



SPINAROO COMMERCIAL LIMITED

(Formerly known as Spinaroo Commercial Private Limited)

CIN: L74999WB2012PLC184812

GSTIN: 19AARCS9032N1ZF

Date: 06th May, 2026

The Manager
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai- 400 001
Scrip Code: 544392

Subject: Outcome of Board Meeting held on 06th May, 2026, in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

The Board of Directors of the Company in its Meeting held today i.e. on Wednesday, May 6, 2026, has inter alia:

- The Audited Financial Results (Standalone) of the Company along with Audit Report, for the quarter and year ended 31st March, 2026.

The said financial results along with the Audit Report (with unmodified opinion) issued by M/s. R.K. Banka & Co., Statutory Auditors of the Company and declaration signed by the Managing Director in accordance with Regulation 33(3) (d) of SEBI (Listing Obligations & Disclosure Requirements), 2015 are enclosed.

- Considered and recommended to the shareholders of the Company, special resolution for increasing the limits for loans and investments by the Company up to Rs. 6 crores pursuant to provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013;
- The Board has approved the investment in Spino Poly Products Private Limited, a Sister Company, at Rs. 59.02 per share of up to 15% of the total shares or up to Rs. 2,00,00,000.

The details as required under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed herewith as **Annexure-I**.

- The Board has also approved convening of 14th Annual General Meeting of the Members of the Company on Saturday, 30th May, 2026 at 12:30 P.M. (IST) through Video Conferencing / Other Audio Visual Means along with draft notice convening the meeting to be dispatched to the members for seeking their approval.

Regd. Office and Unit 1: Jalan Industrial Complex Gate-1, Right Lane-6 P.O. Jangalpur, Begri Gram Panchayat, Howrah, Kolkata-711411

Unit 2: Jalan Industrial Complex Gate-1, Right Lane-3 P.O. Jangalpur, Begri Gram Panchayat, Howrah, Kolkata-711411
Website: www.spino.co.in | Email: enquiry@spino.co.in



SPINAROO COMMERCIAL LIMITED

(Formerly known as Spinaroo Commercial Private Limited)

CIN: L74999WB2012PLC184812

GSTIN: 19AARCS9032N1ZF

The said meeting of the Board of Directors commenced at 04:30 P.M. and concluded at 05:45 P.M.

This is for your information and record.

Thanking You,

Yours faithfully,

For Spinaroo Commercial Limited

**MEGHA
KHANNA**

Digitally signed by MEGHA KHANNA
DN: cn=PERSONAL, title=MSO,
2.5.4.20=8a703f287230bb8285262eace94
baed7c517044c565b6728237dc97797dd,
postalCode=700055, st=West Bengal
serialNumber=158edd8aa282395e8545679ce
58d5cf2919a6d4fb3ede6043cbb4e677a66be
, cn=MEGHA KHANNA
Date: 2026.05.06 17:54:43 +05'30'

Megha Khanna

Company Secretary & Compliance Officer

Membership Number: ACS 39062

Encl: As above

Regd. Office and Unit 1: Jalan Industrial Complex Gate-1, Right Lane-6 P.O. Jangalpur, Begri Gram Panchayat, Howrah, Kolkata-711411

Unit 2: Jalan Industrial Complex Gate-1, Right Lane-3 P.O. Jangalpur, Begri Gram Panchayat, Howrah, Kolkata-711411

Website: www.spino.co.in | Email: enquiry@spino.co.in

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024:

Sr. No.	Particulars	Details
1.	Name of the Target Company, details in brief such as size, turnover etc.,	<p>i. Name of the Target Company: Spino Poly Products Private Limited.</p> <p>ii. Details of the Target Company: Spino poly products is a company incorporated in 29/12/2020. The company manufactures premium thin walled plastic containers and paper plate raw materials from 70gsm to 450gsm. The company has in house 23 injection moulding machines and 2 in house roto gravier printing machines along with other related machineries. It has a diverse portfolio of clients and a network of vendors. The company has established credibility in the region as a formidable player in this space. The company's factory is strategically located on the Kolkata Bombay highway near Bagnan.</p> <p>As on March 31, 2025 (unaudited): Turnover: Rs. 13,00,47,404.81 Net Profit: Rs. 7,11,621.70</p>
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length";	<p>Yes.</p> <p>The transaction is done at arm's length basis and shareholding acquired through subscription of Equity Shares on the basis of independent valuation report.</p> <p>Further the Audit Committee of the Company has approved this related party transaction in its meeting held on April 08, 2026 and Board of Directors of the Company has accorded its approval on April 08, 2026.</p>



SPINAROO COMMERCIAL LIMITED

(Formerly known as Spinaroo Commercial Private Limited)

CIN: L74999WB2012PLC184812

GSTIN: 19AARCS9032N1ZF

3.	Industry to which the entity being acquired belongs	Manufacturing Industry, dealing with plastic and paper products.
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Currently, Spino Poly Products Private Limited has sufficient capital adequacy and liquidity to meet the existing liabilities. However, acquisition of shares will help Spino Poly Products Private Limited grow as a company.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	No government or regulatory approval is required for the acquisition of shares of Spino Poly Products Private Limited.
6.	Indicative time period for completion of the acquisition	Within 1 month
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash transaction
8.	Cost of acquisition or the price at which the shares are acquired	Rs. 59.02 per share
9.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>Brief Background: Manufacturing Industry, dealing with plastic and paper products.</p> <p>Date of Incorporation: 29th December, 2020</p> <p>Turnover of last 3 years: 2024-25: Rs. 13,00,47,404.81 2023-24: Rs. 17,14,59,111.22 2022-23: Rs. 24,31,63,344.00</p> <p>The entity has its presence only in India</p> <p>Any other Significant Information: NIL</p>

Regd. Office and Unit 1: Jalan Industrial Complex Gate-1, Right Lane-6 P.O. Jangalpur, Begri Gram Panchayat, Howrah, Kolkata-711411

Unit 2: Jalan Industrial Complex Gate-1, Right Lane-3 P.O. Jangalpur, Begri Gram Panchayat, Howrah, Kolkata-711411

Website: www.spino.co.in | Email: enquiry@spino.co.in

Independent Auditor's Report on Audited Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended.

To
The Board of Directors
SPINAROO COMMERCIAL LIMITED
(Formerly known as Spinaroo Commercial Private Limited)

Report on the Audit of the Annual Financial Results

Opinion

We have audited the accompanying annual financial results of **SPINAROO COMMERCIAL LIMITED (Formerly known as SPINAROO COMMERCIAL PRIVATE LIMITED)** ["the company"] for the year ended March 31, 2026 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Results:

- i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Accounting Standards, and other accounting principles generally accepted in India of the Net Profit and other financial information of the year ended March 31, 2026.

Basis for Opinion

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

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the Financial Results.



Responsibilities of Management and Those Charged with Governance for the Financial Results

These annual financial results have been prepared on the basis of the annual financial statements. The Company's Management and the Board of Directors are responsible for the preparation of these annual financial results that give a true and fair view of the net profit and other financial information in accordance with the recognition and measurement principles laid down in Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. 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 results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Results

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

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 annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.



- Conclude on the appropriateness of the Board of Directors' 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 annual financial results 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 annual financial results, including the disclosures, and whether the annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.

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

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.

Other Matters

The Annual Financial Results includes the results for the half year ended 31st March, 2026 being the balancing figure between the audited figures in respect of the full financial year ended 31st March, 2026 and the published unaudited year-to-date figures up to the half year ended 30 September 2025, which were subjected to limited review.



For R.K. Banka & Co.
Chartered Accountants
Firm's Registration No: 320314E

Ratan Kumar Banka
CA Ratan Kumar Banka
Proprietor
Membership No: 055654

Place: Kolkata

Date: 06-05-2026


UDIN: 26055654LLDERX5346

SPINAROO COMMERCIAL LIMITED
(EARLIER KNOWN AS: SPINAROO COMMERCIAL PRIVATE LIMITED)
BALANCE SHEET AS AT 31ST MARCH 2026
CIN : L74999WB2012PLC184812

(Amount in Lakhs)

	Particulars	As at 31st March 2026 (Audited)	As at 31st March 2025 (Audited)
I	Equity and Liabilities		
1	Shareholders' funds		
	(a) Share capital	699.40	500.00
	(b) Reserves and surplus	983.63	246.75
2	Non-current liabilities		
	(a) Long-term borrowings	-	71.19
	(b) Long-term provisions	5.49	5.17
3	Current liabilities		
	(a) Short-term borrowings	650.69	707.65
	(b) Trade payables:-		
	(A) total outstanding dues of micro enterprises and small enterprises; and	380.68	126.38
	(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	12.83	271.60
	(c) Other current liabilities	50.89	63.03
	(d) Short-term provisions	0.45	29.47
	TOTAL	2,784.06	2,021.23
II	Assets		
	Non-current assets		
1	(a) Property, Plant and Equipment and Intangible assets		
	(i) Property, Plant and Equipment	151.58	161.88
	(ii) Intangible assets	0.14	0.04
	(iii) Capital work-in-progress	32.47	-
	(b) Non-current investments	173.74	42.69
	(c) Deferred tax assets (net)	10.72	11.49
	(d) Other non-current assets	11.48	11.48
2	Current assets		
	(a) Inventories	1,747.07	1,261.34
	(b) Trade receivables	490.07	384.28
	(c) Cash and cash equivalents	15.40	59.46
	(d) Short-term loans and advances	59.68	88.58
	(e) Other Current Assets	91.71	-
	TOTAL	2,784.06	2,021.23

This is the Balance Sheet referred to in our report of even date.

For R. K. Banka & Co.
Chartered Accountants
Firm Registration No. 320314E

CA Ratan Kumar Banka
Proprietor
Membership No. 055654



SPINAROO COMMERCIAL LTD.
For SPINAROO COMMERCIAL LIMITED


Director



Director and CFO
Amit Sultania
DIN : 00548098

UDIN-26055654LLDERx5346
Place: Kolkata
Date: 06-05-2026

SPINAROO COMMERCIAL LIMITED
(EARLIER KNOWN AS: SPINAROO COMMERCIAL PRIVATE LIMITED)
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2026
CIN : L74999WB2012PLC184812

(Amount in Lakhs)

Particulars		For the six month ended 31st March 2026 (Audited)	For the six month ended 30th September 2025 (Unaudited)	For the six month ended 31st March 2025 (Audited)	For the year ended 31st March 2026 (Audited)	For the year ended 31st March 2025 (Audited)
I	Revenue from operations	1,989.83	1,936.95	1,829.98	3,926.78	3,931.47
II	Other income	0.38	0.58	2.13	0.95	2.13
III	Total Income (I + II)	1,990.20	1,937.53	1,832.11	3,927.73	3,933.61
IV	Expenses:					
	Cost of materials consumed	1,880.63	1,562.37	1,526.13	3,443.00	3,443.35
	Purchases of Stock in Trade	60.00	-	-	60.00	-
	Changes in inventories of					
	Finished goods	(301.61)	147.78	(145.71)	(153.83)	(263.57)
	Work-in-progress and	160.03	(82.51)	103.66	77.53	65.28
	Stock in Trade	(60.00)	-	-	(60.00)	-
	Scrap	(23.54)	6.36	(5.43)	(17.18)	2.92
	Employee benefits expense	25.64	26.45	25.40	52.09	51.97
	Finance costs	25.66	15.45	34.26	41.11	70.05
	Depreciation and amortisation expense	10.67	14.51	14.21	25.17	28.72
	Other expenses	196.69	187.76	165.29	384.46	337.96
	Total expenses	1,974.18	1,878.17	1,717.79	3,852.34	3,736.68
V.	Profit before exceptional and extraordinary items and tax (III - IV)	16.03	59.36	114.31	75.38	196.92
VI.	Exceptional items	-	-	-	-	-
VII.	Profit before extraordinary items and tax (V - VI)	16.03	59.36	114.31	75.38	196.92
VIII.	Extraordinary items	-	-	-	-	-
IX.	Profit before tax (VII- VIII)	16.03	59.36	114.31	75.38	196.92
X.	Tax expense:					
	(1) Current tax	7.19	11.55	29.27	18.74	50.34
	(2) Deferred tax	(2.78)	3.56	0.33	0.78	0.39
	(3) Earlier Year Tax	2.24	-	2.36	2.24	2.36
XI.	Profit/(Loss) for the period from continuing operations (IX-X)	9.37	44.25	82.35	53.62	143.83
XII.	Profit/(loss) from discontinuing operations	-	-	-	-	-
XIII.	Tax expense of discontinuing operations	-	-	-	-	-
XIV.	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)	-	-	-	-	-
XV.	Profit (Loss) for the period (XI + XIV)	9.37	44.25	82.35	53.62	143.83
XVI.	Earnings per equity share:					
	(1) Basic	0.13	0.63	1.65	0.77	2.88
	(2) Diluted	0.13	0.63	1.65	0.77	2.88

This is the Profit & Loss Account referred to in our report of even date.

For R. K. Banka & Co.
Chartered Accountants
Firm Registration No. 320314E

Ratan Kumar Banka
CA Ratan Kumar Banka
Proprietor
Membership No. 055654



SPINAROO COMMERCIAL LTD.
For SPINAROO COMMERCIAL LIMITED

Amit Sultania Director

Director and CFO
Amit Sultania
DIN : 00548098

UDIN- 26055654LLDERX 5346
Place: Kolkata
Date: 06-05-2026

SPINAROO COMMERCIAL LIMITED
(EARLIER KNOWN AS: SPINAROO COMMERCIAL PRIVATE LIMITED)
STATEMENT OF CASH FLOW FOR THE PERIOD ENDED 31ST MARCH, 2026
CIN : L74999WB2012PLC184812

(Amount in Lakhs)

Particulars	For the period ended March 31, 2026 (Audited)	For the year ended March 31, 2025 (Audited)
A Cash Flow from Operating Activities		
Net Profit Before Tax	75.38	196.92
Adjustments for:		
Depreciation and amortisation	25.17	28.72
Provision for Gratuity	0.32	0.09
Interest on Fixed Deposit	(0.95)	(2.13)
Interest Paid on Term Loan	41.11	70.07
Operating Profit before Working Capital changes	141.04	293.67
Adjustment for Working capital Changes:		
Decrease/(Increase) in Short Term Loans & Advances	28.90	(8.45)
Decrease/(Increase) in Stock for Trade	(485.73)	(150.56)
Decrease/(Increase) in Trade Receivable	(105.80)	(8.77)
Decrease/(Increase) in Other Current Assets	(91.71)	-
Increase/(Decrease) in Other Current Liabilities	(12.14)	(44.76)
Increase/(Decrease) in Short Term Borrowings	(56.96)	37.59
Increase/(Decrease) in Short Term Provision	0.03	14.15
Increase/(Decrease) in Trade payable	(4.48)	13.32
Cash Generated from/(used in) Operations	(586.85)	146.19
Direct Taxes paid	(50.02)	(52.70)
Net Cash (Used in) / Generated by Operating Activities	(636.87)	93.49
B Cash Flows from Investing Activities		
(Increase)/Decrease in Non Current Investments	(131.05)	(1.92)
(Increase)/Decrease in Capital WIP	(32.47)	-
Interest on Fixed Deposit	0.95	2.13
Payment for Fixed Assets Purchases	(14.98)	(13.19)
Increase in security deposit	-	(0.20)
Net Cash (Used in)/ Generated by Investing Activities	(177.54)	(13.17)
C Cash Flows from Financing Activities		
Proceeds from Long Term Borrowings	-	27.95
Proceeds from Issue of Shares (Issued on premium)	882.65	-
Repayment of Borrowings	(71.19)	(38.45)
Interest paid on Term Loan	(41.11)	(70.07)
Net Cash (Used in)/ Generated by Financing Activities	770.36	(80.56)
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(44.06)	(0.25)
Cash and Cash Equivalents at the beginning of the year	59.46	59.71
Cash and Cash Equivalents at the end of the year	15.40	59.46

This is the Cash Flow Statement referred to in our report of even date

For R. K. Banka & Co.
Chartered Accountants
Firm Registration No. 320314E
Ratan Kumar Banka
CA Ratan Kumar Banka
Proprietor
Membership No. 055654



For SPINAROO COMMERCIAL LIMITED

Amit Sultania

Director

Director and CFO
Amit Sultania
DIN : 00548098

UDIN- 26055654LLDERX5346
Place: Kolkata
Date: 06-05-2026