engaged in business of Manufacturing and Trading of yarns, fabrics and blankets.

4. CHANGE IN NATURE OF BUSINESS, IF ANY

There was no change in the nature of business of the company during the year under review.

5. TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3) (J) OF THE COMPANIES ACT, 2013

The profit earned during the year under review forms part of surplus. No amount was transferred into any specific reserve during the year under review.

6. SHARE CAPITAL

- **Authorised Share Capital**

  As on 31st March, 2026, the authorized share capital of the company stands at Rs. 24,00,00,000/- (Twenty Four Crores only) divided into 2,40,00,000 (Two Crore Forty Lakhs) equity shares of Rs. 10/- each

During the year under review, the Authorized Share Capital of the Company was increased from Rs. 15,00,00,000/- to Rs. 24,00,00,000/- vide Shareholder's resolution passed in Extra-Ordinary General Meeting held on 11th June, 2025.

- **Paid up Share Capital**

  As on 31st March, 2026, the paid up capital stands at Rs. 13,68,24,320/- (Thirteen Crore Sixty Eight Lakhs Twenty Four Thousand Three Hundred Twenty only) divided into 1,36,82,432 (One Crore Thirty Six Lakhs Eighty Two Thousand Four Hundred Thirty Two Only) equity shares of Rs. 10/- each

During the year under review, the company has made the following allotments of equity shares with the prior requisite approval:

a. Issue and Allotment by way of Bonus issue of 26,82,025 Equity shares of Rs. 10/- (Rupees Ten Only) each fully paid up in the ratio of 1:4

b. Issue and allotment of 2,72,307 Equity shares of Rs. 10/- (Rupees Ten Only) each fully paid up on preferential basis

Further, it is hereby declared that the Company has:

a. not issued equity shares with differential rights as to dividend, voting or otherwise;
b. not issued any sweat equity shares;
c. not issued employee stock option scheme/plan or exercised any option(s)there under; and
d. not provided money for purchase of its own shares by employees or by trustees for the benefit of employees.

Between the end of the financial year of the Company to which financial statements relate and the date of the report, the Company raised Rs. 5,326 lakhs by issuing 53,26,800 fresh Equity Shares at an issue price of Rs. 100/- per share, which included a premium of Rs.90/- per share through SME IPO. The issued, subscribed and paid-up share capital of the Company increased from Rs. 13,68,24,320/- to Rs. 19,00,92,320/- pursuant to fresh issue of equity shares through SME IPO in accordance with the applicable provisions of the Companies Act, 2013 and rules made thereunder.

7. INITIAL PUBLIC OFFER AND LISTING

The Company entered into Capital Market by issue of 53,26,800 shares @Rs. 100/- each of face value Rs. 10/- each including premium of Rs.90/- each. The issue was successfully subscribed and company vide letter dated 31st August, 2026 has received the approval of National Stock Exchange for Listing of Equity Shares of **MADHUR KNIT CRAFTS LIMITED** (SME IPO). The equity shares of the Company got listed on the NSE Emerge Platform (the SME Platform of the National Stock Exchange of India Limited) w.e.f. 01st September 2026.

With this, your Company has transitioned into a SME Listed Company, enhancing its visibility in the financial markets, strengthening its corporate governance practices, and paving the way for greater transparency and access to capital.

8. ANNUAL RETURN

The Annual Return of the Company is available on its corporate website at https://www.mkcpl.in/Annual-return.aspx.

9. DIVIDEND

During the F.Y. 2025-26, your directors do not recommend any dividend to the shareholders.

10. TRANSFER OF UNCLAIMED DIVIDEND TO THE IEPF

During the year under review, there were no amounts of unclaimed or unpaid dividend was required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government. Accordingly, no such transfer was made during the financial year.

11. NUMBER OF MEETINGS

During the Financial year 2025-26 under review, 16 meetings of Board of Directors were held.

1	07.04.2025	**5**	14.08.2025	**9**	24.09.2025	**13**	29.01.2026
2	29.05.2025	**6**	20.08.2025	**10**	10.10.2025	**14**	10.02.2026
3	12.06.2025	**7**	30.08.2025	**11**	25.10.2025	**15**	11.02.2026
4	11.08.2025	**8**	02.09.2025	**12**	21.11.2025	**16**	28.02.2026

Further, two Extra Ordinary General Meetings were held by the company during the financial year 2025-2026 on 11.06.2025 and 11.02.2026.

12. SECRETARIAL STANDARDS

The Company has complied with the applicable Secretarial Standards issued by the Institute of the Company Secretaries of India (ICSI).

13. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The company has duly complied with the provisions of section 186 of the Companies Act, 2013.

14. RELATED PARTY TRANSACTIONS

All contracts/ arrangements/ transactions entered by the Company during the financial year with related parties were in the ordinary course of the business and on arm's length basis. Details of transactions entered into are annexed in "Annexure I as AOC-2" to this report.

15. DETAILS AND INFORMATION AS REQUIRED UNDER SECTION 134(3) (l) OF THE COMPANIES, ACT 2013

Subsequent to the end of the financial year, there has been a material development affecting the financial position of the Company. The Company received approval from the National Stock Exchange of India Limited (NSE) for the listing of its equity shares under the SME IPO on the NSE Emerge Platform. The equity shares of Madhur Knit Crafts Limited got listed w.e.f. 01st September, 2026.

This transition to a publicly listed SME entity is a significant milestone that is expected to enhance the Company's visibility in financial markets, improve access to capital, and strengthen its corporate governance and compliance framework.

Other than the aforementioned development, there was no further material changes or commitments affecting the financial position of the Company between the end of the financial year and the date of this report.

16. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to Regulation 34 read with Schedule V of the SEBI (LODR) Regulation, 2015, the Management Discussion and Analysis Report is presented in a separate section forming part of this Annual Report.

17. CORPORATE GOVERNANCE

The Company is listed on the NSE Emerge and exempted from provisions of corporate governance as per Regulation 15 (2) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Hence, no Corporate Governance Report is required to be disclosed with Annual Report. It is pertinent to mention that your Company is committed to maintaining the highest standards of Corporate Governance.

18. DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

a	In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
b	They had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

c	They had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
d	They had prepared the annual accounts on a going concern basis; and
e	The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
f	They had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

19. DIRECTORS & KEY MANAGERIAL PERSONNEL

Directors

A. Composition of the Board of Directors

S. No.	DIN	Name of Director	Designation	Category
1.	00585772	Arun Gupta	Managing Director	Promoter
2.	05141402	Piyush Gupta	Whole-time Director	Promoter
3.	08330420	Chirag Gupta	Whole-time Director	Promoter
4.	10957615	Sanjay Kapoor	Non-Executive Director	Independent
5.	02028350	Avinash Rai	Non-Executive Director	Independent
6.	09356854	Gurpreet Kaur	Non-Executive Director	Independent

B. Changes in Directors

DIN	Name of Director	Date	Nature of Change
09356854	Gurpreet Kaur	11.06.2025	**Appointment** As Non-Executive Independent Director
10957615	Sanjay Kapoor	11.06.2025	**Change In Designation** As Non- Executive Independent Director
02028350	Avinash Rai	11.06.2025	**Change In Designation** As Non- Executive Independent Director
10369132	Sangeeta Gupta	11.08.2025	**Cessation** As Executive Director
10369035	Nitasha Gupta	11.08.2025	**Cessation** As Executive Director
10369014	Vani Gupta	11.08.2025	**Cessation** As Executive Director

00585772	Arun Gupta	11.06.2025	**Re-designation** As Managing Director

C. Directors seeking appointment/re-appointment at the ensuing Annual General Meeting:

In the ensuing AGM, the Board of Directors is proposing the following appointment/ re-appointment as set out in the notice of AGM:

- Mr. Chirag Gupta (DIN: 08330420) Whole-time Director of the company, is liable to retire by rotation and being eligible offers himself for re-appointment;
- Mr. Tapun Mahajan is proposed to be appointed as Independent Director of the Company.

D. Key Managerial Personnel

The Board consists of the following Key Managerial personnel as on the year ended 31.03.2026:

S. No.	Name of KMP	DIN/PAN	Designation
1.	Arun Gupta	00585772	Managing Director
2.	Piyush Gupta	05141402	Whole-time Director
3.	Chirag Gupta	08330420	Whole-time Director
4.	Piyush Gupta	AKJPG0952E	Chief Financial Officer
5.	Nikita Tayal	AVKP4771E	Company Secretary

20. COMMITTEES OF THE BOARD

The Company has following 4 (Four) Committees:

- **Audit Committee as required under Section 177 of Companies, Act 2013**

The Present Composition of the Audit Committee is as follows:-

Name of directors	Category	Designation in committee
Mrs. Gurpreet Kaur	Independent director	Chairperson
Mr. Avinash Rai	Independent director	Member
Mr. Piyush Gupta	Director	Member

Audit Committee met five times during the Financial Year 2025-2026 as follows: 12.06.2025, 30.08.2025, 02.09.2025, 24.09.2025, 10.10.2025

- **Nomination and Remuneration Committee as required under Section 178 of Companies, Act 2013**

The Nomination and Remuneration Committee consisted of the following members:-

Name of directors	Category	Designation in committee
Mr. Sanjay Kapoor	Independent director	Chairperson
Mr. Avinash Rai	Independent Director	Member
Mrs. Gurpreet Kaur	Independent director	Member

Nomination and Remuneration Committee met 4 times during the Financial Year 2025-2026 on 29.05.2025, 12.06.2025, 11.08.2025, 30.08.2025

- **Stakeholder's Relationship Committee as required under Section 178 of Companies Act, 2013**

The Stakeholder's Relationship Committee consisted of the following members:-

Name of directors	Category	Designation in committee
Mr. Sanjay Kapoor	Independent director	Chairperson
Mr. Chirag Gupta	Executive Director	Member
Mr. Piyush Gupta	Executive Director	Member

- **Corporate Social Responsibility Committee (CSR) as required under Section 135 of Companies Act, 2013**

The Corporate Social Responsibility Committee consisted of the following members:-

Name of directors	Category	Designation in committee
Mr. Arun Gupta	Managing Director	Chairperson
Mr. Chirag Gupta	Executive Director	Member
Mr. Piyush Gupta	Executive Director	Member
Mrs. Gurpreet Kaur	Independent director	Member

21. DECLARATION BY DIRECTOR(S)

The Board has received declarations from all the Directors under Section 164 and other applicable provisions, if any, of the Companies Act, 2013, confirming that none of the Directors of the Company is disqualified under the provisions of the Companies Act, 2013 ("Act") or the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

22. DECLARATION BY INDEPENDENT DIRECTORS

All the Independent directors of the company have given their statement of declaration under Section 149(7) of the Companies Act, 2013 ("the Act") that they meet the criteria of independence as provided in Section 149(6) of the Act, and their Declarations have been taken on record.

23. SEPARATE MEETING OF INDEPENDENT DIRECTORS

As stipulated by the Code of Independent Directors under Schedule IV of the Companies Act, 2013, a separate meeting of the Independent Directors of the Company was held on 30.08.2025 to review, among other things, the performance of non-independent directors and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between Management and the Board and its' Committees which is necessary to effectively and reasonably perform and discharge their duties.

24. VIGIL MECHANISM POLICY/ WHISTLE BLOWER POLICY

The Policy is formulated to provide opportunity to employees and directors to report to management concerns about unethical behaviour, actual or suspended fraud or violation of the Code of Conduct or policy. The mechanism provides for adequate safeguards against victimization of employees and directors who express their concerns and provides for direct access to Chairman/ Chairman of the Audit Committee in exceptional cases.

The policy is applicable to all employees and directors of the Company. Whistle Blower Policy is available on the following link: https://www.mkcpl.in/Policies.aspx.

25. ANNUAL EVALUATION OF BOARD OF ITS PERFORMANCE, OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS

The Company has established a framework for performance evaluation in line with applicable regulatory provisions and in compliance with the Act and the performance evaluation of the Board and its Committees were carried out during the year under review.

The evaluation was made in the overall context of the effectiveness of the Board and the respective Committees in providing guidance to the operating management of the Company, level of attendance in the Board/Committee meetings, constructive participation in the discussion on the agenda items, effective discharge of the functions and roles of the Board/ Committees.

The evaluation framework for assessing the performance of directors comprises of the following key areas:

(a) For Independent Directors:

- Knowledge and Skills
- Professional conduct
- Duties, Role and functions

(b) For Executive Director:

- Performance as Team Leader / Member
- Evaluating Business Opportunity and analysis of Risk Reward Scenarios
- Key Set Goals and Achievements
- Professional Conduct and Integrity
- Sharing of Information with the Board

The evaluation involves self-evaluation by the Board Member and subsequently assessment by the Board of directors. A member of the Board will not participate in the discussion of his/her evaluation.

26. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

The Company has no Subsidiary/Joint Venture or Associate companies during the year under review.

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

The information pertaining to conservation of energy, technology absorption and Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is annexed as "**Annexure II**" to this report.

28. STATUTORY AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and other applicable provisions of the Act, if any, including any statutory modifications thereof, **M/s. V.V. Bhalla & Company, Chartered Accountants** (FRN: 002928N) were appointed as Statutory Auditors of the Company by the members at their Annual General Meeting held on 30.09.2024 for the five consecutive financial years as per the provisions of Section 139 of Companies Act, 2013 to conduct the Statutory Audit from financial year 2024-2025 to 2028-2029.

Audit Report submitted by the Statutory Auditors on the year ended 31.03.2026 is self-explanatory in nature. There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation.

29. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143 (12) OTHER THAN THOSE WHICH ARE REPORTABLE TO CENTRAL GOVERNMENT:

M/s. V.V. Bhalla & Company Chartered Accountants were Statutory Auditors of the company for the period of Financial Year 2025-2026. There is no fraud reported by auditors of the Company.

30. MAINTENANCE OF COST RECORD AS PER SEC 148 OF COMPANIES ACT, 2013

Provision of Section 148 of the Companies Act, 2013 related to maintenance of cost records are not applicable to the company.

31. SECRETARIAL AUDITORS

Provisions of Section 204 of Companies Act, 2013 related to Secretarial Audit is not applicable during the year under review.

32. BOARD'S COMMENTS ON QUALIFICATION, RESERVATION & ADVERSE REMARKS OR DISCLAIMER MADE BY:

- **Statutory Auditors –** Audit Report submitted by the Statutory Auditors are self-explanatory and therefore, do not call for any further comments under section 134(3)(f) of the Companies Act, 2013.
- **Cost Auditors:- N.A.**
- **Secretarial Auditors:- N.A.**

33. RISK MANAGEMENT POLICY

The Company has the Risk Management Policy for identification of elements of risks related with the business of the Company. The Company ensures that all the risks are timely defined and mitigated in accordance with the well-structured risk management process. Your Company follows a comprehensive system of Risk Management. It ensures that all the risks are timely defined and mitigated in accordance with the well-structured risk management process.

34. SEBI COMPLAINTS REDRESS SYSTEM (SCORES)

The investor complaints are processed in a centralized web-based complaints redress system. The salient features of this system are centralized database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its status. Your Company has been registered on SCORES and makes every effort to resolve all investor complaints received through SCORES or otherwise within the statutory time limit from the receipt of the complaint. The Company has not received any complaints on the SCORES during financial year 2025-26.

35. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:

The assessment and appointment of Members to the Board is based on a combination of criterion that includes ethics, personal and professional stature, domain expertise, gender diversity and specific qualification required for the position. The potential of Board Member is also assessed on the basis of independence criteria defined in Section 149(6) of the Companies Act, 2013. In accordance with Section 178(3) of the Companies Act, 2013, on the recommendations of the Nomination and Remuneration Committee, the Board adopted a remuneration policy for Directors, Key Management Personnel (KMPs) and Senior Management. The Policy is available on the Company's website at https://www.mkcpl.in/Policies.aspx. We affirm that the remuneration paid, if any to the Directors will be as per the terms laid down in the Nomination and Remuneration Policy of the Company.

36. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has in place proper and adequate internal control systems commensurate with the nature of its business, size and complexity of its operations. Internal control systems comprising of policies and procedures are designed to ensure liability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations, and that all assets and resources are acquired economically, used.

37. DEPOSITS

The Board states that no disclosure or reporting was required in respect of the details relating to deposits covered under Chapter V of the Act as there were no deposits during the financial year 2025-2026.

38. CORPORATE SOCIAL RESPONSIBILITY (CSR)

In terms of provisions of Section 135 of the Companies Act, 2013 and Corporate Social Responsibility Policy Rules, 2014, the board has formulated a Corporate Social Responsibility Policy (CSR Policy) which indicates the activities which can be taken by the Company and the same has been uploaded on the Company's Website:
The amount required to be spend on CSR activities during the financial year 2025-2026 in accordance with the provision of Section 135 of the Act was Rs. 11.58 Lakhs. However, Rs. 12.00 Lakhs were spent by the company during the year under review.

The Annual Report on CSR activities as required to be given under Section 135 of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is provided in "**Annexure III**" which is annexed hereto and forms part of the Board's Report.

39. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

During the year under review, none of the Directors of the Company were in receipt of remuneration exceeding the limits as prescribed under the provisions of Section 197 of the Companies Act, 2013 and Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
The necessary disclosure with respect to the remuneration of Directors and employees as required under Section 197(12) of the Companies Act, 2013 and Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been appended as "**Annexure-IV**" to this Report.

40. THE DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE: During the period under review there were no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and the Company's operations in future.

41. THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKCRUPTCY CODE, 2016:

N.A. during the year under review.

42. THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANK OR FINANCIAL INSTITUTIONS: NA during the year under review.

43. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company is committed to maintaining a safe, inclusive, respectful and harassment-free workplace for all its employees, workers and other stakeholders. In compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder, the Company has constituted an Internal Complaints Committee ("ICC") to prevent, address and redress complaints relating to sexual harassment at the workplace.

The Company strives to foster a work environment based on dignity, equality, mutual respect and fairness and has implemented appropriate measures for the prevention and prohibition of sexual harassment. The Company also undertakes necessary awareness and preventive measures to ensure that employees are aware of their rights and the mechanism available for reporting and redressal of grievances.

During the financial year 2025-26, the following are the details of complaints received and disposed of under the act:

(a) Number of complaints of sexual harassment received in the year: - **NIL**
(b) Number of complaints disposed off during the year: - **NIL**
(c) Number of cases pending for more than ninety days: - **NIL**

44. COMPLIANCE OF MATERNITY BENEFIT ACT, 1961

Pursuant to the provisions of rule 8(5) (xiii) of the Companies (Accounts) Rules, 2014 (including any amendments, re-enactments and re-enforcements for the time being in force), the Company is regularly complying with the provisions of Maternity Benefit Act, 1961.

45. ACKNOWLEDGEMENT

Your Directors acknowledge with gratitude, the continuing co-operation and assistance rendered by Banks, Government Agencies and employees of the Company.

By Order of the Board
For **MADHUR KNIT CRAFTS LIMITED**

	Sd/-	**Sd/-**
	(Arun Gupta)	**(Piyush Gupta)**
Place: Ludhiana	Managing Director	Whole Time Director
Date: 06.11.2026	DIN 00585772	DIN: 05141402

ANNEXURE-I

FORM NO. AOC -2

(PURSUANT TO CLAUSE (H) OF SUB-SECTION (3) OF SECTION 134 OF THE ACT AND RULE 8(2) OF THE COMPANIES (ACCOUNTS) RULES, 2014.

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

1. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS AT ARM'S LENGTH BASIS.

Particulars	Details	Details	Details
Name (s) of the related party	National Yarn Agency	Trimurti Hosiery Mills Private Limited	Royale Impex Private Limited
Nature of relationship	Enterprises over which KMP and their relatives exercise significant influence		
Nature of contracts/ arrangements/ transaction	Purchase of goods or materials,		
Duration of the contracts/ arrangements/ transaction	Not Fixed		
Salient terms of the contracts or arrangements or transaction including the value, if any	As per term and conditions decided by the board.		
Date of approval by the Board	07.04.2025		
Amount paid	Rs.15,86,35,000/-	Rs. 50,45,000/-	Rs. 5,54,000/-

2. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS AT ARM'S LENGTH BASIS

Particulars	Details	Details
Name (s) of the related party	**K.C. Fabrics**	**Star Cottex Limited**
Nature of relationship	Enterprises over which KMP and their relatives exercise significant influence	
Nature of contracts/ arrangements/ transaction	Purchase and sale of goods or material	
Duration of the contracts/ arrangements/ transaction	Not Fixed	
Salient terms of the contracts or arrangements or transaction including the value, if any	As per term and conditions decided by the board.	
Date of approval by the Board	07.04.2025	
Amount	Purchases: Rs. 5,62,000/- Sale :Rs. 1,17,98,000/-	Purchase: Rs. 25,39,12,000/- Sale: Rs. 64,67,000/-

3. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS AT ARM'S LENGTH BASIS

Particulars	Details	Details	Details
Name (s) of the related party & nature of relationship	**Shiv Kumar Bhawani Shankar**	**Star Spintex Private Limited**	**Starlight Hoseiry**
Nature of relationship	Enterprises over which KMP and their relatives exercise significant influence		
Nature of contracts/ arrangements/ transaction	Sale of goods or materials,		
Duration of the contracts/ arrangements/ transaction	Not Fixed		
Salient terms of the contracts or arrangements or transaction including the value, if any	As per term and conditions decided by the board.		
Date of approval by the Board	07.04.2025		
Amount	Rs.8,75,000/-	Rs. 1,08,90,000/-	Rs. 42,86,000/-

4. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS AT ARM'S LENGTH BASIS

Particulars	Details	Details
Name (s) of the related party & nature of relationship	**National Yarn Agency**	**Mrs. Sangeeta Gupta**
Nature of relationship	Enterprises over which KMP and their relatives exercise significant influence	Relative of director or KMP of the Company
Nature of contracts/ arrangements/ transaction	Rent Paid/ Leasing of Property	
Duration of the contracts/ arrangements/ transaction	Not Fixed	
Salient terms of the contracts or arrangements or transaction including the value, if any	As per term and conditions decided by the board.	
Date of approval by the Board	07.04.2025	
Amount paid	Rs. 3,16,000	Rs. 3,16,000/-

For **MADHUR KNIT CRAFTS LIMITED**

Sd/-
(Arun Gupta)
Managing Director
DIN 00585772

Sd/-
(Piyush Gupta)
Whole Time Director
DIN: 05141402

Place: Ludhiana
Date: 06.11.2026

ANNEXURE-II

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

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(A) CONSERVATION OF ENERGY

i. **Steps taken or impact on conservation of energy:** The Company remains committed to environmental responsibility and efficient use of energy. The Company is in process of installing and utilising solar panels at its manufacturing plant, thereby reducing dependency on conventional sources of electricity.

ii. **Steps taken by the company for utilizing alternate sources of energy:** The Company has decided to install Solar Panels over its manufacturing unit as it will generate clean and green energy, contribute to environmental sustainability, and reduce the Company's electricity cost.

iii. **Capital investment on energy conservation equipment's:** Not separately quantified. However, investments were made in energy-efficient infrastructure and operational improvements.

(B) TECHNOLOGY ABSORPTION

i. **Efforts made towards technology absorption:** The Company continuously evaluates existing machinery and technology to drive product improvements and quality assurance. By aligning technical deployment with targeted workforce upskilling, operational resources remain focused on peak productivity.

ii. **Benefits derived like product improvement, cost reduction, product development or import substitution:** None

iii. **in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-** The Company is in process of import machinery that may expected to enhance production efficiency, reduce wastage, and stabilize output consistency

iv. **Expenditure incurred on Research and Development:** None

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

i. **F.O.B value of Exports: NIL**

ii. **C.I.F Value of Imports: Rs.8.35 lakhs.**

For **MADHUR KNIT CRAFTS LIMITED**

Sd/-
(Arun Gupta)
Managing Director
DIN 00585772

Sd/-
(Piyush Gupta)
Whole Time Director
DIN: 05141402

Place: Ludhiana
Date: 06.11.2026

ANNEXURE- III

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. Brief outline on CSR Policy of the Company:

The Board of Directors has adopted a CSR policy inspired by the opportunity to work for a cause of humanity. The CSR initiatives of the Company is focused on activities relating to environment sustainability, eradicating hunger and rural development, education and skill development, health & wellness, women empowerment, support activities and all other activities as duly mentioned in Schedule VII of the Companies Act, 2013 to make substantial improvements in the social framework and upliftment of society.

2. Composition of CSR Committee:

Name of directors	Member/ Chairperson	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
Arun Gupta	Chairperson	1	1
Chirag Gupta	Member	1	1
Piyush Gupta	Member	1	1
Gurpreet Kaur	Member	1	1

3. 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://mkcpl.in/Policies.aspx**

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): **Not Applicable**

5.

a) Average net profit of the company as per section 135(5): **Rs.** 5,78,98,627.65

b) Two percent of average net profit of the Company as per Section 135(5): **Rs. 11,57,973/-**

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 (6a+6b-6c): **Rs. 11,57,973/-**

6.

a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):

Rs. 12,00,000/-

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)]: **Rs 12,00,000/-**

e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in Rs.)	**Amount Unspent (in Rs.)**				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135		**Amount to be 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
12,00,000/-	NIL	N.A.	NIL	NIL	N.A.

(f) **Excess amount for set off, if any:**

S. No.	**Particulars**	**Amt. (in Rs.)**
(i)	2% of average net profit of the company as per section 135(5)	11,57,973/-
(ii)	Total amount spent for the Financial Year	12,00,000/-
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	42,027.45
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	NIL
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	42,027.45

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

S. No.	**Preceding F. Y. (s)**	**Amt. transferred to Unspent CSR Account under Section 135(6) (in Rs.)**	**Balance Amt. in Unspent CSR account under Section 135(6) (in Rs.)**	**Amount Spent in the Financial Year (in Rs.)**	**Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of Section 135, if any**		**Amount remaining to be spent in succeeding Financial Years (In Rs.)**	**Deficiency, if any**
					Amount (In Rs.)	**Date of Transfer**		
1.	2022-2023	----	----	----	----	----	----	----
2.	2023-2024	----	----	----	----	----	----	----
3.	2024-2025	----	----	----	----	----	----	----

8. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: **NIL**

9. **Specify the reason(s), if the company has failed to spend two percent of the average net profit as per sub-section (5) of section 135 –** Not Applicable as company has spent excess that the amount which was required to be spent.

Sd/-
Arun Gupta
(Chairman CSR Committee)

ANNEXURE-IV

PARTICULARS OF EMPLOYEES

[As per Section 197(12) Read with the Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

- **The Ratio of remuneration of each Director and Key Managerial Personnel to the median remuneration for the Financial Year:**

Sr. No.	Name	Designation	Remuneration	Ratio to Median Remuneration
1.	Piyush Gupta	Whole-time Director	23,98,055/-	13.90:1
2.	Chirag Gupta	Whole-time Director	23,98,055/-	13.90:1
3.	Nitasha Gupta*	Director	6,09,678/-	3.53:1
4.	Nikita Tayal	Company Secretary	3,60,000/-	2.09:1

*Nitasha Gupta ceased to be director of the Company w.e.f. 11.08.2025

Explanation: (i) The expression "median" means the numerical value separating the higher half of a population from the lower half, and the median of a finite list of numbers may be found by arranging all the observations from the lowest value to the highest value and picking the middle one;

(ii) If there is an even number of observations, the median shall be the average of the two middle values.

- **The percentage increase in the remuneration of each Director, CFO & Company Secretary or manager, if any in the Financial Year: as stated above in item no. (i).**

Sr. No.	Name	Designation	% Increase in Remuneration
1.	Arun Gupta	Managing Director	NIL
2.	Piyush Gupta	Whole-time Director	NIL
3.	Chirag Gupta	Whole-time Director	NIL
4.	Nitasha Gupta*	Director	NIL
5.	Nikita Tayal	Company Secretary	NIL

- **Percentage Increase/Decrease in the median remuneration of employees in the Financial Year: NIL**

- **Number of Permanent Employees on the rolls of company (as of 31.03.2026): 174**

- **Affirmation that the Remuneration is as per the remuneration policy of the Company:** "It is affirmed that the remuneration paid is in accordance with the Remuneration Policy for Directors, KMPs, and Employees adopted by Madhur Knit Crafts Limited.

- **Persons Employed throughout the financial year, who were in receipt of remuneration which, in the aggregate, was not less than Rs 1,02,00,000/- Per Annum**: NIL

- **Persons Employed for a part of financial year, who were in receipt of remuneration for any part of that year, at a rate which in aggregate, was not less than Rs 8,50,000/- Per Month – NIL**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

EXECUTIVE OVERVIEW & STRATEGIC MANDATE

This Management Discussion and Analysis (MD&A) Report highlights a period of strategic transition and significant operational growth, positioning **Madhur Knit Crafts Limited** for sustained future expansion. The analysis evaluates key financial performance indicators, integrated operational efficiencies, macroeconomic catalysts, risk governance frameworks, and future growth strategies supported by Initial Public Offer ("IPO") proceeds.

1. EXECUTIVE PERFORMANCE INDICATORS (FY 2025–26 AT A GLANCE)

During the financial year ended March 31, 2026, Madhur Knit Crafts Limited delivered resilient top-line expansion, enhanced profitability, strengthened leverage ratios, and improved workforce retention across its integrated Ludhiana manufacturing facility.

Performance Metric	FY 2025–26	FY 2024–25	Year-on-Year Trajectory
Total Income	**Rs. 21,114.81 Lakhs**	Rs. 17,173.56 Lakhs	**+22.95% (+Rs. 3,941.25 Lakhs)** in total revenue scale
Net Profit After Tax (PAT)	**Rs. 1,301.89 Lakhs**	Rs. 1,038.61 Lakhs	**+20.22% (+Rs. 263.28 Lakhs)** reported PAT growth
Debt-to-Equity Ratio	**1.66x**	2.28x	**27.36% improvement** driven by higher shareholders' funds
Current Ratio	**1.56x**	1.48x	**+5.55% enhancement** in short-term liquidity coverage
Interest Coverage Ratio	**1.52x**	1.40x	**+7.94% improvement** in debt-servicing cushion
Workforce Strength & Attrition	**177 Personnel**	41.40% Attrition	Attrition reduced to **27.33%**; zero industrial disruption

2. COMPANY OVERVIEW & CORPORATE EVOLUTION

Madhur Knit Crafts Limited was founded in 1997 by **Mr. Arun Gupta** along with **Mr. Rajesh Gupta, Mr. Ravi Gupta,** and **Mr. Vishnu Gupta.** The Company commenced commercial manufacturing operations in 2013 with a primary focus on blankets, and strategically broadened its product portfolio into specialized knitted fabrics and select technical textiles beginning in 2021. Over the past decade, the organization has transitioned from limited processing operations to a **fully integrated yarn-to-cloth manufacturing model** housed in Ludhiana, Punjab. This backward and

forward integration enables in-house knitting, high-pressure dyeing, flatbed and rotary printing, and specialized finishing—delivering shorter customer lead times and stringent end-to-end quality control.

In January 2025, the Company was formally converted into a public limited company. The present promoters spearheading the Company's strategic direction are **Mr. Arun Gupta, Mr. Piyush Gupta,** and **Mr. Chirag Gupta.** To underpin its shift toward end-to-end manufacturing, the Company initiated a structured capital expenditure (Capex) program starting in 2022, installing modern, high-throughput imported and domestic machinery—including PLC-controlled multi-chamber thermal-oil systems, high-pressure dyeing units, brushing lines, embossing/3D punching systems, bonding machines, shearing units, and continuous printing lines.

Corporate Parameter	Institutional Details & Strategic Highlights
Manufacturing Facility	Village- Seera, Sattowal Road, Rahon Road, Eros Bajra Road, Ludhiana, Punjab – 141007. Strategically situated with direct transport connectivity and dedicated zones for raw material warehousing, integrated production, finished goods storage, and in-house quality control.
Operating Model	Order-based, demand-driven B2B manufacturing model; production is initiated against confirmed institutional and wholesale orders, minimizing inventory build-up, synchronizing procurement with sales, and enforcing working-capital discipline.

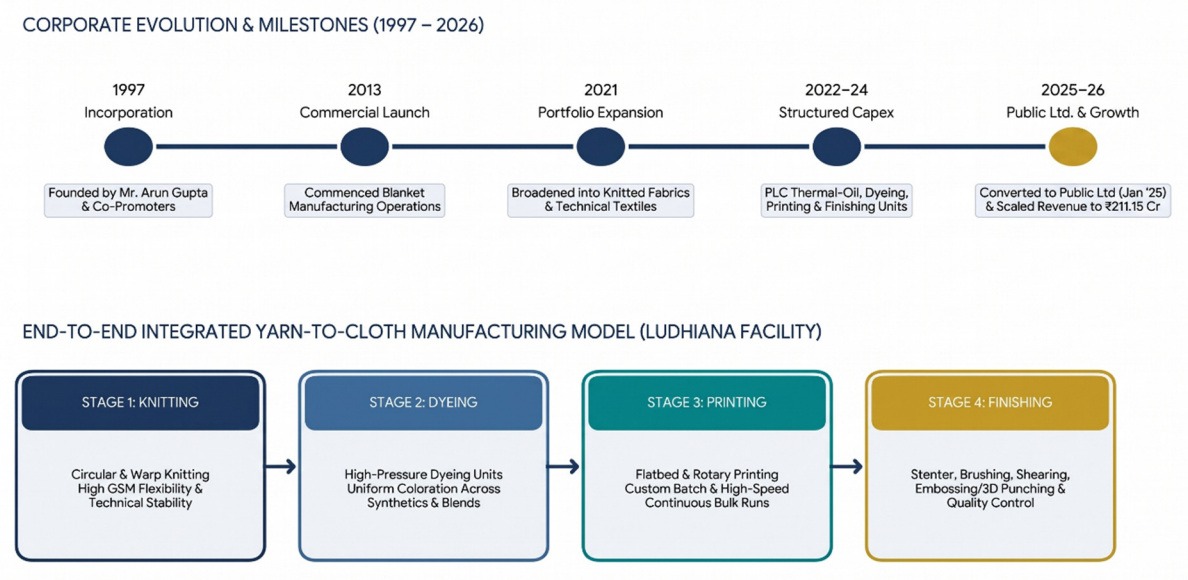


Figure 1: Corporate transformation from single-line blanket processing to an end-to-end yarn-to-cloth manufacturing enterprise in Ludhiana, supported by PLC-controlled thermal-oil systems, brushing, embossing/3D punching, bonding, and shearing lines.

3. PRODUCT PORTFOLIO, OPERATIONS & INSTALLED MACHINERY

Product Portfolio ("What We Make"): The Company's commercial output spans four core textile categories engineered for institutional, wholesale, and winter/all-season markets: (i) **Blankets,** (ii) **Knitted Fabrics** (winterwear and multi-season applications), (iii) **Anti-Pilling & Sherpa / Raised Fabrics,** and (iv) **Select Garments** and technical textile substrates.

Capacity, Utilisation & Operational Discipline ("How We Operate"): Installed capacity has scaled materially in recent years owing to targeted capital additions and product-mix optimization. By initiating manufacturing strictly against confirmed customer orders and leveraging Ludhiana's clustered raw-material supplier ecosystem, the Company minimizes finished-goods inventory, reduces procurement lead times, and sustains strong working-capital efficiency across repeat B2B institutional accounts.

Sr.	Installed Machinery Line	Technical Capability & Manufacturing Application
1.	**Circular Knitting Machines**	Used to produce seamless knitted fabrics with high GSM (grams per square meter) flexibility, ideal for winterwear and fleece products.
2.	**High-Pressure Dyeing Machines**	High-pressure dyeing units ensure uniform coloration, deep shade consistency, and durability across synthetic and blended fabrics.
3.	**Warp Knitting Machines**	Enable high-speed production of strong, dimensionally stable fabrics engineered for technical textile applications.
4.	**Flatbed Printing Machines**	Enable production of strong, dimensionally stable fabrics for technical textile applications; utilized for precision pattern printing as per client-provided designs across small to medium batch sizes.
5.	**Rotary Printing Machines**	Ideal for high-speed, continuous printing of repetitive designs across blankets and high-volume bulk fabrics.
6.	**Stenter Machines**	Used for controlled heat-setting and width stabilization, improving surface texture, shrinkage control, and final fabric finish.
7.	**Specialized Finishing & Thermal Systems**	PLC-controlled multi-chamber thermal-oil systems, brushing units, embossing/3D punching, fabric bonding, and shearing equipment introduced under the 2022 Capex program.

4. INDUSTRY STRUCTURE AND MACROECONOMIC DEVELOPMENTS

The Indian textile and apparel industry continues to serve as a foundational pillar of the national economy, making a substantial contribution to industrial output, export earnings, and rural-urban employment. India ranks among the world's foremost producers and exporters of textiles and apparel,

supported by a highly diversified value chain encompassing spinning, weaving, knitting, wet processing, technical textiles, home textiles, and finished apparel.

During FY 2025–26, the sector operated amidst evolving global demand patterns, input price fluctuations, shifting buyer preferences toward sustainable and technical fabrics, and rigorous international competition. According to the **Economic Survey 2025–26,** India's textile and apparel exports during April–September 2025–26 stood at approximately **USD 18.2 billion,** broadly resilient against the corresponding period of the prior fiscal year, while sectoral imports rose to approximately **USD 5.2 billion** from **USD 4.7 billion.**

Macroeconomic & Sectoral Benchmark	Official Metric / Outlay	Economic Context & Reference Source
Contribution to India's GDP	**~2.3%**	Share of national Gross Domestic Product
Share of Industrial Production	**13.0%**	Contribution to national manufacturing output
Share of National Exports	**12.0%**	Share of India's total merchandise export basket
Direct Sectoral Employment	**>45 Million**	Direct workforce employed across the textile value chain
Projected Domestic & Export Market Size	**USD 190.0 Billion**	Projected industry valuation by FY 2025–26
India Textile & Apparel Exports (Apr–Sep FY26)	**USD 18.2 Billion**	Economic Survey 2025–26 (broadly stable YoY)
India Textile & Apparel Imports (Apr–Sep FY26)	**USD 5.2 Billion**	Economic Survey 2025–26 (up from USD 4.7 Billion YoY)
Ministry of Textiles Allocation (Union Budget FY26)	**Rs. 5,272.00 Cr**	Up 19% from Rs. 4,417.03 Cr (USD 512M to USD 611M)
Five-Year Cotton Mission Outlay (Union Budget FY26)	**Rs. 600.00 Cr**	USD 69.6 Million to boost Extra-Long Staple (ELS) cotton

5. STRATEGIC OPPORTUNITIES & COMPETITIVE THREATS

Management continuously evaluates structural growth catalysts alongside external macroeconomic vulnerabilities to calibrate capital allocation, raw-material procurement, and market expansion.

Key Sectoral Opportunities & Policy Catalysts	External Threats & Market Headwinds
1. Diversification of Global Supply Chains: International buyers are actively diversifying sourcing beyond traditional manufacturing hubs, creating multi-year opportunities for integrated Indian manufacturers to forge long-term brand partnerships and expand export penetration.	**1. Volatility in Raw Material Prices:** Fluctuations in cotton, polyester, viscose, yarn, and chemical inputs can materially affect production costs and operating margins; sudden price escalations may not always be immediately recoverable from institutional buyers.
2. Immense Domestic & Export Growth Potential: Buoyed by strong domestic consumption and international apparel/home-textile demand, the Indian textile industry is projected to scale to **USD 190 billion by FY26.**	**2. Global Economic Uncertainty:** Macroeconomic slowdowns in major importing economies can dampen discretionary consumer spending on apparel and home textiles, while geopolitical disruptions can impact international trade routes.
3. Union Budget 2025–26 & Cotton Mission: A **19% increase** in the Textile Ministry's budget to **Rs. 5,272 crore (USD 611 million)** and the launch of a **Rs. 600 crore (USD 69.6 million)** five-year Cotton Mission to boost Extra-Long Staple (ELS) cotton productivity via scientific agronomy and clean cotton practices.	**3. Intense Global Competition:** Indian producers face aggressive pricing competition from China, Bangladesh, Vietnam, Turkey, and Pakistan, particularly where rival hubs benefit from larger scale, lower utility costs, or preferential trade access.
4. Foreign Investment Promotion & Draft Policy: Government promotional missions to **Japan, Germany, Italy, and France** alongside the new **Draft National Textile Policy** aim to catalyse foreign investment and create employment for **35 million people.**	**4. Export Market & Geopolitical Risks:** Revisions in import tariffs, non-tariff barriers, trade agreements, international sanctions, or regional market concentration can adversely affect export volumes and market access.
5. Flagship Government Incentive Schemes: Targeted frameworks including the **PLI Scheme for Textiles, PM-MITRA Parks,** and the **National Technical Textiles Mission** support modernization and capacity expansion.	**5. Foreign Exchange Volatility:** Significant fluctuations in the Indian Rupee against major global currencies can impact export realizations, imported machinery capex, specialty raw material costs, and net margins.

6. OUTLOOK, RISK GOVERNANCE & INTERNAL CONTROL SYSTEMS

Industry & Corporate Outlook: The long-term outlook for the Indian textile sector remains positive, supported by rising domestic consumption, global supply-chain realignment, and expanding demand for value-added, sustainable, and technical textile products. While export avenues remain substantial, management recognizes that global macroeconomic trends, input price cycles, energy tariffs, currency movements, and geopolitical developments will continue to shape operating conditions. Madhur Knit

Crafts Limited remains squarely focused on six strategic priorities: **operational efficiency, product diversification, capacity utilisation enhancement, export expansion, technology adoption, and disciplined cost optimisation.**

Principal Risks and Concerns Matrix

Risk Category	Operational & Financial Exposure	Management Mitigation Approach
Raw Material Price Volatility	Fluctuations in cotton, synthetic yarn, fibre, and dyeing inputs impacting cost of goods sold.	Order-backed procurement model aligning raw material purchases directly with confirmed sales orders.
Demand Fluctuation	Shifts in seasonal domestic winterwear or international wholesale demand affecting capacity utilisation.	Diversification into multi-season knitted fabrics, sherpa, blankets, and technical textiles.
Global Economic Conditions	Recessionary pressures in key international markets moderating export order velocity.	Strong domestic B2B institutional wholesale base insulating core capacity utilization.
Foreign Exchange Risk	Currency movements impacting export realisations and imported machinery/input costs.	Prudent financial discipline and balanced domestic-to-export revenue mix.
Energy Cost Risk	Escalations in industrial electricity, fuel, and thermal energy tariffs compressing operating margins.	Deployment of modern PLC-controlled multi-chamber thermal-oil systems and energy-efficient machinery.
Intense Competition	Pricing pressure from domestic clusters and international textile manufacturing hubs.	End-to-end yarn-to-cloth integration in Ludhiana reducing lead times and middleman processing margins.

Internal Control Systems and Their Adequacy

The Company has instituted robust internal financial controls and operational governance systems commensurate with its size, complexity, and scale of integrated operations. These controls are systematically designed to ensure orderly business management, physical and financial safeguarding of company assets, timely detection and prevention of operational errors and frauds, strict adherence to prescribed accounting policies, and accurate, timely financial reporting. The **Audit Committee of the Board of Directors** periodically reviews statutory compliance mechanisms, and enterprise risk governance frameworks to ensure continuous operational effectiveness.

7. FINANCIAL PERFORMANCE & KEY FINANCIAL RATIOS ANALYSIS

During the financial year ended March 31, 2026, Madhur Knit Crafts Limited demonstrated strong operational execution and financial resilience:

- **Revenue Growth:** Total income increased by **22.95%** (Rs. 3,941.25 Lakhs), reaching **Rs. 21,114.81 Lakhs** in FY 2025–26 as compared to **Rs. 17,173.56 Lakhs** in FY 2024–25.
- **Net Profit After Tax (PAT):** Profit after tax grew by a reported **20.22%** (Rs. 263.28 Lakhs) to reach **Rs. 1,301.89 Lakhs** in FY 2025–26 as compared to **Rs. 1,038.61 Lakhs** in FY 2024–25.

Details of Significant Changes in Key Financial Ratios (≥ 25% Variation)

Pursuant to Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013, key financial ratios along with explanations for significant variations of 25% or more compared to the immediately preceding financial year are presented below:

Sr.	Particulars / Key Financial Ratios	2025–26	2024–25	% Change	Significant (>25%)	Explanation / Reason for Variation
1.	**Debtors Turnover Ratio**	5.25	5.16	1.85%	No	—
2.	**Inventory Turnover Ratio**	2.88	4.51	36.08%	**Yes**	Due to increase in Cost of Goods Sold
3.	**Interest Coverage Ratio**	1.52	1.40	7.94%	No	—
4.	**Current Ratio**	1.56	1.48	5.55%	No	—
5.	**Debt Equity Ratio**	1.66	2.28	27.36%	**Yes**	Due to increase in shareholders' fund
6.	**Operating Profit Margin (%)**	11.76	12.07	2.51%	No	—
7.	**Net Profit Margin (%)**	6.17	6.05	1.95%	No	—

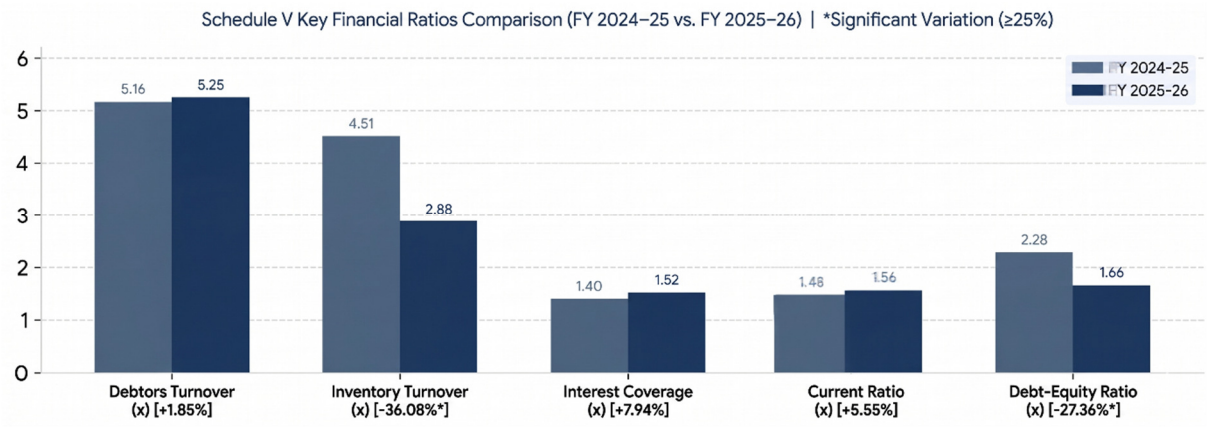


Figure 2: Schedule V Key Financial Ratios Comparison (FY 2024–25 vs. FY 2025–26), highlighting significant variations (≥25%) in Inventory Turnover Ratio (-36.08%) and Debt-Equity Ratio (-27.36% improvement).

Details of Change in Return on Net Worth (RoNW)

Sr.	Particulars	2025–26	2024–25	% Change	Significant (>25%)	Explanation / Reason for Variation
1.	Return on Net Worth (RoNW)	29.41	35.22	16.52%	No	—

8. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES & INDUSTRIAL RELATIONS

Madhur Knit Crafts Limited regards its human capital as a core driver of technical execution, machine productivity, and quality excellence across its integrated manufacturing operations:

- **Workforce Strength:** Total operational strength stood at **177 personnel** as of March 31, 2026, spanning the Production Department, Engineering & Maintenance, Semi-Skilled Manufacturing Staff, and the Human Resources Department.
- **Significant Reduction in Attrition Rate:** Employee attrition improved substantially, declining by **14.07 percentage points** to **27.33%** in FY 2025–26 compared to **41.40%** in FY 2024–25.
- **Industrial Relations:** Industrial and labour relations across all manufacturing units and administrative offices remained harmonious and constructive throughout the year, recording **zero operational disruption.**

For **MADHUR KNIT CRAFTS LIMITED**

Sd/-
(Arun Gupta)
Managing Director
DIN: **00585772**

Sd/-
(Piyush Gupta)
Whole Time Director
DIN: **05141402**

Place: Ludhiana, Punjab
Date: 06.11.2026

INDEPENDENT AUDITOR'S REPORT

To
To The Members of M/S. Madhur Knit Crafts Ltd
(Formerly Known As 'Madhur Knit Crafts Private Ltd')

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Madhur Knit Crafts Ltd (Formerly Known As 'Madhur Knit Crafts Private Ltd') ("the Company") which comprises the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant 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 financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, the Profit/(Loss) and its Cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independent requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Key Audit Matters

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

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Management's responsibility for the financial statements

The Company's board of directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act.

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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has

adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143 (3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

c) The Balance Sheet, the Statement of Profit and Loss and Cash flow statement dealt with by this report are in agreement with the books of account.

d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;

i. The Company does not have any pending litigations as other than already reported in balance sheet which would impact on its financial position.

ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.

iii. The provisions relating to the Investor Education and Protection Fund is not applicable to the Company.

iv. **a)** The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures performed 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 (a) and (b) contain any material misstatement.

v. No dividend has been declared or paid during the year by the Company.

vi. Based on our examination carried out in accordance with the Implementation Guidance on Reporting on Audit Trail under Rule 11(g) of the Companies (Audit and Auditors) Rules,2014 (Revised 2024 Edition) issued by the Institute of Chartered Accountants of India, which included test checks performed by us, we report that the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. The same is implemented in full.

For V.V Bhalla & Co
Chartered Accountants
Firm's Registration No. 002928N
Sd/-
CA V.V. Bhalla
(M.No. 081941)
Partner
UDIN: 26081941ETJXWP2678

Place: Ludhiana
Date: 22/09/2026

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

The Annexure referred to in our paragraph '1' under "Report on other Legal and regulatory Requirements section of our report of even date to the members of M/S. Madhur Knit Crafts Ltd (Formerly Known As 'Madhur Knit Crafts Private Ltd) for the year ended 31st March, 2026

1. **a)** In respect of the Company's Property, Plant and Equipment and Intangible Assets:

i. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

ii. The Company has maintained proper records showing full particulars of intangible asset.

b) All the Property, Plant and Equipment have been physically verified by the management during the year and there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification;

c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.

d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.

e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transaction (Prohibition) Act, 1988 and rules made thereunder.

2. **a)** Physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed during such physical verification by the management.

b) As informed and explained to us by the management, the company has been sanctioned working capital limits in excess of 5 Crores rupees, in aggregate, from banks. On the basis of our verification of relevant records, the quarterly returns or statements filed by the company with the banks are in agreement with the books of account of the Company.

3. During the year, the Company has not provided loans or advances in the nature of loans or stood guarantee or provided security to any other entity. Hence reporting under clause 3(iii)(a) of the order is not applicable.

4. According to the information and explanations given to us, the Company has not given any loans, purchased investment, given guarantee and security during the year. Therefore the provision of clause 3(iv) is not applicable to the company.

5. The Company has not accepted any deposits or amounts which are deemed to be deposits during the year under the directives of the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable. Accordingly, the provisions of clause 3(v) of the Order are not applicable.

6. The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the activities of the company and accordingly paragraph 3 (vi) of the order is not applicable.

7. **a)** According to the books of accounts and records examined by us as per the generally accepted auditing practices in India, in our opinion, the company has been regular in depositing undisputed statutory dues including Goods and Service Tax, provident fund, employee's state insurance, Income-Tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanations given to us, there were no undisputed amounts payable in respect of such statutory dues which have remained outstanding as at 31st March, 2026 for a period of more than six months from the date they became payable.

b) There are no disputed dues on account of statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute.

8. According to the explanations and information given to us by the management and as verified by us, there are no transactions which were not recorded in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

9. **a)** The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to lenders.

b) According to the information provided to us by the management, the company has not been declared as a wilful defaulter by any bank or financial institution or any other lender.

c) According to the information and explanation given to us, term loans were applied for the purpose for which the loans were obtained;

d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the 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) The Company has no subsidiary, associates or joint ventures.

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 subsidiary.

10. **a)** The Company did not raise any money by way of initial public offer/ further public offer (including debt instruments) during the year.

b) In our opinion and according to the information and explanations given to us, the company has utilized funds raised by way of private placement of shares for the purposes for which they were raised.

11. **a)** According to the information and explanations given to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the year.

b) No report under sub-section (12) of section 143 of the Companies Act has been filed by us in Form ADT 4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;

c) As per our information and according to the explanations given to us, no whistle blower complaints were received by the company during the year.

12. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

13. According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with section 188 of the Act. Where applicable, the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

14. In our opinion the Company is not required to appoint an internal auditor as provisions of section 138 of this act. However, the company has internal audit system that commensurate with the size and the nature of its business.

15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with them as referred to in section 192 of the Act.

16. **a)** According to the information and explanations given to us by the management, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

b) According to the information and explanations given to us by the management, the company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

c) According to the information and explanations given to us by the management, the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

d) According to the information and explanations given to us by the management, the Group does not have any CIC as part of the Group, hence clause (xvi)(d) of paragraph 3 of the said order is not applicable to the company.

17. The company has not incurred any cash losses in the current financial year and the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year hence reporting under this clause is not applicable to the company.

19. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, in our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is 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.

20. According to the information and explanations given to us by the management, and on the basis of our examination of the records of the company, the provisions of section 135 of the Act is applicable on the Company. The Company has made the required contribution during the year and there are no unspent amounts which are required to be transferred either to a fund specified in schedule VII of the Act or to a special account as per provision of Section 135 read with

Schedule VII of the Act. Accordingly reporting under clause 3(xx)(a) and 3(xx)(b) of the order are not applicable to the Company.

21. Since this report is being issued for standalone financial statements of the company, hence clause (xxi) of Paragraph 3 of the said order is not applicable.

For V.V Bhalla & Co
Chartered Accountants
Firm's Registration No. 002928N

Sd/-
CA V.V. Bhalla
(M.No. 081941)
Partner
UDIN : 26081941ETJXWP2678

Place : Ludhiana
Date:22.09.2026

ANNEXURE - B TO THE AUDITOR'S REPORT

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

We have audited the internal financial controls over financial reporting of M/S. Madhur Knit Crafts Ltd (Formerly Known As 'Madhur Knit Crafts Private Ltd') ("the Company") as of 31 March 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that

transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For V.V Bhalla & Co
Chartered Accountants
Firm's Registration No. 002928N

Sd/-
CA V.V. Bhalla
(M.No. 081941)
Partner
UDIN : 26081941ETJXWP2678

Place : Ludhiana
Date: 22.09.2026

Balance sheet as at 31ST March, 2026

All amounts in Rs. Lacs unless otherwise stated

		Particulars	Note No	As at 31/03/2026	As at 31/03/2025
I		**Equity & Liabilities**			
	1.	**Shareholders fund**			
		a) Share capital	**3**	1368.24	1072.81
		b) Reserve and surplus	**4**	3059.17	1875.71
		c) Money received against share warrants		**-**	**-**
		Sub-total (a)		**4427.41**	**2948.52**
	2.	**Share Application Money Pending Allotment**	**5**	**-**	**-**
	3.	**Non-current liabilities**			
		a) Long-term borrowings	**6**	2953.42	3116.0
		b) Deferred tax liabilities (Net)	**7**	177.42	162.45
		c) Other Long term liabilities		-	**-**
		d) Long-term provisions	**11**	22.31	14.13
		Sub-total (b)		**3153.15**	**3293.17**
	4.	**Current Liabilities**			
		a) Short-term borrowings	**8**	4376.42	3603.38
		b) Trade payables	**9**		
		a) total outstanding dues of micro enterprises and small enterprises		.73	6.29
		b) total outstanding dues other than micro and small enterprises		2512.22	1561.15
		c) Other current liabilities	**10**	342.14	521.38
		d) Short-term provisions	**11**	402.94	324.86
		Sub-total (c)		**7634.44**	**6017.05**
		Total		**15215.01**	**12258.74**
II		**Assets**			
	1.	**Non-current assets**			
		a) Property, Plant and Equipment and Intangible Assets			
		- Property, plant and equipment	**12**	3036.93	3144.61
		- Intangible assets		0.28	0.28
		- Capital work-in-progress		**-**	**-**
		- Intangible Assets under development		**-**	**-**
		b) Non-current investments		**-**	**-**
		c) Long-term loans and advances	**13**	246.24	204.61
		d) Other non-current assets	**14**	**-**	**-**
		Sub-total (d)		**3283.44**	**3349.50**
	2.	**Current assets**			
		a) Current investments			
		b) Inventories	**15**	6477.22	3893.99
		c) Trade receivables	**16**	4210.90	3822.52
		d) Cash and bank balances	**17**	38.48	108.63
		e) Short-term loans and advances	**18**	1178.77	1077.32
		f) Other current assets	**19**	26.19	6.77
		Sub-total (e)		**11931.56**	**8909.24**
		Total		**15215.01**	**12258.74**

See accompanying notes forming part of the financial statements

For and on behalf of
Madhur Knit Crafts Limited

Sd/-
Chirag Gupta
Whole Time Director
DIN – 08330420

Sd/-
Arun Gupta
Managing Director
DIN -00585772

Sd/-
Piyush Gupta
Whole Time Director cum C.F.O
DIN -05141402

Sd/-
Nikita Tayal
Company Secretary
M. No. A59383

In terms of our report attached
For V. V. Bhalla & Co.
Chartered Accountants
Firm's Registration No.002928N

Sd/-
CA Ved Vrat Bhalla
Partner
Membership No. 081941
UDIN: 26081941ETJWXWP2678
Place: Ludhiana
Dated: 22.09.2026

Statement of Profit and Loss for year ended 31st March, 2026

All amounts in Rs. Lacs unless otherwise stated

	Particulars	Note No	For the year ended 31/03/2026	For the year ended 31/03/2025
I	Revenue from operations	20	21103.45	17163.50
II	Other income	21	11.35	10.05
III	**Total income (I+II)**		**21114.81**	**17173.56**
IV	**Expenses**			
	Cost of material consumed	22	14607.92	12156.02
	Purchase of Stock in Trade	23	4.70	17.70
	Changes in inventories of finished goods and work-in-progress	24	325.12	-260.60
	Employee benefit expenses	25	643.68	430.73
	Finance costs	26	745.54	614.13
	Depreciation and amortization expenses	12	265.83	237.20
	Other expenses	27	2773.75	2511.57
IV	**Total expenses**		**19366.54**	**15706.76**
V	**Profit before tax (III-IV)**		**1748.27**	**1466.80**
VI	**Tax expenses**			
	1. Current tax		440.22	347.74
	2. Deferred tax		14.97	16.03
	3. Prior Period Taxes		-8.81	64.42
VII	**Profit for the period**		**1301.89**	**1038.61**
VIII	**Earnings per equity share**			
	Basic & Diluted	28	**9.69**	**8.01**

See accompanying notes forming part of the financial statements

For and on behalf of
Madhur Knit Crafts Limited

Sd/-
Chirag Gupta
Whole Time Director
DIN - 08330420

Sd/-
Arun Gupta
Managing Director
DIN -00585772

Sd/-
Piyush Gupta
Whole Time Director cum C.F.O
DIN -05141402

Sd/-
Nikita Tayal
Company Secretary
M. No. A59383

In terms of our report attached
For V. V. Bhalla & Co.
Chartered Accountants
Firm's Registration No.002928N

Sd/-
CA Ved Vrat Bhalla
Partner
Membership No. 081941
UDIN: 26081941ETJWXWP2678
Place: Ludhiana
Dated: 22.09.2026

Cash Flow Statement for Year ended 31st March, 2026

All amounts in Lacs unless otherwise stated

	Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
A	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit before tax	**1748.27**	**1466.80**
	Adjustment for:		
	Depreciation & Amortization expense	265.83	237.20
	Provision for Doubtful debts & Advances	-	15.95
	Other non-cash (income)/ expenditure	-.77	.84
	(Profit)/Loss on sale of Property, Plant and Equipment	-4.02	2.83
	Interest income	-6.42	-7.31
	Finance costs	745.54	614.13
	Operating profit before working capital changes	**2748.43**	**2330.45**
	Adjustments for:		
	Trade Receivables	-388.38	-1006.67
	Loans, Advances and other assets	-120.10	-347.55
	Inventories	-2583.23	-1522.52
	Trade & Other payables	1067.72	403.63
	Cash generated from operating activities	**724.44**	**-142.67**
	Income Tax Paid	-355.74	-26.06
	Net Cash Generated from/(used in) Operating Activities	**368.71**	**-168.72**
B	**CASH FLOW FROM INVESTING ACTIVITES**		
	Purchase of property, plant and equipment	-522.58	-454.45
	Sale of property, plant and equipment	40.93	22.56
	Bank balances not considered as cash and cash equivalents	91.18	-13.84
	Interest received	6.42	7.31
	Net Cash Generated from/(used in) Investing Activities	**-384.05**	**-438.42**
C	**CASH FLOW FROM FINANCING ACTIVITES**		
	Proceeds from share capital (including Securities Premium)	177.00	221.04
	Net Proceeds of Long term borrowings	-508.04	492.87
	Net Proceeds From Short Term Borrowings	1117.90	477.69
	Finance costs	-750.48	-593.99
	Net Cash Generated from/(Used in) Financing Activities	**36.38**	**597.61**

	Net Increase / (Decrease) in cash and cash equivalents	**21.03**	**-9.53**
	Cash and cash equivalents at the beginning of the period	10.99	20.52
	Cash and cash equivalents at the end of the period	**32.02**	**10.99**
1	**Notes on Cash Flow Statement**		
	The above Cash flow statement has been prepared under the indirect method as set out in AS-3 prescribed under Companies (Accounting Standards) Rules, 2021.		

For and on behalf of
Madhur Knit Crafts Limited

In terms of our report attached
For V. V. Bhalla & Co.
Chartered Accountants
Firm's Registration No.002928N

Chirag Gupta
Whole Time Director
DIN - 08330420

Arun Gupta
Managing Director
DIN -00585772

CA Ved Vrat Bhalla
Partner
Membership No. 081941
UDIN: 26081941ETJWXWP2678
Place: Ludhiana
Dated: 22.09.2026

Piyush Gupta
Whole Time Director cum C.F.O
DIN -05141402

Nikita Tayal
Company Secretary
M. No. A59383

Notes to Financial Statements for the year ended 31st March, 2026

Note 1: Corporate information

Madhur Knit Crafts Limited (formerly known as 'Madhur Knit Crafts Private Limited') ("the Company") is a company domiciled in India & incorporated on 21st August 1997, under the provisions of the Companies Act, 1956. The Company is engaged in the business of manufacturing of Blankets, Ready Made Garments and Knitted Cloth.

Note 2(a): Basis of preparation:

The financial statements have been prepared on mercantile basis of accounting in accordance with the historical cost convention and in compliance with mandatory accounting standards as notified in the Companies (Accounting Standards) Rules, 2021 and the relevant provisions of Companies Act, 2013.

Note 2(b): Significant accounting policies

1. Revenue Recognition

i. Revenue from sale of goods is recognised when all significant risks and rewards of ownership is transferred to the buyer and the company retains no effective control of goods transferred to a degree usually associated with ownership and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of the goods.

Revenue from rendering of services is recognized under the completed service contract method and when no significant uncertainty exists regarding the amount of the consideration that will be derived from rendering the service.

ii. Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

Other income is recognized when no significant uncertainty exists with regard to the amount to be realized and the ultimate collection thereof.

2. Use of Estimate

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires Management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known/materialise.

3. Property, Plant & Equipment

Property, Plant & Equipment are stated at cost of acquisition or construction less depreciation. Cost comprise the purchase price and other attributable costs including financing costs of borrowed funds attributable to acquisition of qualifying assets for the period upto date when the asset is ready for use.

Depreciation on Property, Plant and Equipment is provided on SLM Basis as specified in Schedule II of the Companies Act, 2013 as under. Depreciation for assets purchased / sold during a period is proportionately charged.

Particulars	Useful life
Building	30 years
Plant & Equipment	15 years
Furniture & Fixture	10 years
Electrical Equipment	10 years
Computers	3 years
Vehicles	8 years

4. Valuation of Inventories

Inventories are valued at the lower of cost and net realised value. Cost includes cost of purchases, cost of conversion, and other costs incurred in bringing the inventories to their present location and condition.

5. Earnings per share

Basic Earnings per share (before dilution) is calculated by dividing the net profit after tax for the period attributable to equity shareholders of the company by the weighted average number of shares for the period.

Diluted Earnings per Share is calculated by dividing the net profit after tax for the period attributable to equity shareholders of the company by dividing the weighted average number of shares determined and assuming conversion of all potential securities.

6. Employee Benefits

a) Short Term Employee Benefits

Short term employee benefits are recognized as an expense on an undiscounted basis in the statement of profit and loss of the period in which the related service is rendered.

b) Post-Employment Benefits

i. Defined Contribution Plans

The Employer's contribution to Provident Fund and Employees Pension Scheme and Employees State Insurance, defined contribution plans, is made in accordance with the Provident Fund Act, 1952 read with the Employees Pension Scheme, 1995 and the Employees' State Insurance (ESI) Act, 1948 respectively. The contribution to the Schemes is recognised as an expense in the statement of profit and loss in which contribution to such schemes becomes due and when services are rendered by the employees.

ii. Defined Benefit Plans:

The gratuity liability is determined and provided using the projected unit credit method, with actuarial valuation being carried out at each balance sheet date by an independent valuer. Actuarial gains and losses are recognized in the statement of profit and loss in the period in which they occur.

7. Contingent liabilities

A disclosure for a contingent liability is made when there is:

i. a possible obligation that arises 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

ii. a present obligation that arises from past events but is not recognized because:

a. it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

b. the amount of the obligation cannot be measured with sufficient reliability.

8. Impairment of Assets

At each balance sheet date an assessment is made whether any indication exists that an asset/cash generating unit has been impaired. If any such indication exists, an impairment loss i.e. the amount by which the carrying amount of an asset exceeds its recoverable amount is provided in the books of account and is recognized as expense in the statement of profit and loss.

In case impairment loss is recognized, an assessment is made at each balance sheet date whether there is any indication that the impairment loss recognized in prior accounting periods may no

longer exist or may have decreased. If any such indication exists, the recoverable amount is estimated and such reversal is recognized as income in the statement of profit and loss."

9. Borrowing Costs

Borrowing costs in relation to borrowings that are directly attributable to the acquisition or construction of a qualifying asset is capitalized as part of the cost of assets. Other borrowing costs are recognized as an expense in the period in which they are incurred.

10. Accounting for Taxes on Income

The accounting treatment followed for taxes on income is to provide for current tax and deferred tax. Current tax is the aggregate amount of income tax determined to be payable in respect of taxable income for a period in accordance with the provisions of the Income tax Act, 1961.

Deferred tax is the tax effect of timing difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and tax laws enacted or substantively enacted as at its reporting dates. Deferred tax assets and deferred tax liabilities have been set off as it relates to income taxes levied by the same taxation authority.

11. Foreign Currency Transaction

i. Foreign currency transactions are recorded on initial recognition in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

ii. Foreign currency monetary items are reported using the closing rate as at the date of balance sheet. The exchange difference arising on the settlement of monetary items or on reporting these items at rate different from those at which they are initially recorded during the period or reported in the previous financial statements are recognized as income or expenses in the period in which they arise.

12. Intangible Assets

Intangible Assets are stated at cost less accumulated amortization. Intangible assets are amortized over their respective individual estimated useful lives on straight line method from the date they are available for use.

13. Leases

Assets acquired on leases wherein a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease rentals paid for such leases are recognized as an expense on systematic basis over the term of lease.

14. Events occurring after the balance sheet date

These are those noteworthy events, favorable as well as unfavorable, which occurs between balance sheet date and date on which such financial statements are considered and approved by the Board of Directors.

15. Provisions

A provision is recognized when the company has a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. Provisions are determined based on management estimate required to settle the obligation at the balance sheet date and are not discounted to present value.

16. Current – non-current classification

All assets and liabilities have been classified as current and non-current on the basis of the following criteria:

Assets

An asset is classified as current when it satisfies any of the following criteria:

a. it is expected to be realised in, or is intended for sale or consumption in, the company's normal operating cycle;
b. it is held primarily for the purpose of being traded;
c. it is expected to be realised within 12 months after the reporting date; or
d. it is cash or cash equivalent unless it is restricted from being exchanged or use to settle a liability for at least 12 months after the reporting date.

All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

a. it is expected to be settled in the company's normal operating cycle;
b. it is held primarily for the purpose of trading;
c. it is due to be settled within 12 months after the reporting date; or
d. There is no unconditional right to defer settlement of the liability for at least 12 months after the reporting date. 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."

17. Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current."

Note 2: Share Capital

All amounts Rs. in Lacs unless otherwise stated

	PARTICULARS	AS AT 31-03-2026		AS AT 31-03-2025	
		No. of Shares	Amount	No. of Shares	Amount
	AUTHORISED SHARE CAPITAL				
	Equity Shares of face value of Rs.10/- each	24,000,000	2400.00	15,000,000	1500.00
	ISSUED, SUBSCRIBED & FULLY PAID UP				
	Equity Shares of face value of Rs.10/- each fully paid up	13,682,432	1368.24	10,728,100	1072.81
			1368.24		**1072.81**
a.	**Reconcilation of share capital at the beginning and at the end of the reporting period**				
	Equity Shares:				
		No. of Shares	**Amount**	**No. of Shares**	**Amount**
	At the beginning of the period	10,728,100	1072.81	9,700,000	970.00
	Add: Issued during the period *	2,954,332	295.43	1,028,100	102.81
	As at the end of the period	13,682,432	1368.24	10,728,100	1072.81

* During the FY 2024-25, "Company" has issued 10,28,100 no. of shares at Rs. 21.50/- per share (Face Value Rs. 10/-) and during the FY 2025-26, "Company" has issued 26,82,025 no. of Bonus shares

(Face Value Rs. 10/-) by Utilising the Securities Premium and Free Reserves. Additionally, the Company allotted 2,72,307 equity shares of face value ₹ 10 each in February 2026.

b Terms/Right attached to shares:

The Company has only one class of equity shares having a par value of Rs.10/- each. Each holder of equity share is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except interim dividend which is approved by the Board of Directors. No dividend has been declared by the company during the period ended 31st March 2026 and for financial Year 31 March 2025.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion to the no. of equity share held by the Shareholder.

c. Shares held by holding company or ultimate holding company or subsidiaries or associates of the holding company or the ultimate holding company.

There is no holding or ultimate holding company of the Company.

All amounts Rs. in Lacs unless otherwise stated

NOTE-3
SHARE CAPITAL

PARTICULARS	**AS AT 31-03-2026**		**AS AT 31-03-2025**	
	No. of Shares	**Amount**	**No. Of Shares**	**Amount**
AUTHORISED SHARE CAPITAL				
Equity Shares of face value of Rs.10/-each	24,000,000	2400.00	15,000,000	1500.00
ISSUED, SUBSCRIBED & FULLY PAID UP				
Equity Shares of face value of Rs.10/-each fully paid up	13,682,432	1368.24	10,728,100	1072.81
Total		**1368.24**		**1072.81**
Reconciliation of share capital at the beginning and at the end of the reporting period				
Equity Shares:				
	No. of Shares	**Amount**	**No. of Shares**	**Amount**
At the beginning of the period	10,728,100	1072.81	9,700,000	970.00
Add: Issued during the period *	2,954,332	295.43	1,028,100	102.81
As at the end of the period	13,682,432	1368.24	10,728,100	1072.81

* During the FY 2024-25, "Company" has issued 10,28,100 no. of shares at Rs. 21.50/- per share (Face Value Rs. 10/-) and during the FY 2025-26, "Company" has issued 26,82,025 no. of Bonus shares (Face Value Rs. 10/-) by utilising the Securities Premium and Free Reserves. Additionally, the Company allotted 2,72,307 equity shares of face value ₹ 10 each in February 2026.

b. Terms/Right attached to shares:

The Company has only one class of equity shares having a par value of Rs.10/- each. Each holder of equity share is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except interim dividend which is approved by the Board of Directors. No dividend has been declared by the company during the period ended 31st March 2026 and for financial Year 31 March 2025.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion to the no. of equity share held by the Shareholder.

c. Shares held by holding company or ultimate holding company or subsidiaries or associates of the holding company or the ultimate holding company.

There is no holding or ultimate holding company of the Company.

d. Shareholding of shareholders holding more than 5% shares:

	AS AT 31-03-2026		AS AT 31-03-2025	
NAME	**No of Shares**	**% held**	**No of Shares**	**% held**
Arun Gupta	4,594,087.00	33.58%	3,675,270.00	34.26%
Sangeeta Gupta	1,758,550.00	12.85%	1,406,840.00	13.11%
Arun Gupta HUF	1,260,812.00	9.21%	1,008,650.00	9.40%
Chirag Gupta	2,671,629.00	19.53%	2,137,303.00	19.92%
Piyush Gupta	2,286,046.00	16.71%	1,828,837.00	17.05%
Nitasha Gupta	702,438.00	5.13%	561,950.00	5.24%

e. Shareholding of the Promoters and Promoter Group

	AS AT 31-03-2026		AS AT 31-03-2025	
Name	**No Of Shares**	**% Age**	**No Of Shares**	**% Age**
Arun Gupta	4,594,087.00	33.58%	3,675,270.00	34.26%
Arun Gupta HUF	1,260,812.00	9.21%	1,008,650.00	9.40%
Sangeeta Gupta	1,758,550.00	12.85%	1,406,840.00	13.11%
Piyush Gupta	2,286,046.00	16.71%	1,828,837.00	17.05%
Chirag Gupta	2,671,629.00	19.53%	2,137,303.00	19.92%
Vani Gupta	136,563.00	1.00%	109,250.00	1.02%
Nitasha Gupta	702,438.00	5.13%	561,950.00	5.24%
Total	**13,410,125**	**98.01%**	**10,728,100**	**100.00%**

The shareholding of promoters and promoter group has been disclosed based on the promoters and promoter group identified by the management.

f. Aggregate number of bonus shares issued, share issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

		Year ended March 31, 2026	**Year ended March 31, 2025**	**Year ended March 31, 2024**	**Year ended March 31, 2023**	**Year ended March 31, 2022**	**Year ended March 31, 2021**
	Equity Shares alloted as fully paid up by way of bonus shares	2,682,025.00	-	-	-	-	-
	Equity Shares alloted as fully paid up pursuant to contract(s) without payment being received in cash	-	-	-	-	-	-
	Equity Shares bought back by the Company	-	-	-	-	-	-

g. There have been no unpaid calls and forfeited shares. Further, there have been no securities convertible into equity/preference shares.

NOTE-4
RESERVES & SURPLUS

PARTICULARS	AS AT 31-03-2026		AS AT 31-03-2025	
(a) Surplus i.e. balance in Statement of Profit & Loss				
Balance as at the begining of the period	1757.48		718.88	
Add: Profit for the period	1301.89		1038.61	
Less : Utilized for issue of Bonus Shares	149.97			
Balance as at the end of the period		**2909.40**		**1757.48**
(b) Securities Premium				
Balance as at the begining of the period	118.23		-	
Add: Addition on allotment of equity shares	149.77		118.23	
Less: Utilized for issue of Bonus Shares	118.23		.	
Balance as at the end of the period		**149.77**		**118.23**
TOTAL RESERVES AND SURPLUS		**3059.17**		**1875.71**

NOTE-5

PARTICULARS	AS AT 31-03-2026		AS AT 31-03-2025	
Share application money pending allotment				
Opening balance	NIL	NIL	NIL	NIL
Add: Additions during the Period	NIL	NIL	NIL	NIL
Less: Shares issued/Alloted	NIL	NIL	NIL	NIL
Closing balance	NIL	NIL	NIL	NIL
Total share application money pending allotment	**NIL**	**NIL**	**NIL**	**NIL**

NOTE-6

LONG TERM BORROWINGS

		Non-Current Maturities		Current Maturities	
	PARTICULARS	**As at 31-03-2026**	**As at 31-03-2025**	**As at 31-03-2026**	**As at 31-03-2025**
I.	**SECURED**				
	Term Loans				
	(a) From Banks	1758.24	1790.70	376.24	673.18
	Vehicle Loans				
	(a) From Banks	47.86	9.66	15.98	6.08
	Sub-total(a)	**1806.10**	**1800.36**	**392.22**	**679.26**
II	**UNSECURED**				
(a)	From Banks and NBFC	240.40	392.60	231.94	289.77
(b)	From Directors and related parties	906.92	923.63	.	.
	Sub-total (b)	**1147.32**	**1316.24**	**231.94**	**289.77**
	Total	**2953.42**	**3116.60**	**624.16**	**969.03**

ADDITIONAL INFORMATION

Name of Lender	Security	Purpose of Loan	Sanction (In lakhs)	Tenure (Month)	Outstanding as on March 31, 2026	Outstanding as on March 31, 2025	ROI (in %age)
Aditya Birla Finance Ltd	Unsecured Loan	Business Loan	50.00	36	11.61	29.24	15.50
Axis Bank Ltd	Unsecured Loan	Business Loan	40.00	24	---	10.90	1 year MCLR+ Spread 6.35%
Fedbank Financial Ser. Ltd	Unsecured Loan	Business Loan	30.00	36	5.98	16.67	15.00
Smfg India Credit Co.Ltd (Formally - Fullerton India Credit Co. Ltd)	Unsecured Loan	Business Loan	50.00	37	--.	29.24	15.50
Icici Bank Ltd	Unsecured Loan	Business Loan	50.00	36	9.92	27.74	15.00
Idfc Bank Ltd	Unsecured Loan	Business Loan	76.50	36	17.76	44.74	15.50
Indusind Bank Limited	Unsecured Loan	Business Loan	50.00	36	9.91	27.78	15.50
Kisetsu Saison Finance (I) Pvt Ltd	Unsecured Loan	Business Loan	45.00	30	--.	20.05	15.50
Kotak Mahindra Bank Ltd	Unsecured Loan	Business Loan	40.00	24	--.	11.13	15.00
L & T Financial Ltd	Unsecured Loan	Business Loan	50.10	36	10.03	27.84	16.00
Tata Capital Fin. Ser.Ltd	Unsecured Loan	Business Loan	50.00	36	42.99	--	15.50
Yes Bank	Unsecured Loan	Business Loan	50.00	36	--.	--	15.50
Bajaj Finance Ltd	Unsecured Loan	Business Loan	30.98	36	22.34	30.98	17.00
Cholamandalam Invest And Fin. Co.	Unsecured Loan	Business Loan	35.00	37	25.24	35.00	17.00
Godrej Finance Limited	Unsecured Loan	Business Loan	40.80	48	32.89	40.80	16.00
Hero Fincorp Limited	Unsecured Loan	Business Loan	40.42	36	29.08	40.42	16.50
Iifl Finance Limited	Unsecured Loan	Business Loan	30.35	36	20.64	30.35	17.00
Kisetsu Saison Finance (I) Pvt Ltd	Unsecured Loan	Business Loan	28.40	30	18.41	28.40	16.50
Piramal Finance	Unsecured Loan	Business Loan	30.31	36	21.85	30.31	17.00
Poonawalla Fincorp Ltd	Unsecured Loan	Business Loan	40.79	36	29.41	40.79	17.00

Shriram Finance Ltd	Unsecured Loan	Business Loan	50.00	36	35.98	50.00	16.50
Tata Capital Fin. Ser. Ltd	Unsecured Loan	Business Loan	60.00	36	.	60.00	15.50
Yes Bank	Unsecured Loan	Business Loan	50.00	36	35.70	50.00	15.50
Aditya Birla Capital Ltd	Unsecured Loan	Term Loan	50.60	36	50.60	.	15.50
SMFC India Credit Co. Ltd	Unsecured Loan	Term Loan	42.00	36	42.00	.	15.50
HDFC Bank Ltd	Secured against vehicle	Vehicle Loan	60.00	60	54.18	.	7.99
HDFC Bank Ltd	Secured against vehicle	Vehicle Loan	40.00	60	.	.	7.30
HDFC Bank Ltd	Secured against vehicle	Vehicle Loan	14.58	60	3.60	6.70	7.01
HDFC Bank Ltd	Secured against vehicle	Vehicle Loan	5.70	60	.	1.13	8.72
HDFC Bank Ltd	Secured against vehicle	Vehicle Loan	10.00	60	6.05	7.91	9.24
HDFC Bank Ltd	Secured against book debts, Fixed deposits, plant and machinery and personal guarantees of directors*	Term Loan	385.00	82	318.39	137.74	2.58%+ Repo Rate
HDFC Bank Ltd	Secured against book debts, Fixed deposits, plant and machinery and personal guarantees of directors	Term Loan	200.00	84	138.96	165.06	2.25% + Repo Rate

HDFC Bank Ltd	Secured against book debts, Fixed deposits, plant and machinery and personal guarantees of directors	Term Loan	200.00	96	171.44	194.79	2.40% + Repo Rate
HDFC Bank Ltd	Secured against book debts, Fixed deposits, plant and machinery and personal guarantees of directors	Term Loan	1200.00	96	1038.40	1179.21	2.37% + Repo Rate
HDFC Bank Ltd	Secured against book debts, Fixed deposits, plant and machinery and personal guarantees of directors	Term Loan	495.00	12	.	.	3MT-bill +2.45%
HDFC Bank Ltd	Secured against book debts, Fixed deposits, plant and machinery and personal guarantees of directors	Term Loan	400.00	7	.	400.00	3MT-bill +2.95%

HDFC Bank Ltd	Secured against book debts, Fixed deposits, plant and machinery and personal guarantees of directors	Term Loan	150.00	90	83.40	101.73	2.21% + Repo Rate
HDFC Bank Ltd	Secured against book debts, Fixed deposits, plant and machinery and personal guarantees of directors	Term Loan	100.00	89	57.96	70.75	2.35% + Repo Rate
HDFC Bank Ltd	Secured against book debts, Fixed deposits, plant and machinery and personal guarantees of directors	Term Loan	200.00	84	120.04	145.99	2.09% + Repo Rate
HDFC BANK LTD	Secured against book debts, Fixed deposits, plant and machinery and personal guarantees of directors	Term Loan	100.00	60	48.55	68.61	2.67% + Repo Rate

HDFC BANK LTD	Secured against book debts, Fixed deposits, plant and machinery and personal guarantees of directors	Term Loan	200.00	84	157.34	.	2.75% + Repo Rate
HDFC BANK LTD	Secured against book debts (Covid Crisis Loan)	Term Loan	371.03	48	.	.	8.25
				Total	**2670.66**	**3161.99**	

*Personal Guarantees of the director includes the guarantees of the following directors: Piyush Gupta, Arun Gupta, Chirag gupta, Nitasha Gupta and Sangeeta Gupta

LOAN FROM RELATED PARTIES		
	31-Mar-26	**31-Mar-25**
Arun Gupta	235.92	231.74
Chirag Gupta	120.48	99.71
Kastoor Chand Gupta	52.35	52.35
Nitasha Gupta	111.50	64.10
Piyush Gupta	122.60	123.02
Rajesh Gupta	---.	86.56
Ridhima Gupta	--.	32.53
Sangeeta Gupta	129.33	129.33
Vani Gupta	134.74	104.30
Total	**906.92**	**923.63**

NOTE-7

DEFERRED TAX LIABILITIES (NET)

PARTICULARS	**AS AT 31-03-2026**	**AS AT 31-03-2025**
Deferred Tax Liabilities		
- On account of timing difference in depreciation allowable as per Income Tax Act and Companies Act	188.99	171.35
Deferred Tax Assets		
-Deferred tax asset on account of timing difference on provision for gratuity	7.56	4.89
-Deferred tax asset on account of timing difference on provision for doubtful debts	4.01	4.01
Deferred Tax Liabilities (net)	**177.42**	**162.45**

NOTE-8

SHORT TERM BORROWINGS

PARTICULARS	AS AT 31-03-2026	AS AT 31-03-2025
(A) Loans Repayable on Demand (Secured)		
Cash Credit /Overdraft Limit	3752.25	2634.35
(B) Current Maturities of Long Term Borrowings	624.16	969.03
(Refer note-6)		
	4376.42	**3603.38**

Note :
Working Capital Loans are secured against hypothecation of Stocks and Trade Receivables and other Current Assets (Present & Future). Further, the loans are secured against Fixed assets of the Company and Personal Guarantees of the director includes the gurantees of the following directors and their relatives : Piyush Gupta, Arun Gupta, Chirag gupta, Nitasha Gupta and Sangeeta gupta.

NOTE-9

TRADE PAYABLES

PARTICULARS.	AS AT 31-03-2026	AS AT 31-03-2025
i) total outstanding dues of micro and small enterprises	0.73	6.29
ii) total outstanding dues of creditors other than micro and small enterprises	2512.22	1561.15
Total	**2512.95**	**1567.44**

Trade Payable Ageing Schedule

Particulars	0-1 years*	1-2 years	2-3 years	More than 3 year	Total
31-Mar-26					
(i) MSME	.73				.73
(ii) Others	2461.40	49.69	1.13		2512.22
(iii) Disputed Dues - MSME					
(iv) Disputed Dues - Others					
Total	**2462.14**	**49.69**	**1.13**	**.**	**2512.95**
31-Mar-25					
(i) MSME	6.29	.	.	.	6.29
(ii) Others	1514.62	30.14	2.57	13.81	1561.15
(iii) Disputed Dues - MSME	.	.	.	.	.
(iv) Disputed Dues - Others	.	.	.	.	.
Total	**1520.91**	**30.14**	**2.57**	**13.81**	**1567.44**

*** includes 'not due' and 'unbilled' trade payables**

NOTE-10

OTHER CURRENT LIABILITIES

	PARTICULARS	AS AT 31-03-2026	AS AT 31-03-2025
	Interest accrued but not due on borrowings	15.20	20.14
	Advance from Customers	72.69	52.09
	Others Payables		
a)	Due To Employees	62.45	49.64
b)	Statutory Dues Payable	43.89	41.25
c)	Other payable	146.10	70.55
d)	Creditors for Capital goods	1.81	287.71
		342.14	**521.38**

NOTE-11

PROVISIONS

PARTICULARS		as at 31-03-2026		as at 31-03-2025
Provision For Taxation (net of advance tax and TDS)	395.22		319.55	
Provision for Employee Benefits				
Long term provision for gratuity	22.31		14.13	
Short term provision for gratuity	7.71		5.31	
Total Long Term Provisions		**22.31**		**14.13**
Total Short term Provisions		**402.94**		**324.86**

NOTE 12

Property, Plant & Equipment & Intangible Assets

As at 31 March, 2026

Property, Plant & Equipment

All amounts Rs. in Lacs unless otherwise stated

PARTICULARS	GROSS BLOCK				ACCUMULATED DEPRECIATION				NET BLOCK	
	As At 01.04.2025	Additions During The Period	Sales/ Adj. During The The Period	As At 31.03.2026	Up To 01.04.2025	For The Period	Adjustment During The Period	Up To 31.03.2026	As At 31.03.2026	As At 31.03.2025
Land	139.55	-	-	139.55	-	-	-	--.	139.55	139.55
Building	1309.11	0.78	-	1309.89	275.34	43.65	-	318.99	990.90	1033.77
Plant and Machinery	3090.82	114.36	33.03	3172.15	1226.79	198.93	2.95	1422.78	1749.38	1864.02
Vehicles	124.87	69.40	.	194.27	95.51	12.09	-	107.61	86.66	29.35
Electrical Fittings	122.36	9.86	8.48	123.74	53.76	8.79	1.65	60.91	62.84	68.60
Office Equipment	9.01	.29	-	9.30	4.28	.77	-	5.05	4.25	4.73
Furniture and Fixtures	9.85	.	-	9.85	7.19	.51	-	7.70	2.14	2.66
Computer and Laptops	9.92	0.37	-	10.29	8.00	1.09	-	9.08	1.21	1.93
Total	**4815.48**	**195.06**	**41.51**	**4969.04**	**1670.87**	**265.83**	**4.60**	**1932.11**	**3036.93**	**3144.61**

Intangible Assets

Particulars	Gross Block				Accumulated Amortisation				Net Block	
	As At 01.04.2025	Additions During Period	Sales/Adj. During Period	As At 31.03.2026	Up To 01.04.2025	For The Period	Adjustment During The Period	Up To 31.03.2026	As At 31.03.2026	As At 31.03.2025
Trademarks	3.68	-	-	3.68	3.40	-	-	3.40	.28	.28
Total	**3.68**	**-**	**-**	**3.68**	**3.40**	**-**	**-**	**3.40**	**.28**	**.28**

Capital Work in Progress

Particulars	As At 01.04.2025	Additions During The Year	Capitalised During The Year	As At 31.03.2026
Capital Work in Progress (CWIP)	-	-	-	-
Total	**-**	**-**	**-**	**-**

As at 31st March 2025

Property, Plant & Equipment

	GROSS BLOCK				ACCUMULATED DEPRECIATION				NET BLOCK	
Particulars	As At 01.04.2024	Additions During The Year	Sales/Adj. During The Year	As At 31.03.2025	Up To 01.04.2024	For The Year	Adjustment During The Year	Up To 31.03.2025	As At 31.03.2025	As At 31.03.2024
Land	139.55	.	.	139.55	.	.	.	.	139.55	139.55
Building	1006.16	302.95	.	1309.11	235.52	39.82	.	275.34	1033.77	770.64
Plant and Machinery	2122.64	1019.23	51.05	3090.82	1081.00	169.51	23.72	1226.79	1864.02	1041.63
Vehicles	204.67	.	79.81	124.87	126.45	16.81	47.75	95.51	29.35	78.23
Electrical Fittings	108.88	20.16	6.68	122.36	45.82	8.60	.65	53.76	68.60	63.06
Office Equipment	9.01	.	.	9.01	3.53	.75	.	4.28	4.73	5.48
Furniture and Fixtures	9.85	.	.	9.85	6.54	0.65	.	7.19	2.66	3.30

Computer and Laptops	9.92	.	.	9.92	6.93	1.07	.	8.00	1.93	3.00
	3610.67	**1342.35**	**137.54**	**4815.48**	**1505.79**	**237.20**	**72.12**	**1670.87**	**3144.61**	**2104.89**

Intangible Assets

Particulars	Gross Block				Accumulated Amortisation				Net Block	
	As At 01.04.2024	Additions During The Year	Sales/Adj. During The Year	As At 31.03.2025	Up To 01.04.2024	For The Year	Adjustment During The Year	Up To 31.03.2025	As At 31.03.2025	As At 31.03.2024
Trademarks	3.68	.	.	3.68	3.40	.	.	3.40	.28	.28
Total	**3.68**	**.**	**.**	**3.68**	**3.40**	**.**	**.**	**3.40**	**.28**	**.28**

Capital Work in Progress

PARTICULARS	As At 01.04.2024	Additions During The Year	Capitalised During The Year	As At 31.03.2025
Capital Work in Progress (CWIP)	627.42	.	627.42	,
Total	**627.42**	**.**	**627.42**	**.**

Ageing of CWIP:

Particulars	Amount in CWIP for a period of				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Year ended 31st March 2026					
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Year ended 31st March 2025					
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

There is no capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan

NOTE-13

LONG TERM LOANS & ADVANCES

PARTICULARS	As At 31-03-2026	As At 31-03-2025
Unsecured, Considered Good (unless otherwise stated)		
Advances against capital goods		
- Considered Good	210.35	168.73
- Considered Doubtful	10.84	10.84
-Less: Allowance for doubtful debts	-1.08	-1.08
Security & Other Deposits	26.13	26.13
Total	**246.24**	**204.61**
Loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a director or a member	NIL	NIL

NOTE-14

OTHER NON CURRENT ASSETS

PARTICULARS	AS AT 31-03-2026	AS AT 31-03-2025
*Fixed Deposits having maturity period of more than 12 months from reporting date	-	-
*As margin money against bank guarantees		

NOTE-15
INVENTORIES

PARTICULARS	AS AT 31-03-2026	AS AT 31-03-2025
Raw Material	5265.49	2464.08
Work In Progress	76.25	325.95
Finished goods	849.05	924.46
Consumable, Stores and packing materials	286.43	179.50
Total	**6477.22**	**3893.99**

NOTE-16
TRADE RECEIVABLES

PARTICULARS	AS AT 31-03-2026	AS AT 31-03-2025
Unsecured, unless otherwise stated		
Undisputed trade receivables- Considered Good		
- Due less than six months #	2372.40	2737.49
- Due six months to one year	1236.26	804.24
- Due One-Two Years	506.04	59.56
- Due Two -Three Years	15.34	138.27
- More than Three years	36.26	38.36
Not Considered Good/Disputed Trade Receivables		
- Due six months to one Year		.

-1-2 Years		12.85
-2-3 Years	12.85	.
- More than Three years	46.62	46.62
Less: Provision for Doubtful debts	-14.87	-14.87
Total	**4210.90**	**3822.52**
# includes 'not due' trade receivables		
Amount due by directors or other officers of the company or any of them either severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a director or a member	NIL	NIL

NOTE-17

CASH AND BANK BALANCES

PARTICULARS.	AS AT 31-03-2026	AS AT 31-03-2025
i. Cash and cash equivalents		
Cash in Hand	32.02	10.99
Balance With Banks		
In Current Accounts	.	.
ii. Other bank balances		
In deposit accounts with maturity of more than 3 less than 12 months*	6.46	97.64
*as margin money against bank guarantees	**38.48**	**108.63**

NOTE-18

SHORT TERM LOAN & ADVANCES

PARTICULARS.	AS AT 31-03-2026	AS AT 31-03-2025
(Unsecured considered good, unless otherwise stated)		
Advance to Suppliers	522.24	489.52
Balance with Govt Authorities	655.53	585.61
other Loans and advances	1.00	2.18
Total	**1178.77**	**1077.32**
Amount due by directors or other officers of the company or any of them either severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a director or a member	NIL	NIL

NOTE-19

OTHER CURRENT ASSETS

PARTICULARS.	AS AT 31-03-2026	AS AT 31-03-2025
Prepaid Expenses	26.19	6.77
Total	**26.19**	**6.77**

NOTE-20

REVENUE FROM OPERATIONS

PARTICULARS.	For The Year Ended 31.03.2026	For The Year Ended 31.03.2025
Sales of Products	20369.90	16430.11
Sales of Services- Job work	733.55	733.39
Total	**21103.45**	**17163.50**

NOTE-21
OTHER INCOME

PARTICULARS.	For the year ended 31.03.2026	For the year ended 31.03.2025
Interest on Fixed Deposits	4.78	6.08
Interest on Electricity Security	1.63	1.23
Rebate & Discount	.	2.40
Profit on sale of Property,plant and Equipment	4.02	
Exchange Gain Fluctuation	.77	
Miscellaneous Income	.14	.35
Total	**11.35**	**10.05**

NOTE-22

COST OF MATERIAL CONSUMED

PARTICULARS.	For the year ended 31.03.2026	For the year ended 31.03.2025
Opening Stock	2643.58	1381.66
Add: Purchases during the period	17516.27	13417.94
Less: Closing Stock	5551.93	2643.58
Total	**14607.92**	**12156.02**

NOTE-23

PURCHASE OF STOCK IN TRADE

PARTICULARS.	For the year ended 31.03.2026	For the year ended 31.03.2025
Blankets/Garments Purchased	4.70	17.70
Total	**4.70**	**17.70**

NOTE-24
CHANGES IN INVENTORIES OF FINSHED GOODS, WORK IN PROGRESS.

PARTICULARS.	For the year ended 31.03.2026	For the year ended 31.03.2025
Opening Stock		
Finished Goods	924.46	875.95

Work in progress	325.95	113.86
Less: Closing Stock		
Finished Goods	849.05	924.46
Work in progress	76.25	325.95
Total	**325.12**	**-260.60**

NOTE-25

EMPLOYEE BENEFITS EXPENSE

PARTICULARS.	**For the year ended 31.03.2026**	**For the year ended 31.03.2025**
Salary & Wages	575.82	331.09
Director's Remuneration	54.06	66.13
Contribution to Provident and Other Funds	13.35	28.04
Staff Welfare	0.45	5.47
Total	**643.68**	**430.73**

NOTE-26

FINANCE COSTS

PARTICULARS.	**For the year ended 31.03.2026**	**For the year ended 31.03.2025**
Interest to Bank and Financial institutions	616.01	540.49
Bank Charges	7.64	21.20
Interest to parties	77.58	48.56
Interest on Income Tax and TDS/GST	44.32	3.89
Total	**745.54**	**614.13**

NOTE-27
OTHER EXPENSES

PARTICULARS.	**For the year ended 31.03.2026**	**For the year ended 31.03.2025**
a) Manufacturing Expenses		
Boiler Expenses	409.91	330.18
Consumables, Stores & Spares and Packing & Forwarding Expenses	1598.53	1416.40
Job Work/Fabrication & Erection Charges	75.08	184.42
Power & Fuel	349.18	273.17
b) Administrative & Selling Expenses		
Auditor's Remuneration	4.50	4.00
Exchange rate fluctuation	.	.17
Advertisement and Business promotion Expenses	19.08	17.22
Commission	13.07	35.77

Printing & Stationery	2.79	3.10
Corporate social responsibility expense	12.00	
Telephone Expenses	2.24	1.87
Legal and Professional Charges	23.81	16.62
Rent	6.32	6.00
Fee & Taxes	15.49	10.42
Repair & Maintenance	118.80	131.29
Travelling & Conveyance	28.92	11.41
Freight & Cartage	14.38	5.65
Insurance	9.04	10.11
Office Expenses	19.36	14.89
Software Expenses	.88	1.10
Discount	.83	6.94
Donation	.	.11
Sewage and water charges	7.69	6.26
Bad Debts	29.83	
Provision for Doubtful debts/advances		15.95
Loss on Sale of Property, Plant and Equipment	.	2.83
Director Sitting fees	2.80	-
Miscellaneous Expenses	9.22	5.70
	2773.75	**2511.57**

Details of Corporate Social Responsibility expense

Particulars	**For the year ended 31.03.2026**	**For the year ended 31.03.2025**
(i) Amount required to be spent by the company *	11.58	-
(ii) Amount of expenditure incurred	12.00	-
(iii) Shortfall at the end of the period #	-	-
(iv) Total of previous years shortfall	-	-
(v) Reason for shortfall	NA	NA
(vi) Nature of CSR activities	Extending medical aid, supplies, and assistance to underprivileged groups.	NA
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure	NA	NA
(viii) 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

NOTE-28

EARNINGS PER SHARE

PARTICULARS.	For the year ended 31.03.2026	For the year ended 31.03.2025
Basic EPS/Diluted EPS**		
Profit/ (Loss) attributable to the equity shareholders	1301.89	1038.61
Weighted Average no. of equity shares (pre bonus)	10,750,792.25	10,536,564
Bonus shares issued (in nos.)*	2,682,025.00	2,425,000.00
Weighted Average no. of equity shares (post bonus after considering effect of bonus issue retrospectively)	13,432,817	12,961,564
Nominal Value of Equity shares (In Rs.)	10.00	10.00
Basic EPS/Diluted EPS**	**9.69**	**8.01**

*The Company has allotted 26,82,025 equity shares as fully paid up bonus shares in proportion of 1:4 (i.e. one bonus share for every four equity shares held) on 12th June 2025 i.e. record date. Accordingly, for computation of earnings per share, the number of equity shares outstanding before the event have been adjusted for the proportionate change in the number of equity shares outstanding as if the event had occurred at the beginning of the earliest period in accordance with AS-20

NOTE-29
VALUE OF IMPORT CALCULATED ON C.I.F BASIS

PARTICULARS.	For the year ended 31.03.2026	For the year ended 31.03.2025
Raw Material	-	-
Other Consumables, Component etc	-	-
Capital Goods	8.35	372.37
	8.35	**372.37**

NOTE-30

EXPENDITURE IN FOREIGN CURRENCY AND INCOME IN FOREIGN CURRENCY

PARTICULARS.	For the year ended 31.03.2026	For the year ended 31.03.2025
Expenditure in foreign currency*	-	-
Income in foreign currency	**-**	**-**
*on account of royalty, know-how, professional and consultation fees, interest, and other matters;	-	-

NOTE-31

CONSUMPTION OF IMPORTED/ INDIGENOUS CONSUMPTION TO ALL CONSUMPTION

PARTICULARS.	31-Mar-26		31-Mar-25	
	AMOUNT	%age	AMOUNT	%age
Value of Imported Raw Material Consumed (including purchase of stock in trade)	-	-	-	-
Value of Indigenous Raw Material Consumed (including purchase of stock in trade)	14612.62	100.00	12173.72	100.00
Total Material Consumption	**14612.62**	**100.00**	**12173.72**	**100.00**

NOTE-32
CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

PARTICULARS.	AS AT 31-03-2026	AS AT 31-03-2025
A) Claims against the company not acknowledged as debts		
a) GST related matter	NIL	NIL
b) Income tax related matter	.3	5.80
	.3	**5.80**
B) Commitments		
Estimated Amount of contracts remaining to be executed on capital account (Net of Advances)	122.43	46.23

NOTE 33- RELATED PARTY DISCLOSURES

The related parties and transactions with them as identified by the management are given below:-

All amounts Rs. in Lacs unless otherwise stated

a) Name of related parties and description of relationship	31ST March, 2026	31ST March, 2025
1. Key Managerial Personnel:	Arun Gupta-Managing Director	Arun Gupta-Managing Director
	Piyush Gupta-Whole Time Director, C.F.O.	Piyush Gupta-Director, C.F.O. (w.e.f. 01.01.2025)
	Chirag Gupta-Whole Time Director	Chirag Gupta-Director
	Vani Gupta-Director (upto 11.08.25)	Vani Gupta-Director
	Nitasha Gupta-Director (upto 11.08.25)	Nitasha Gupta-Director
	Sangeeta Gupta-Director (upto 11.08.25)	Sangeeta Gupta-Director
	Avinash Rai-Independent Director	Avinash Rai-Independent Director (w.e.f. 31.01.25)
	Sanjay Kapoor-Independent Director	Sanjay Kapoor-Independent Director (w.e.f. 31.01.25)
	Gurpreet Kaur-Independent Director (w.e.f. 11.06.25)	

	Nikita Tayal-Company Secretary	Nikita Tayal-Company Secretary (w.e.f. 01.01.2025)
2.Relatives of Key Managerial Personnel:	Anju Gupta	Anju Gupta
	Vishnu Gupta	Vishnu Gupta
	Rajesh Gupta	Rajesh Gupta
	Madhur Gupta	Madhur Gupta
	Ravi Gupta	Ravi Gupta
	Om Prakash Chaudhary	Om Prakash Chaudhary
	Murli Dhar Chaudhary	Murli Dhar Chaudhary
	Ghanshyam Chaudhary	Ghanshyam Chaudhary
	Santosh Jallan	Santosh Jallan
	Pardeep Mittal	Pardeep Mittal
	Anita Mittal	Anita Mittal
	Pankush Mittal	Pankush Mittal
	Ajay Gupta	Ajay Gupta
	Monika Gupta	Monika Gupta
	Keshav Gupta	Keshav Gupta
	Kastoor Chand Gupta	Kastoor Chand Gupta
	Sulochna Gupta	Sulochna Gupta
	Anita Gupta	Anita Gupta
	Rashmi Gupta	Rashmi Gupta
3 Enterprises over which key Managerial Personnel (KMP) or their relative is able to exercise significant influence or control :	National yarn Agency	National yarn Agency
	Arun Gupta HUF	Arun Gupta HUF
	Piyush Gupta HUF	Piyush Gupta HUF
	Chirag Gupta HUF	Chirag Gupta HUF
	Kastoor Chand Gupta (HUF)	Kastoor Chand Gupta (Huf)
	Ravi Gupta HUF	Ravi Gupta HUF
	Vishnu Gupta HUF	Vishnu Gupta HUF
	Rajesh Gupta HUF	Rajesh Gupta HUF
	Trimurti Hosiery Mills Pvt Ltd	Trimurti Hosiery Mills Pvt Ltd
	K.C. Fabrics	K.C. Fabrics
	Vidya Udyog Pvt. Ltd.	Vidya Udyog Pvt. Ltd.
	Trimurti Textile Park Association	Trimurti Textile Park Association
	Trimurti Apparels	Trimurti Apparels
	Starlight Hosiery	Starlight Hosiery
	Shiv Kumar Bhawani Shankar	Shiv Kumar Bhawani Shankar
	OM Prakash Murlidhar Choudhary	OM Prakash Murlidhar Choudhary
	Star Cottex Ltd	Star Cottex Pvt Ltd
	Palace Jeweller	Palace Jeweller
	RPA Developers	RPA Developers
	Sarvatra Jewellers Pvt Ltd	Sarvatra Jewellers Pvt Ltd
	Royale Impex Pvt Ltd	Royale Impex Pvt Ltd
	Star Spintex Pvt Ltd	Star Spintex Pvt Ltd

b. The following were the closing balances with related parties

Head	Name	Balance as on 31.03.2026	Balance as on 31.03.2025
Unsecured Loans	Arun Gupta	235.92	231.74
	Chirag Gupta	120.48	99.71
	Kastoor Chand Gupta	52.35	52.35
	Nitasha Gupta	111.50	64.10

	Piyush Gupta	122.60	123.02
	Rajesh Gupta		86.56
	Ridhima Gupta		32.53
	Sangeeta Gupta	129.33	129.33
	Vani Gupta	134.74	104.30
Trade payables	M/S. National Yarn Agency	1096.71	66.62
Trade payables	M/S Trimurti Hosiery Mills Pvt Ltd	.21	.
Trade payables	Royale Impex Pvt Ltd	1.47	5.97
Advance to Supplier	Star Cottex Ltd	58.95	257.57
Trade Receivables	Star Cottex Ltd (Sale A/c)	63.88	
Advance to Supplier	M/S Trimurti Hosiery Mills Pvt Ltd	-	17.86
Trade Receivables	Shiv Kumar Bhawani Shankar	-	.
Trade Receivables	Trimurti Apparels	--	.
Remuneration Payable	Nikita Tayal	.30	0.77
Director Sitting Fees	Gurpreet kaur	.30	--
Director Sitting Fees	Sanjay Kapoor	1.26	--
Trade Receivables	M/S K.C. Fabrics	10.24	9.64
Director Remuneration Payable	Piyush Gupta	.30	5.16
	Chirag Gupta	.35	2.96
	Nitasha Gupta	-	2.44
Rent Payable	Sangeeta Gupta	5.54	3.00
	National yarn Agency	.54	3.00

* Ridhima Gupta does not fall under the definition of relative during the Year, so the balance of her loan is not shown in the related party Notes.

c) The Company had following transactions with the related parties during the reporting period:

Name	**Nature of Transaction**	**For year ended 31.03.2026**	**For year ended 31.03.2025**
Mr. Piyush Gupta	Remuneration	23.98	24.04
Mr. Chirag Gupta	Remuneration	23.98	24.04
Mrs. Nitasha Gupta	Remuneration	6.10	18.04
Gurpreet kaur	Director Sitting Fees	1.40	.
Sanjay Kapoor	Director Sitting Fees	1.40	.
Nikita Tayal	Remuneration	3.35	.77
Mrs. Sangeeta Gupta	Rent	3.16	3.00
M/s National Yarn Agency	Rent	3.16	3.00
M/s National Yarn Agency	Purchase	1586.35	1853.36
M/S Trimurti Hosiery Mills Pvt Ltd	Purchase	50.45	119.29
M/s K.C Fabrics	Sale	117.98	183.15
M/s K.C Fabrics	Purchase	5.62	1.35
Trimurti Apparels	Sale	.	5.36
Shiv Kumar Bhawani Shankar	Sale	8.75	10.22
Star Cottex Private Limited/Limited	Sale	64.67	.

Star Cottex Private Limited/Limited	Purchase	2539.12	2024.01
Starlight Hosiery	Sale	42.86	.
Royale Impex Pvt Ltd	Purchase	5.54	68.70
Star Spintex Pvt Ltd	Sale	108.90	391.32
Chirag Gupta	Loan Received	26.00	68.76
Arun Gupta	Loan Received	119.08	27.00
Arun Gupta HUF	Loan Received	-	3.00
Chirag Gupta HUF	Loan Received	-	10.00
Kastoor Chand Gupta (HUF)	Loan Received	-	.
Nitasha Gupta	Loan Received	65.40	9.03
Piyush Gupta	Loan Received	1.08	139.86
Piyush Gupta HUF	Loan Received	-	41.96
Sangeeta Gupta	Loan Received	-	10.00
Vani Gupta	Loan Received	27.68	42.00
Rajesh Gupta	Loan Received	32.53	.
Nitasha Gupta	Loan Repaid	18.00	14.95
Rajesh Gupta	Loan Repaid	119.08	.
Piyush Gupta	Loan Repaid	1.50	10.00
Piyush Gupta HUF	Loan Repaid	-	58.66
Chirag Gupta	Loan Repaid	5.23	18.00
Arun Gupta	Loan Repaid	119.08	.22
Arun Gupta HUF	Loan Repaid	-	8.00
Chirag Gupta HUF	Loan Repaid	-	13.75
Vani Gupta	Loan Repaid	6.16	13.60
Vani Gupta	Interest on Unsecured Loan	9.91	
Arun Gupta	Interest on Unsecured Loan	4.63	
Arun Gupta	Issue of Equity shares for consideration including Security Premium	-	17.01
Sangeeta Gupta	Issue of Equity shares for consideration including Security Premium	-	40.01
Piyush Gupta	Issue of Equity shares for consideration including Security Premium	-	35.00
Chirag Gupta	Issue of Equity shares for consideration including Security Premium	-	32.01
Nitasha Gupta	Issue of Equity shares for consideration including Security Premium	-	77.00

Vani Gupta	Issue of Equity shares for consideration including Security Premium	-	20.01
Arun Gupta	Issue of bonus Equity shares(face value of the Shares)	91.88	.
Chirag Gupta	Issue of bonus Equity shares(face value of the Shares)	53.43	.
Piyush Gupta	Issue of bonus Equity shares(face value of the Shares)	45.72	.
Sangeeta Gupta	Issue of bonus Equity shares(face value of the Shares)	35.17	.
Arun Gupta HUF	Issue of bonus Equity shares(face value of the Shares)	25.22	.
Nitasha Gupta	Issue of bonus Equity shares(face value of the Shares)	14.05	.
Vani Gupta	Issue of bonus Equity shares(face value of the Shares)	2.73	.

"There are no amounts written off or written back in the period in respect of debts due from or to related parties. Further, there are no provisions for doubtful debts due from such parties at the reporting date"

NOTE 34			
A.	**AUDITORS REMUNERATION**	**For the Year Ended 31-Mar-26**	**For the Year Ended 31-Mar-25**
	Statutory Audit	1.50	1.50
	Tax Audit	0.50	0.50
	Consultancy Fees	2.50	2.00
	Total	**4.50**	**4.00**
B.	**DIRECTOR'S REMUNERATION**		
	Director's Remuneration	54.06	66.13
	Total	**54.06**	**66.13**

NOTE 35- ACCOUNTING RATIOS

Ratio	**Numerator**	**Denominator**	**For year ended 31.03.2026**	**Year ending 2025**	**Variation (%) 2025-26**	**Reason for variation more than 25% (2025-26)**
Current Ratio	Current Assets	Current Liabilities	1.56	1.48	5.55%	-
Debt/ equity ratio	Debt	Equity	1.66	2.28	-27.36%	Due to increase in shareholder fund

Return on Equity	PAT	Equity shareholders fund	29.41%	35.22%	-16.52%	
Debt service coverage ratio	EBIT	Interest +Principal repayments	1.52	1.40	7.94%	-
Inventory turnover ratio	COGS	Average inventory	2.88	4.51	-36.08%	Due to Increase in COGS
Trade Receivables Turnover Ratio	sales	Average debtors	5.25	5.16	1.85%	-
Trade Payables Turnover Ratio	Purchases	Average Trade Payables	8.59	9.64	-10.89%	-
Net Capital Turnover Ratio	Revenue from operations	Working capital	4.91	5.93	-17.24%	-
Net profit ratio	Net Profit After tax	Net sales	6.17%	6.05%	1.95%	
Return on Capital Employed	Earnings before interest and taxes	Capital Employed	30.48%	28.92%	5.40%	-
Return on Investment	Return/ income/ PAT	Total Assets	8.56%	8.47%	0.99%	

NOTE 36: DETAILS OF DUES TO MICRO & SMALL ENTERPRISES

Details of amount outstanding to Micro and Small Enterprises under the Micro, Small & Medium Enterprises Development Act, 2006 (MSMED Act)

	Particulars	**As at 31.03.2026**	**As at 31.03.2025**
a.	Principal amount and interest due thereon remianing unpaid to any supplier as at end of each accounting year/period		
	-Principal	.73	6.29
	-Interest	--	--
b.	Amount of interest paid by buyer in terms of section 16 of Micro, Small and Mediun Emterprises Development Act, 2006 along with amount of payment made to supplier beyond appointed day during each accounting year	--	--
c.	the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	--	--
d.	Amount of interest accrued and remianing unpaid at end of each accounting year	--	--

e.	Amount of further interest remaining due and payable even in succeeding years, until such date, when the interest dues as above are actually paid to small enterprises for purpose of disallowance as a deductible expense under Sec 23 of Micro, Small and Medium Enterprises Act 2006	--	--

NOTE 37: SEGMENT REPORTING

The company is a single segment company engaged in the business of manufacturing of Blankets, Ready Made Garments and Knitted Cloth. Therefore disclosure requirements of primary business segment as contained in the accounting standard are not applicable to the Company. However, the secondary segment disclosures are as under:

Secondary segment-Geographical:		
Particulars	**For the year ended 31.03.2026**	**For the year ended 31.03.2025**
Income from external customers:		
Within India	21103.45	17163.50
Outside India	.	.
Total Sales	**21103.45**	**17163.50**

Non- Current assets (Property plant and equipments and intangible assets) by geographical location of assets

Particulars	**For the year ended 31.03.2026**	**For the year ended 31.03.2025**
With in India	3037.21	3144.89
Outside India	.	.
Total Non-Current assets	**3037.21**	**3144.89**

*Note: The manufacturing facilities are situated only in India.

Total cost incurred to acquire assets that are expected to be used during more than one period by geographical location of assets (Property plant and equipments and intangible assets, including capital work-in-progress)

Particulars	**For the year ended 31.03.2026**	**For the year ended 31.03.2025**
With in India	195.06	714.93
Outside India	-	-
Total	**195.06**	**714.93**

NOTE 38: LEASES

The Company has taken leased facilities under cancellable and non-cancellable operating leases agreements. The cancellable arrangements can be terminated by either party after giving due notice. There is no non-cancellable operating lease and accordingly, the disclosure of future lease obligations in respect of non-cancellable operating leases is not applicable.

NOTE 39: FOREIGN CURRENCY EXPOSURE

Detail of foreign currency exposure as on the reporting date that has not been hedged by a derivative instrument or otherwise is given below.

Particulars	As at 31.03.2026	As at 31.03.2025
Against Export (Debtors)		
-USD	NIL	NIL
-Euro	NIL	NIL
Against advance for import of machinery		
-USD	0.42	0.53
-Euro	NIL	NIL
Against Imports (Creditors)		
-USD	NIL	NIL
-Euro	NIL	NIL
Against Imports (Creditors for machinery)		
-USD	NIL	2.85
-Euro	NIL	NIL

NOTE 40: OTHER STATUTORY INFORMATION

1. The company does not have Benami Property, where any proceeding has been initiated or pending against the company for holding any Benami Property.

2. The company do not have any transactions with struck off company.

3. The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

4. The Company has not traded or invested in Crypto currency or Virtual currency during the financial year.

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

   a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

   b) Provide any guarantee, security or the like or on behalf of the Ultimate Beneficiaries.

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

   a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

   b) provide any guarantee, security or the like or on behalf of the Ultimate Beneficiaries

7. The Company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the assessments under the Income -tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income-tax Act,1961

8. The company has not been declared as wilful defaulter by any bank or financial Institution or other lender.

9. There are no loans or advances in the nature of loans are granted to Promoters, Directors, KMPs and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:

   a) repayable on demand; or

   b) without specifying any terms or period of repayment

10. Compliance with number of layers prescribed under clause (87) of Section 2 of the Act read with Companies (restriction on number of layers) Rules, 2017 is not applicable as there is no subsidiary.

11. The title deeds of all the immovable properties are held in name of the Company

12. The Company has not revalued its Property, Plant and Equipment during the year and during preceding years

13. The Company has availed borrowings from banks or financial institutions on the basis of security of current assets and the quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts

NOTE 41: EMPLOYEE BENEFIT PLANS

The company has recognized an expense of Rs.1.15 lakhs during the eleven month period ended 28th February, 2026 (31March 2025 1.15 lakhs) in respect of contribution to provident fund.

Defined benefit plans

The summarized position of defined benefits plans recognized in the Statement of Profit and Loss and Balance Sheet in accordance with Accounting Standard (AS) 15 is as under:-

Movement in the present value of defined Benefit Obligation

Particulars	**Year Ended 31.03.2026**	**Year Ended 31.03.2025**
Present Value of Defined benefit obligation at the beginning	19.43	21.94
Current Service Cost	9.93	6.45
Interest Cost	1.10	1.33
Benefits paid		.
Actuarial Changes (Gain)/Loss	-.44	-10.28
Present Value of Defined benefit obligation at the end	**30.03**	**19.43**

Net Assets/(Liability) recognized in balance sheet		
Particulars	**Year Ended 31.03.2026**	**Year Ended 31.03.2025**
Present value of defined benefit obligation	30.03	19.43
Fair Value on Plan Assets		.
Surplus/(Deficit)		.
Effect of asset ceiling if any		.
Net Assets/(Liability) recognized in balance sheet	**-30.03**	**-19.43**

Amount recognized in Statement of Profit and Loss		
Particulars	**Year Ended 31.03.2026**	**Year Ended 31.03.2025**
Current Service Cost	9.93	6.45
Net Interest expense on net defined benefit liability / (asset)	1.10	1.33
Actuarial Changes (Gain)/Loss	-.44	-10.28
Net Cost	**10.59**	**-2.51**

Principal assumptions used for the purpose of acturial valuation		
Particulars	**Year Ended 31.03.2026**	**Year Ended 31.03.2025**
Discount Rate (per annum)	6.60%	6.55%
Salary escalation (per annum)	7.00%	7.00%
Retirement Age	58 years	58 years

The estimates of future salary increases considered in actuarial valuation take account of inflation, Seniority, promotion & other relevant factors such as supply & demand in employment market.

For and on behalf of
Madhur Knit Crafts Limited

Sd/-
Chirag Gupta
Whole Time Director
DIN - 08330420

Sd/-
Arun Gupta
Managing Director
DIN -00585772

Sd/-
Piyush Gupta
Whole Time Director cum C.F.O
DIN -05141402

Sd/-
Nikita Tayal
Company Secretary
M. No. A59383

In terms of our report attached
For V. V. Bhalla & Co.
Chartered Accountants
Firm's Registration No.002928N

Sd/-
CA Ved Vrat Bhalla
Partner
Membership No. 081941
UDIN: 26081941ETJWXWP2678
Place: Ludhiana
Dated: 22.09.2026