SAI SILKS (KALAMANDIR) LIMITED
CIN: U52190TG2008PLC059968
Registered Office: # 6-3-790/8, Flat No.1, Bathina Apartments, Ameerpet, Hyderabad - 500016
Telangana, India. 040-66566555. Email: secretarial@sskl.co.in
www.sskl.co.in

Date: 17.07.2026

To	To
Corporate Relations Department	Listing Compliance Department,
BSE Limited	National Stock Exchange of India Limited
Phiroze Jeejeebhoy Towers	Exchange Plaza, C-1 Block G
Dalal Street,	Bandra Kurla Complex, Bandra (E)
Mumbai – 400 001, India	Mumbai – 400 051, India
Scrip Code: **543989**	Symbol: **KALAMANDIR**

Dear Sir / Madam

Subject: Submission of notice of 18th Annual General Meeting (AGM) along with Annual report for the FY 2025-26 as required under Regulation 34 of SEBI (LODR) Regulations, 2015

We wish to inform you that the 18th Annual General Meeting (AGM) of the Company is scheduled to be held on **Monday**, **August 10, 2026** at **11.30 A.M.** (IST) through video conferencing (VC) / Other Audio Visual Means (OAVM).

Pursuant to Regulation 34(1) of Securities Exchange and Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith enclosing the Annual Report of the Company along with the Notice of 18th Annual General Meeting for the Financial Year 2025-26, which was sent to the shareholders of the company through electronic mode.

The aforesaid Annual Report along with notice of AGM is also uploaded on the website of the Company and the weblink is as follows:

https://sskl.co.in/wp-content/uploads/2026/07/SSKL-Annual-Report-2025-26.pdf

This is for your information and records

Yours sincerely,

For Sai Silks (Kalamandir) Limited

MATTE KOTI BHASKARA TEJA
Digitally signed by MATTE KOTI BHASKARA TEJA
Date: 2026.07.17 17:11:56 +05'30'

M.K.Bhaskara Teja
Company Secretary & Compliance Officer
M.No A39542

Scalable Retail.
Sustainable Growth.

SSKL
SAI SILKS (KALAMANDIR) LIMITED

Annual Report 2025-26

Contents

Strategic Report

Disclaimer:

Certain imagery used in this document was created using generative AI and subsequently curated by our design team.

Scalable Retail. Sustainable Growth.

At Sai Silks Kalamandir Limited (SSKL), growth is not merely about expanding our footprint—it is about building a retail enterprise that can scale efficiently, adapt continuously, and create enduring value. Over the past 20 years, we have transformed from a single-store saree retailer into one of South India's leading ethnic wear destinations by combining deep market understanding with disciplined execution and a long-term perspective.

Our approach to scalable retail is founded on strong operational capabilities, a diversified brand portfolio, and a cluster-led expansion strategy that enables us to strengthen market presence while enhancing efficiencies.

Complementing this is our Company-Owned, Company-Operated (COCO) model, which allows us to maintain greater control over store operations, merchandising, service standards and customer experience, ensuring consistency across locations. Investments in merchandising, inventory management, technology, analytics and customer engagement have further strengthened our retail platform, enabling us to deliver a differentiated and seamless shopping experience across geographies and customer segments. At the same time, sustainability remains integral to the way we grow. We believe that long-term success is created when growth is balanced with profitability, operational discipline, and responsible business practices.

As custodians of India's rich textile heritage, we are equally committed to strengthening the ecosystem that supports our business. Through enduring relationships with weaving communities, collaborative product development, and fair business practices, we contribute to preserving traditional craftsmanship while creating sustainable livelihood opportunities.

As India's ethnic wear market continues to expand, supported by favourable demographics, rising aspirations, increasing formalisation of retail, and a vibrant year-round festivities and wedding economy, SSKL is well-positioned to capture emerging opportunities. Guided by our commitment to scalable retail and sustainable growth, we remain focused on strengthening our leadership position, enhancing customer experiences, and creating lasting value for all stakeholders.

2025-26 highlights

Financial

₹ 1,653.67 crore
Revenue from operations

₹ 260.59 crore
EBITDA

₹ 140.92 crore
Profit After Tax (PAT)

Non-financial

81
Stores

7,84,853 sq. ft.
Net retail area

₹ 21,070
Average revenue per sq. ft.

4,000+
Master Weavers, Weavers and Vendors across India

Our journey

20 years of building trust, tradition and growth

Over the past two decades, Sai Silks (Kalamandir) Limited has transformed from a single-store ethnic apparel retailer into one of South India's leading fashion retail groups. What began in 2005 with one store in Hyderabad has grown into a multi-brand, omni-channel retail platform with 81 stores across key markets in South India. This journey has been shaped by the trust of our customers, the dedication of our employees, and the continued support of our stakeholders.

20 years of impact

Customers

Serving generations of families with a wide range of ethnic wear, exceptional value, and memorable shopping experiences.

Brands

Building a portfolio of five distinct brands catering to diverse customer segments, preferences, and occasions.

Retail expansion

Expanding from a single store to a network of 81 stores, establishing a trusted ethnic fashion destination across South India.

Shareholders

Continuous effort for creating sustainable long-term value through operational efficiency and growth.

Employees

Fostering a culture of performance, collaboration, and customer-centricity while creating meaningful career opportunities.

Communities

Supporting artisans, weavers, and textile ecosystems while preserving traditional craftsmanship and cultural heritage.

Key milestones across the journey

2005-2010

Foundation & Early Growth

- Established Sai Silks and launched the first store in Ameerpet, Hyderabad
- Crossed ₹100 Crore in turnover

2011-2015

Building New Brands

- Launched premium brands Mandir and Varamahalakshmi Silks
- Expanded footprint across South India
- Crossed ₹250 Crore in turnover
- Recognised as Retailer of the Year by Asia Retail Congress

2016-2020

Scaling Operations

- Opened the 25th, 35th, 40th and 45th stores
- Launched KLM Fashion Mall
- Onboarded Vijay Deverakonda as Brand Ambassador for KLM
- Onboarded Rashmika as Brand Ambassador for KLM
- Crossed ₹500 Crore in turnover
- Entered e-commerce through online retail platforms

2021-2026

Recognition, Expansion & Transformation

- Earned multiple industry and retail excellence awards
- Expanded footprint across key markets, including Tamil Nadu
- Listed on BSE and NSE in September 2023
- Onboarded Shruti Haasan as Brand Ambassador for VML
- Recognised as Best Retailer of the Year and Leading Ethnic Fashion Retail Group
- Launched a new retail format Valli Silks, redefining traditional elegance and craftsmanship
- Celebrated 20 years of trust, tradition, and togetherness

Sai Silks at a glance

Building South India's trusted ethnic fashion destination

Established in 2005, Sai Silks Kalamandir Limited (SSKL) is one of South India's leading ethnic apparel retailers and among the largest saree-focused retail chains in the region. The Company offers a diverse portfolio spanning premium ethnic wear and value fashion, catering to customers across weddings, festive occasions, celebrations, and everyday wear.

SSKL operates through a portfolio of differentiated retail formats, including Kalamandir, Kanchipuram Varamahalakshmi Silks, Mandir, KLM Fashion Mall, and Valli Silks, serving a wide spectrum of customer segments and price points. Its product portfolio includes sarees, lehengas, men's ethnic wear, children's ethnic wear, and fashion apparel.

With a strong omni-channel presence across Telangana, Andhra Pradesh, Karnataka, Tamil Nadu, Puducherry, and other key markets, the Company follows a cluster-based expansion strategy, establishing stores in prominent commercial locations to maximise customer reach and market penetration. Operating through a COCO model, all stores are directly managed by the Company, enabling greater control over merchandising, service quality, store operations and customer engagement. This approach ensures a consistent brand experience, enhances operational efficiencies and strengthens customer trust across the retail network.

SSKL's growth is supported by a strong focus on innovation, merchandising excellence, and technology-led operations, including an in-house ERP platform that enhances operational efficiency, inventory management, and customer experience.

Vision

To be the destination of choice for every family seeking affordable, high-quality ethnic wear, offering a wide range that celebrates tradition, craftsmanship, and contemporary elegance.

Mission

Sai Silks Kalamandir aims to achieve this by

- Building a robust portfolio of strong brands.
- Developing an insight-led design and apparel team.
- Increasing customer loyalty base through quality, affordable products.
- Expanding the network of our retail outlets.

Values

Entrepreneurship with a purpose

Be unwilling to accept 'it cannot be done' as an answer. Take initiative to push limits. Use resources consciously, chase goals aggressively, be frugal, and pursue passion for business excellence.

Innovation and execution

Constantly strive to challenge conventional views and drive innovation with new ideas, apply a futuristic outlook and perspectives gained from the youth. Maximise impact by delivering best quality, affordable price, digital platform experience, and newer technologies.

Customer-centricity

Recognise that our customers are the reason for our existence. Be obsessive about delighting customers and all stakeholders. Go to infinite lengths to deliver the best customer experience.

Collaboration

Build a highly capable and committed team to grow businesses which deliver highest value by fostering a meaningful relationship with all stakeholders by practicing highest standards of business ethics, humility and governance.

Sai Silks at a glance

Key facts

81
No. of stores

24
Cities presence

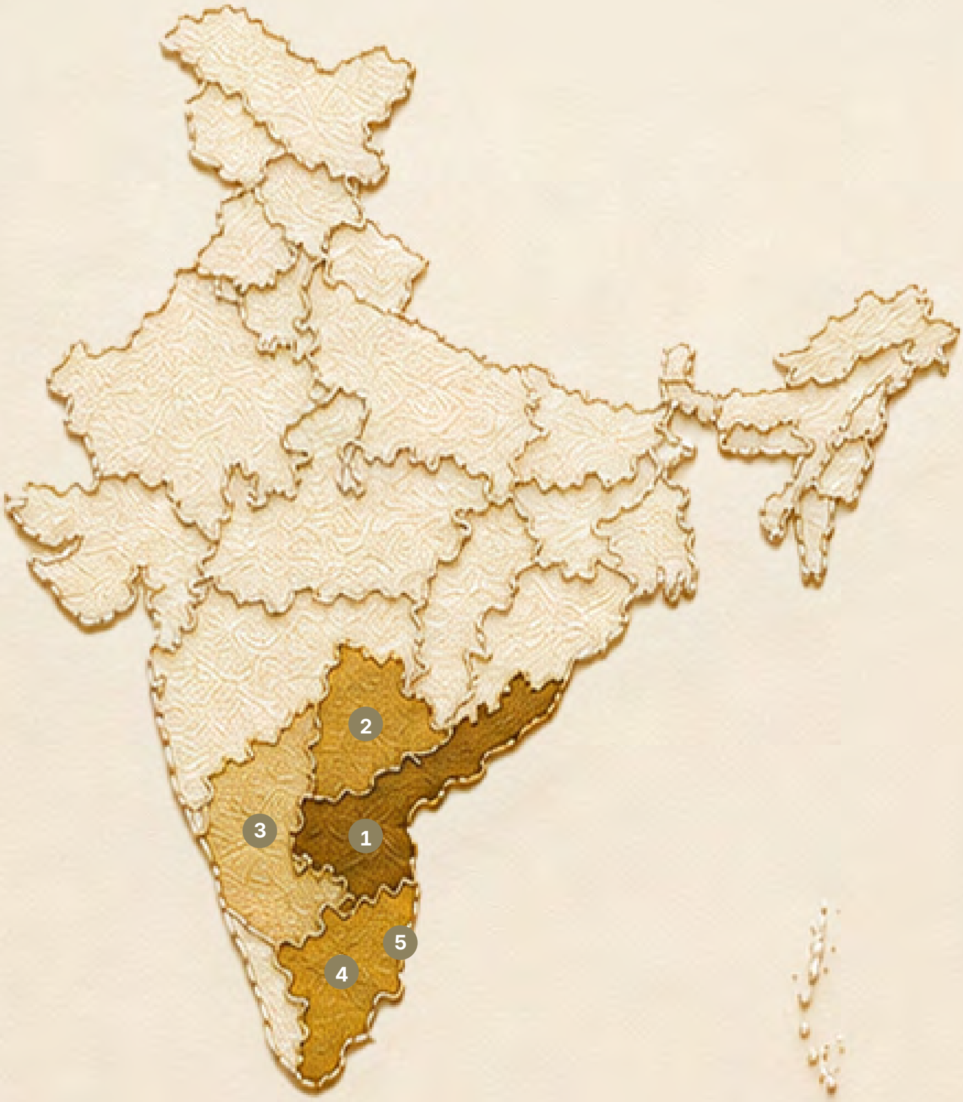
₹ 204 mn
Average revenue per store

0.87 Cr
No. of customers

7,84,853 sq. ft.
Net retail combined store area

Presence

From a single store in Hyderabad, SSKL has built a strong retail footprint across key markets in South India through a cluster-based expansion strategy. With stores spanning Telangana, Andhra Pradesh, Karnataka, Tamil Nadu, and Puducherry, the Company has established a widespread presence in prominent commercial locations. Supported by a growing omni-channel platform, SSKL continues to strengthen customer accessibility, enhance brand visibility, and deepen market penetration across the region.



1 Andhra Pradesh	2 Telangana	3 Karnataka	4 Tamil Nadu	5 Puducherry
Kakinada	Hyderabad	Bengaluru	Chennai	
Vijayawada	Khammam	Tumakuru	Kanchipuram	
Visakhapatnam			Coimbatore	
Rajahmundry			Salem	
Tadepalligudem			Hosur	
Nellore			Trichy	
Guntur			Madurai	
Bhimavaram				

Note: Map not to scale

Value proposition

Weaving the fabric of sustainable growth

SSKL's value proposition is anchored in its strong brand equity, diversified retail portfolio, extensive regional presence, and deep understanding of consumer preferences in the ethnic fashion market. Supported by a scalable business model, robust sourcing capabilities, technology-enabled operations, and a disciplined growth strategy, the Company is well positioned to capitalise on the growing demand for ethnic apparel while creating sustainable long-term value for all stakeholders.

Leading Ethnic Fashion Retailer

One of South India's largest saree-focused retail chains with a strong legacy and trusted brand presence across the ethnic apparel segment.

Diversified Multi-Brand Portfolio

Well-positioned brands catering to premium, mid-market, and value-conscious consumers across diverse occasions and price points.

Strong Presence in a Resilient Category

Focused on ethnic wear, a category driven by weddings, festivals, and cultural occasions, supporting consistent long-term demand.

Extensive Retail Footprint

A network of 81 stores across South India, supported by a cluster-based expansion strategy that enhances market penetration and operational efficiencies.

Deep Customer Connect

A loyal customer base built on quality, value, product variety, and a differentiated shopping experience across formats.

Integrated Sourcing and Merchandising Expertise

Strong relationships with weavers, artisans, and suppliers, enabling exclusive product offerings and efficient inventory management.

Experienced Leadership Team

Promoter-led organisation with deep industry expertise and a demonstrated ability to identify market opportunities and drive sustainable growth.

Omni-Channel Growth Platform

Expanding digital capabilities and omni-channel presence to complement physical retail and enhance customer convenience.

Technology-Enabled Operations

Advanced in-house ERP platforms and technology-driven processes underpin efficient operations, inventory optimisation and scalable growth, supported by continuous investments in digital capabilities and system enhancements.

Proven Growth Track Record

A history of successfully launching and scaling multiple retail formats while maintaining a disciplined approach to expansion.

Brand portfolio

Serving diverse customer segments through distinct brands

SSKL's diversified brand portfolio enables the Company to serve a broad spectrum of customers across income segments, occasions, and fashion preferences.

Each brand is uniquely positioned to address specific market needs, ranging from premium bridal and occasion wear to value fashion and affordable ethnic apparel. Together, these brands strengthen SSKL's market presence, expand customer reach, and reinforce its position as one of South India's leading ethnic fashion retailers.

Kalamandir

Kalamandir, launched in 2005, laid the foundation for Sai Silks Kalamandir Limited's growth in organised ethnic fashion retail. Catering to middle- and higher middle-income customers, the brand is known for its quality, value, and customer-centric approach.

With a strong presence across Telangana, Andhra Pradesh, and Karnataka, Kalamandir offers an extensive range of sarees, bridal silks, dress materials, and ethnic apparel rooted in India's rich textile heritage.

Stores	Geographies served	Distribution
10 small/ medium/ large stores	Andhra Pradesh, Telangana and Karnataka	EBO & Online

Brand portfolio

Mandir

Mandir, launched in 2011, was introduced to cater to the growing demand for premium and high-end ethnic fashion among urban consumers.

Positioned as a destination for exclusive sarees and designer ethnic wear, the brand offers a curated collection of sarees, lehengas, dress materials, and occasion wear crafted in collaboration with skilled weavers and artisans.

With a focus on craftsmanship, exclusivity, and timeless elegance, Mandir serves discerning customers through its select presence in Hyderabad.

Stores	Geographies served	Distribution
3 small format stores	Telangana	EBO & Online

Vara Mahalakshmi

Kanchipuram Varamahalakshmi Silks (VML), was launched in 2012 to bring the authenticity and grandeur of traditional Kanchipuram silk sarees closer to customers.

Positioned as a value-driven retail format, the brand offers an extensive range of bridal, festive, and occasion wear sarees, including Kanchipuram, Banaras, Dharmavaram, Uppada, Arani, and Handloom weaves. Known for its distinctive temple-inspired store design and immersive shopping experience, VML has grown into one of the Company's most successful brands across South India.

Stores	Geographies served	Distribution
38 small/ medium/ large stores	Telangana, Andhra Pradesh, Karnataka, Tamil Nadu and Puducherry	EBO & Online

KLM Ethnic Fashion Mall

KLM Fashion Mall, launched in 2017, was created as a value-fashion destination catering to middle- and lower-middle-income consumers.

Offering a wide range of apparel for men, women, and children across ethnic, western, casual, and occasion wear categories, the brand combines affordability with contemporary fashion trends.

Stores	Geographies served	Distribution
19 large format stores	Andhra Pradesh, Telangana and Karnataka	MBO & Online

Valli

VALLI, launched in 2025, is SSKL's newest retail format focused on making traditional ethnic wear more accessible and affordable.

The brand offers entry-level silk sarees and a wide range of products across value-oriented loom categories, catering to price-conscious customers while preserving the elegance and heritage of Indian textiles.

Stores	Geographies served	Distribution
11 small format stores	Andhra Pradesh and Telangana	EBO & Online

Woven in heritage

Each saree we create is more than an ensemble—it is a reflection of India's enduring craftsmanship and cultural depth. From intricate handlooms to opulent bridal silks, our collections celebrate the richness of traditional weaving and the timeless elegance of heritage-inspired design.

MD's message

From heritage to leadership

> "Our journey reflects not only the opportunities inherent in India's ethnic wear sector but also the resilience of a business model built on trust and disciplined execution.

Dear Shareholders,

Two decades ago, I began this entrepreneurial journey with a simple belief—that the saree, deeply rooted in India's cultural heritage, would remain timeless across generations. To me, it has always been more than a garment; it represents tradition, emotion, craftsmanship, and identity.

What started as a single saree store has evolved into one of South India's leading ethnic wear retailers, catering to the diverse needs of the modern Indian family. While our scale has grown significantly, our purpose remains unchanged: celebrating India's textile heritage while delivering quality, trust, and value to every customer.

As we commemorate this milestone year, I am grateful to our customers, employees, shareholders, and weaving partners whose trust and support have shaped our journey. Together, we have built an institution that continues to grow alongside the aspirations of Indian families.

Transforming a fragmented market

When we began our journey, India's ethnic wear market was largely unorganised and fragmented. Customers often faced inconsistencies in quality, pricing, and shopping experiences. We recognised an opportunity to bring structure, transparency, and professionalism to the sector by offering standardised pricing, trusted quality, extensive product choices, and superior service.

Over the years, our ability to execute this vision consistently has enabled us to strengthen our position in the market while building enduring customer relationships. Our journey reflects not only the opportunities inherent in India's ethnic wear sector but also the resilience of a business model built on trust and disciplined execution.

Delivering resilient performance

FY 2025–26 was another year of strong and profitable growth for SSKL. Revenue from operations increased by 13.11% to ₹1,653.67 crore from ₹1,462.01 crore in the previous year, reflecting sustained demand and continued market relevance.

Gross profit grew by 13.88% to ₹695.66 crore, while gross margins improved to 42.07% from 41.78% in the previous year. EBITDA increased by 23.13% to ₹260.59 crore, demonstrating the effectiveness of our operating model and disciplined cost management. Profit after tax grew by a robust 65.03% to ₹140.92 crore, underscoring our continued focus on profitable growth and value creation.

Building an institution for scale

Our investments in merchandising, inventory management, finance, marketing, supply chain, and operational excellence have enabled us to build a scalable organisation that delivers consistent experiences across locations and formats. These capabilities have allowed us to grow with discipline while preserving the values and culture that define our organisation.

Today, we operate 81 company-owned, company-operated stores spanning nearly 7,84,853 sq. ft. of net retail space, compared to 7,16,088 sq. ft. in FY2025. This footprint represents more than physical expansion—it reflects the trust earned from customers and the strength of our execution capabilities.

Creating exceptional customer experiences

At SSKL, customers remain at the centre of every decision we make. Their evolving preferences shape our product assortments, designs, pricing strategies, store environments, and service standards.

Through continuous analysis of customer insights and store-level performance, we curate offerings that resonate with local tastes while maintaining broad appeal. We strive to create differentiated experiences through personalised service, thoughtfully designed store environments, and warm hospitality that reflects India's cultural ethos.

Expanding with discipline

Our cluster-led expansion strategy remains a key driver of growth, enabling us to strengthen our presence in existing markets before entering adjacent geographies. This approach enhances brand visibility, improves operational efficiencies, deepens customer relationships, and maximises market potential. As we pursue future opportunities, we will continue to expand with discipline, supported by robust execution, prudent capital allocation, and a focus on sustainable long-term value creation.

Embracing technology and innovation

We continue to leverage technology, analytics, and digital capabilities to enhance demand forecasting, optimise inventory productivity, strengthen merchandising decisions, and improve operational responsiveness. These investments enable us to remain agile in an increasingly dynamic retail environment while delivering greater value to customers and stakeholders.

Strengthening future readiness

As we look ahead, our focus remains on strengthening our business through our PQRS strategy—Pricing, Quality, Range, and Service. By diversifying our portfolio, broadening our customer base, and staying aligned with evolving consumer preferences, we are building a resilient and future-ready organisation capable of delivering sustainable growth throughout the year. At the same time, we remain deeply committed to the weaving communities that form the backbone of our value chain, fostering long-term partnerships and supporting sustainable livelihoods while preserving India's rich textile heritage for future generations.

Looking ahead

As we look ahead, we do so with confidence in our strategy and clarity of purpose. The foundations we have built over the past 20 years—trusted brands, enduring customer relationships, strong partnerships with weaving communities, scalable systems, and a dedicated team—position us well to capitalise on emerging opportunities and navigate an evolving retail landscape. While much has changed since our first store opened its doors, our core values remain unchanged: integrity, customer centricity, operational excellence, and strong commitment to quality.

As we celebrate this milestone year, we remain focused on scaling with discipline, embracing innovation, and creating sustainable value for all stakeholders. I extend my heartfelt gratitude to our customers, employees, weaving partners, shareholders, and business associates whose trust and support have been integral to our journey. Together, we look forward to building on our legacy and shaping the next chapter of SSKL's growth story.

Regards,

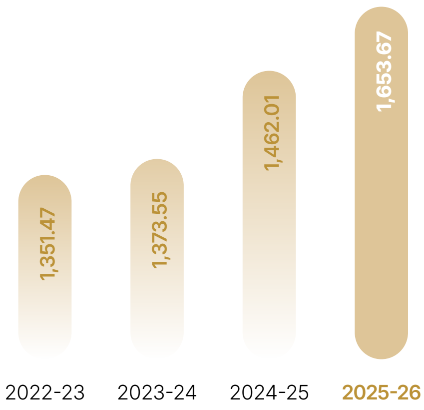
Nagakanaka Durga Prasad Chalavadi
Managing Director

Key performance indicators

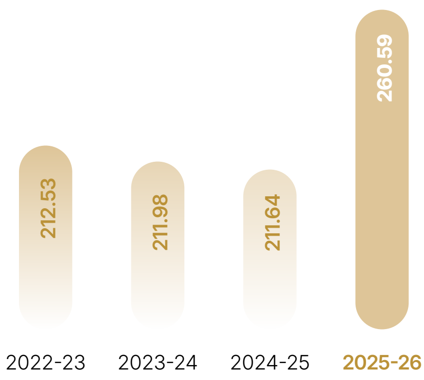
Driving sustainable value creation

SSKL's financial performance reflects the strength of its business model and disciplined execution. Despite operating in a dynamic market environment, the Company maintained its focus on operational efficiency, cost optimization, and sustainable growth, resulting in improved earnings and enhanced financial performance. This underscores SSKL's ability to create long-term value while reinforcing the resilience of its growth strategy.

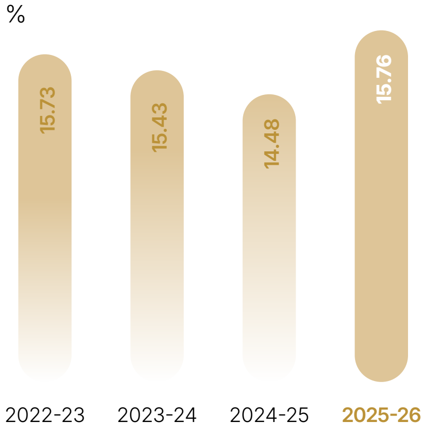
Revenue from Operations
₹ in Crore



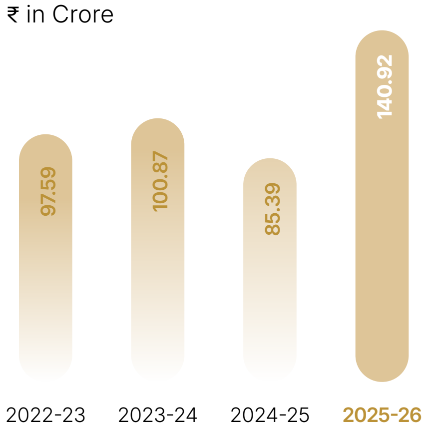
EBITDA
₹ in Crore



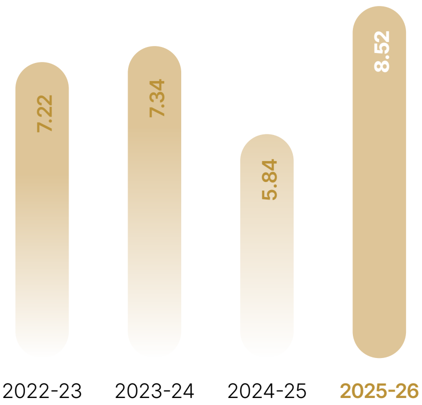
EBITDA Margin
%



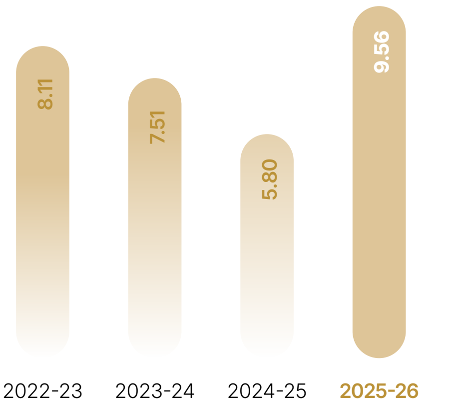
PAT
₹ in Crore



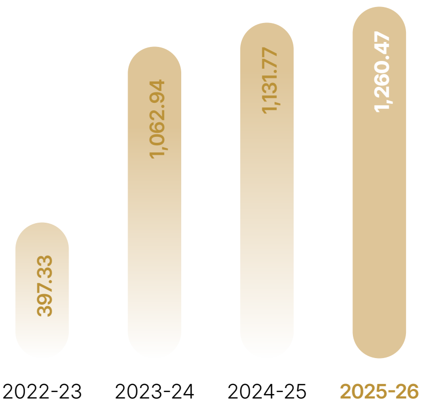
PAT Margin
%



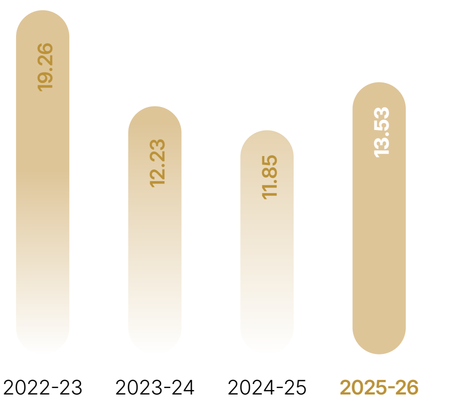
EPS
₹



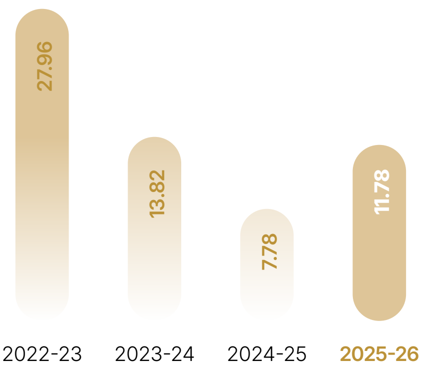
Net Worth
₹ in Crore



Return on Capital Employed (ROCE)
%



Return on Equity (ROE)
%



Crafted for celebration

Our collections are designed for life's most meaningful moments. Whether it is weddings, festivals, or personal milestones, every piece blends artistry with elegance, bringing together vibrant designs, refined textures, and a sense of occasion that resonates across generations.

Cluster-based expansion approach

Expanding reach through strategic clusters

SSKL has built a strong retail presence across South India through a disciplined cluster-based expansion strategy. By establishing stores in high-potential markets and strategically expanding within adjacent geographies, the Company has enhanced brand visibility, improved operational efficiency, and strengthened customer engagement.

As of March 31, 2026, SSKL operates 81 stores across Telangana, Andhra Pradesh, Karnataka, Tamil Nadu, and Puducherry, serving a diverse customer base through its portfolio of retail formats.

The cluster-based model enables the Company to effectively target customer segments and demographics, optimise store management, improve inventory movement through efficient stock rotation, and create cross-selling opportunities across brands. This approach has supported sustainable growth while enhancing market penetration and operational scalability across the region.

Benefits

Targeted Market Reach
Enables focused engagement with specific customer segments and regional preferences.

Operational Efficiency
Simplifies store management, oversight, and execution across locations.

Optimised Inventory
Facilitates faster stock movement and efficient inventory balancing between stores.

Cross-Selling Opportunities
Enhances customer engagement through multiple brands catering to diverse needs.

Stronger Brand Presence
Increases visibility, accessibility, and market penetration in key regions.

Scalable Growth Model
Leverages shared infrastructure and resources, supporting cost-efficient expansion and improved profitability.

State-wise operating metrics

States	# of Stores	Aggregate area (sq. ft.)	Year ended 31st March, 2026 Revenue (₹ Crore)	% of Revenue
Telangana	29	2,81,258	500.08	30.24%
Andhra Pradesh	24	2,28,477	474.46	28.69%
Karnataka	13	1,49,559	286.75	17.34%
Tamil Nadu	14	1,14,867	370.93	22.43%
Puducherry	1	10,692	21.45	1.30%
Total	**81**	**7,84,853**	**1,653.67**	**100.00%**

Digital presence

Connecting customers across every touchpoint

SSKL continues to strengthen its omnichannel capabilities by integrating its extensive retail network with a growing digital presence. Through dedicated brand websites, social media platforms, live commerce initiatives, and customer-centric digital services, the Company provides a convenient and engaging shopping experience across online and offline touchpoints.

Its digital ecosystem enables customers to browse products, participate in live shopping sessions, schedule virtual consultations, and complete purchases through secure and seamless payment options. Supported by regular website enhancements and active social media engagement, SSKL serves customers across 25 states and 6 Union Territories, extending the reach of its brands beyond its physical store network.

The Company's omnichannel strategy enhances customer accessibility, strengthens brand engagement, and supports sustainable growth by meeting evolving consumer preferences in an increasingly digital retail environment.

Key omnichannel enablers

- Dedicated e-commerce platforms across key brands
- Live commerce and video-based customer engagement
- Virtual shopping assistance and appointment-based consultations
- Seamless checkout and secure payment options
- Continuous website and social media optimisation

Metrics

7,570
Daily website visits across the Company's e-commerce platforms

₹ 5,673
Average order value

1.25 million
Facebook followers

815.2 thousand
Instagram followers

408 thousand
YouTube subscribers

In-store experience

Delivering experiences beyond products

At SSKL, retail is about creating memorable experiences, not just transactions. The Company's stores are thoughtfully designed to combine aesthetics, comfort, and functionality, offering customers an immersive shopping environment that reflects the richness of Indian ethnic fashion. Distinctive store façades, thematic interiors, curated visual displays, and intuitive layouts enhance the overall shopping journey while reinforcing each brand's unique identity.

Complementing the store environment is a team of trained sales associates who provide personalised assistance and insights, helping customers make informed choices.

This customer-centric approach transforms every store visit into a unique experience, fostering stronger customer relationships, encouraging word-of-mouth referrals, and driving higher customer engagement and repeat purchases.

Experience-Led Differentiators

Trained sales associates delivering personalised service

Distinctive store designs and brand-specific themes

Attractive visual merchandising and curated displays

Optimised layouts for seamless customer movement

Engaging and memorable shopping experiences

Strong customer loyalty and repeat visitation through superior service and ambiance

Integrated design-to-delivery process

Driving efficiency through an integrated value chain

SSKL follows a structured, technology-enabled process that seamlessly integrates product design, sourcing, inventory management, and retail fulfilment. The process begins with demand forecasting and trend analysis, leveraging customer insights, sales data, and market intelligence to develop season-relevant product assortments. These designs are then sourced through a strong network of weavers, artisans, and vendors, ensuring quality, exclusivity, and timely procurement.

Products are managed through strategically located warehouses and tracked using barcode-enabled systems, providing real-time visibility across the supply chain. An integrated ERP platform supports inventory planning, stock movement, and operational coordination across stores and channels. Advanced analytics and AI-driven insights further enhance demand planning, inventory optimisation, and store-level decision-making, enabling efficient fulfilment and a seamless customer experience.

Process Flow

Design & Planning → Vendor Management & Procurement → Warehousing & Storage → Retail Coverage & Fulfilment Planning → Customer Delivery

Key enablers

- Demand forecasting and trend-led merchandise planning
- Network of 4,000+ weavers, artisans, and vendors
- Barcode-enabled inventory tracking
- 220,360 sq. ft. warehousing infrastructure
- Integrated ERP-driven supply chain management
- AI/ML-powered inventory and store analytics
- Efficient fulfilment across retail and digital channels

Designed for today's woman

We blend tradition with contemporary sensibilities to create sarees that speak to the evolving aspirations of modern women. Our designs balance heritage aesthetics with comfort, versatility, and style, making them relevant for both everyday elegance and special occasions.

Key facts about saree

The timeless legacy of the saree

For over five millennia, the saree has remained an enduring symbol of India's cultural heritage, craftsmanship, and evolving fashion sensibilities. Worn across generations and regions, it represents far more than a garment—it is a canvas of artistry, tradition, and personal expression. From intricate handwoven masterpieces to contemporary interpretations, the saree continues to connect artisans, communities, and consumers while retaining its relevance in a modern world.

One garment, Thousands of Stories
The saree is one of the world's oldest surviving garments, with a history spanning more than 5,000 years.

A truly pan-Indian fashion icon
Every region has its signature weave—from Kanchipuram and Banaras to Dharmavaram, Uppada, Kota, and Paithani.

Supporting artisan communities
India's saree and handloom ecosystem supports millions of weavers, artisans, dyers, embroiderers, and textile workers.

More than 100 draping styles
Across India, sarees are worn in over 100 documented styles, reflecting the country's rich cultural diversity.

At the heart of every celebration
Weddings, festivals, and family celebrations continue to make ethnic wear one of India's most enduring fashion categories.

A blend of art and craftsmanship
Many handcrafted sarees can take weeks or even months to create, depending on the complexity of the weave and design.

Fashion that endures
Unlike fast fashion, premium sarees are often treasured, preserved, and passed down across generations.

Tradition meets innovation
Today's sarees blend heritage craftsmanship with contemporary designs, making them relevant for both traditional and modern lifestyles.

Business model

Creating value across the retail chain

Our Inputs

Financial
Investments in stores, technology, and supply chain strengthen our reach and customer experience.

Knowhow and Intellectual Capital
Our expertise in consumer trends, product design, and merchandising drives differentiation.

Relationships
Strong partnerships with suppliers and meaningful customer connections fuel growth.

Natural Resources
We responsibly source materials and manage resources sustainably.

Capabilities
Robust omnichannel operations and logistics ensure efficient delivery.

People
A skilled, customer-focused team drives our success and future growth.

Our Process

Insight
Market & consumer trend identification

Design
Product design & assortment planning

Source
Vendor & artisan sourcing ecosystem

Plan
Forecast-driven inventory planning

Manage
Warehousing & distribution management

Sell
Omnichannel retail execution (stores + digital)

Serve
Customer engagement & service experience

Value Accelerators

Technology Systems

- ERP-enabled end-to-end integration
- AI/ML-driven demand forecasting
- Barcode-based inventory tracking
- Digital commerce platforms

People & Organisation

- Skilled retail teams
- Leadership capability development
- Performance-driven culture
- Customer-first mindset

Governance & Risk Management

- Board oversight and strategic guidance
- Internal controls and compliance systems
- Risk management framework
- Ethical business practices

Outcomes

13.11%
Sales growth

42.07% growth
Operating profit

13.53%
ROCE

₹ 21,070
Sales per sq. ft.

0.87 Crore
Customers

1,629
Lives impacted through CSR activities

Operating landscape

Leveraging structural growth drivers

Expanding ethnic wear opportunity

India's ethnic wear market is projected to grow from USD 22.8 billion in 2026 to USD 32.7 billion by 2032, driven by consumers seeking a blend of traditional aesthetics and contemporary fashion. Ethnic wear is increasingly becoming part of everyday wardrobes, extending demand beyond festive and wedding occasions.

The 365-day wedding economy

India's wedding industry, valued at approximately USD 130 billion, has evolved into a year-round consumption driver. With nearly 10 million weddings annually and celebrations spread across the calendar, demand for ethnic apparel continues to remain strong throughout the year.

Shift towards organised retail

Organised retail is expected to reach USD 230 billion by 2030, supported by rising disposable incomes, increasing digital adoption, and improved access to credit. As consumers increasingly prefer trusted brands, quality assurance, and superior shopping experiences, organised retailers are well positioned to capture market share.

Source: (https://www.vyansaintelligence.com/industry-report/india-ethnic-wear-market-analysis)

Women driving demand

Women, who account for nearly 49% of India's population, remain the largest consumer segment for ethnic wear. Rising workforce participation, higher disposable incomes, and evolving fashion preferences continue to support long-term category growth.

How SSKL responded

- Expanded its multi-brand portfolio across occasions, customer segments, and price points
- Refreshed product offerings to combine traditional craftsmanship with contemporary trends
- Strengthened organised retail presence through strategic store expansion
- Enhanced omnichannel capabilities to deliver seamless shopping experiences
- Leveraged year-round wedding demand with a comprehensive festive and bridal portfolio
- Catered to evolving consumer preferences through a diverse ethnic wear assortment

Stakeholder engagement

Partnering for progress and long-term value

EMPLOYEES

Essential in driving innovation and productivity, which will enhance our growth and success

EXPECTATION

- Growth opportunities
- Open and engaging workplace
- Training and development programmes
- Non-discrimination and equal employment opportunities
- Work-life balance
- Diversity and Inclusion

MODE OF ENGAGEMENT

- Encourage open communication
- Conduct regular safety training
- Training, webinars and workshops
- Feedback sessions
- Employee Surveys
- Recognition programmes

VALUE CREATED

- Skill development and enhancement in line with changing market demands
- Ensuring competitive remuneration and equal employment opportunities

CUSTOMERS

Important for ensuring business continuity as customer satisfaction and loyalty improves revenue generation capabilities and enhances brand reputation

EXPECTATION

- Unique and Innovative Product Design
- Superior customer experience
- Affordable prices
- Convenience

MODE OF ENGAGEMENT

- Online and offline stores

VALUE CREATED

- Providing unique and innovative product design
- Competitive pricing
- Superior customer experience

INVESTORS AND SHAREHOLDERS

Provide necessary capital for business expansion, innovation and operation

EXPECTATION

- Continued operational growth and financial sustainability
- Transparent and ethical code of conduct
- Return on investments
- Deepening existing presence
- Returns to shareholders

MODE OF ENGAGEMENT

- Investor presentations and quarterly earnings calls
- Corporate website
- Investor meets
- Stock Exchange intimations
- Annual General Meeting and Annual Report
- Shareholder grievance redressal mechanism

VALUE CREATED

- Optimum utilisation of funds for growth and expansion
- Maintaining profitability
- Cost management & efficiency

Meaningful stakeholder engagement is integral to our approach, helping us anticipate changing expectations, identify emerging risks, and make well-informed decisions. Through continuous dialogue and collaboration, we strengthen relationships, promote transparency, and create long-term value for all stakeholders.

SUPPLIERS AND BUSINESS PARTNERS

Integral to the value chain, enabling us to deliver high-quality products while ensuring efficiency and sustainability

EXPECTATION

- Responsible procurement practices
- Supporting and promoting long-term relationship
- Timely payment of dues
- Fair revenue distribution

MODE OF ENGAGEMENT

- Feedbacks via call
- Constant guidance on designing and innovation

VALUE CREATED

- Build and maintain mutually beneficial relationships

COMMUNITY

Vital for maintaining social license to operate, fostering goodwill, promoting corporate social responsibility, and contributing to economic development

EXPECTATION

- Social and economic development
- Promotion of sustainable livelihood opportunities
- Driving various initiatives related to healthcare and quality education
- Job creation and income generation

MODE OF ENGAGEMENT

- Scholarships for students
- Donations for healthcare
- Supporting child welfare and disabled people

VALUE CREATED

- Creating positive impact on society
- Employment generation
- Building lasting relationships with local stakeholders

GOVERNMENT AGENCIES, REGULATORY BODIES AND LOCAL AUTHORITIES

The government agencies and regulatory bodies provide requisite registrations essential to conduct the businesses smoothly

EXPECTATION

- Compliance with rules and regulations
- Timely reporting through various compliance-based forms

MODE OF ENGAGEMENT

- Reports
- Results
- Forms and formats
- Audits conducted periodically/monthly/quarterly/annually and on need basis

VALUE CREATED

- Timely tax payment
- High compliances with regulations
- Support government initiatives

Strategic focus areas

Building a stronger, smarter SSKL

Our growth agenda is anchored in a focused set of strategic priorities aimed at enhancing market leadership, expanding customer reach, and creating sustainable value. By combining operational excellence, digital innovation, customer-centricity, and brand strength, we are positioning SSKL for long-term success in India's evolving retail landscape.

Expanding our presence across growth markets

We are focused on broadening our reach across high-potential markets by deepening our presence in existing regions and entering new geographies. Through a calibrated store expansion strategy spanning metros, emerging urban centres, and aspirational markets, we aim to bring our offerings closer to a wider and more diverse customer base.

Leveraging digital innovation for operational excellence

Technology remains a key enabler of our growth ambitions. We continue to invest in intelligent digital solutions that enhance agility, improve visibility across the value chain, and strengthen execution. Advanced analytics, automation, and integrated platforms support more efficient planning, inventory management, and supply chain operations.

Delivering superior value through the PQRS promise

Our commitment to Price, Quality, Range, and Service (PQRS) guides every aspect of our merchandise strategy. By curating products that combine affordability with contemporary design and trusted quality, we strive to offer compelling value while addressing the evolving preferences of our customers.

Deepening customer relationships through data-led engagement

We are enhancing customer engagement through advanced relationship management capabilities that enable personalised interactions, targeted outreach, and meaningful loyalty initiatives. By harnessing customer insights, we aim to create more relevant experiences and strengthen long-term brand affinity.

Strengthening our position as a national retail brand

We continue to build a strong and distinctive brand identity that resonates across regions, cultures, and customer segments. Through impactful marketing, localised engagement, and consistent brand experiences, we seek to reinforce our standing as a preferred destination for ethnic and value fashion across India.

Curated with purpose

Every product at SSKL is thoughtfully curated through deep understanding of customer preferences, regional tastes, and emerging trends. Backed by strong design intelligence and sourcing capabilities, our collections ensure quality, relevance, and value across diverse customer segments.

People

Fostering a culture of excellence

Building a future-ready organisation starts with empowering our people. At SSKL, we are committed to fostering a workplace where employees feel valued, supported, and inspired to perform at their best. Through a strong focus on safety, inclusion, employee development, and well-being, we continue to strengthen our talent pool and build the capabilities required to drive sustainable growth and long-term success.

6,315
No. of employees

60:40
Male: female ratio

Employee engagement

We believe engaged employees are key to organisational success. Through continuous feedback, recognition programmes, effective communication, and learning initiatives, we foster a collaborative and motivating work environment that strengthens employee commitment and performance.

Human rights

Respect for human rights is embedded in our values and business practices. We uphold fair labour standards, ethical employment practices, and equal treatment across our operations, ensuring dignity, respect, and opportunity for all.

Employee well-being and safety

The safety and well-being of our workforce remain paramount. We maintain a safe and healthy workplace through preventive measures, awareness programmes, and robust safety practices, while also supporting the physical of our employees through a culture of care and responsibility.

Diversity and Inclusion

We are committed to cultivating an inclusive workplace that values diverse perspectives, promotes equal opportunities, and encourages every individual to contribute meaningfully. By fostering a culture of respect and belonging, we create an environment where our people can thrive and grow.

Corporate social responsibility

Touching lives, transforming futures

Guided by our purpose of contributing to inclusive and sustainable development, we undertake initiatives that address some of society's most pressing needs. Our efforts focus on expanding access to opportunities, preserving cultural heritage, and improving the well-being of underserved communities.

1,629
Lives Impacted

₹ 2.78 Crore
Dedicated to CSR Initiatives

Education, Skill development and Cultural preservation

Supported 702 meritorious and economically disadvantaged students through scholarships and educational assistance provided by the K.C. Pullaiah Foundation, enabling greater access to quality education.

Facilitated a Women Skill Development and Livelihood Empowerment Programme that trained 50 women in sewing, embroidery and jute bag making, promoting employability, income generation and economic self-reliance.

Extended educational and holistic development support to approximately 500 students from underprivileged communities through 20 learning centres, fostering academic excellence alongside values such as ethics, discipline and social responsibility.

Supported the "Super 60" educational training programme, benefiting 120 students through competitive examination coaching, career guidance, personality development and life skills training.

Implemented a Youth Employment Programme benefiting 30 students, equipping them with Information Technology, communication and workplace skills to improve job readiness.

Enabled 127 girls from Telangana to acquire essential computer and digital literacy skills through the "She Learns" initiative, enhancing their employability and long-term socio-economic prospects.

Contributed to the preservation of India's handloom and textile heritage through initiatives focused on documenting traditional weaving practices, natural dyeing techniques and indigenous craft knowledge, while strengthening engagement across the handloom ecosystem.

Conducted vocational training programmes in tailoring, jute bag stitching and maggam work for 30 participants, supporting livelihood creation, self-employment opportunities and sustainable income generation.

Governance

Guided by integrity and trust

At SSKL, corporate governance is a foundational element of our management philosophy. Guided by principles of decentralisation, empowerment, and merit-based decision-making, our governance approach is designed to support long-term value creation and enhance shareholder outcomes. We remain committed to conducting business with the highest standards of ethics, integrity, and sustainability—extending beyond regulatory compliance to reflect our responsibility toward society and all stakeholders.

56 years
Median director age

05 years
Average tenure of Independent Directors

100%
Average attendance rate in board meeting

Governance framework

Our governance framework goes beyond statutory requirements, serving as the backbone of our organisational culture and performance. It reinforces our core values of integrity, customer focus, collaboration, innovation, and excellence, while enabling a disciplined and transparent approach to decision-making across the organisation.

Open dialogue and responsive engagement

We view open communication and meaningful stakeholder engagement as fundamental to sustaining trust and long-term value creation. Our governance framework promotes clear, timely, and reliable disclosure, ensuring that investors, regulators, employees, customers, and business partners remain well informed. Through structured engagement channels, we actively listen to stakeholder perspectives, address evolving expectations, and incorporate valuable insights into our decision-making processes. This commitment to openness, accountability, and responsiveness strengthens confidence in our organisation and supports our ability to create shared value across all stakeholder groups.

Role of the Board of Directors

Our Board of Directors plays a pivotal role in guiding the Company's strategic direction and ensuring effective oversight of performance and governance practices. It reviews and approves key initiatives, provides guidance on financial and business priorities, and monitors progress against long-term objectives. Comprising experienced and diverse professionals, the Board brings together a wide range of expertise that strengthens oversight and supports informed decision-making for sustainable growth.

Ethical conduct and regulatory discipline

Integrity forms the foundation of the way we operate. We are committed to conducting business responsibly, upholding high ethical standards, and creating sustainable value for our stakeholders. Our policies and controls are designed to prevent and detect unethical practices, including bribery, fraud, conflicts of interest, misappropriation of assets, and abuse of authority. We maintain a strong culture of compliance, ensuring adherence to applicable laws, regulations, and industry standards. Through robust governance mechanisms and a steadfast commitment to transparency and accountability, we reinforce trust and support responsible business growth.

Board experience

11-20 years	43%
20-30 years	14%
> 30 years	43%

Board age profile

30-60 years	86%
61-75 years	14%

Board diversity

Male	86%
Female	14%

Board committees

The Committees constituted by the Board play an important role in the governance, focus on specific areas, and make informed decisions within the delegated authority.

- A Audit Committee
- N Nomination and Remuneration Committee
- S Stakeholders Relationship Committee
- C Corporate Social Responsibility (CSR) Committee
- R Risk Management Committee

Board of Directors

Leading strategic growth

Mr. Ravindra Vikram Mamidipudi

Chairman & Independent Director

EXPERIENCE AND EXPERTISE

45 years of experience in the finance sector

PAST ORGANISATIONS

Partner, M. Anandam & Co., Chartered Accountants

QUALIFICATION

Fellow Member, Institute of Chartered Accountants of India (ICAI)

COMMITTEE

Chairperson A C

Member N R

Mr. Nagakanaka Durga Prasad Chalavadi

Managing Director

EXPERIENCE AND EXPERTISE

20+ years of experience in retail business

Responsible for overall management, finance, internal controls, and security systems at SSKL Returns to shareholders

QUALIFICATION

MBA, Institute of Management Education, Pune

Post Graduate Diploma in Computer Applications, Institute of Computer Software Sciences

Bachelor of Commerce, Nagarjuna University

COMMITTEE

Chairperson R

Member S C

A Audit Committee

N Nomination and Remuneration Committee

S Stakeholders Relationship Committee

Mr. Kalyan Srinivas Annam

Whole Time Director

EXPERIENCE AND EXPERTISE

19 years of experience in retail business

Responsible for projects, strategic planning, brand building, and business development

QUALIFICATION

Post Graduate Diploma in Business Management, Institute of Marketing & Management

Bachelor's Degree in Law, Nagarjuna University

COMMITTEE

Member S C R

Mr. Doodeswara Kanaka Durgarao Chalavadi

Whole Time Director

EXPERIENCE AND EXPERTISE

15 years in retail business

Responsible for procurement & marketing activities

QUALIFICATION

Master's degree in computing from Griffith University

Bachelor's degree in commerce from Nagarjuna University

COMMITTEE

Member R

C Corporate Social Responsibility (CSR) Committee

R Risk Management Committee

Board of Directors

Mr. Kunisetty Venkata Ramakrishna

Independent Director

EXPERIENCE AND EXPERTISE

31 years in private equity/venture fund management

PAST ORGANISATIONS

Kotak Investment Advisors Ltd., ICICI Venture Funds Management Company Ltd., Carlyle India Advisors Private Ltd

QUALIFICATION

Post graduate diploma in management from IIM, Bangalore

Bachelor of ,technology degree in computer sciences and engineering from NIT, Warangal

COMMITTEE

Chairperson N

Member A

Mr. Pramod Kasat

Independent Director

EXPERIENCE AND EXPERTISE

33 years of experience in Investment Banking

PAST ORGANISATIONS

Credit Suisse, IndusInd Bank, Citi Bank in senior roles

QUALIFICATION

Master's degree in management studies from University of Bombay

Bachelor's degree of engineering from the BITS, Pilani

COMMITTEE

Member A N

A Audit Committee

N Nomination and Remuneration Committee

S Stakeholders Relationship Committee

Ms. Sridevi Dasari

Independent Director

EXPERIENCE AND EXPERTISE

15 years of experience in secretarial and regulatory compliances of listed entities, investor relations, FEMA matters, legal affairs, corporate restructuring and governance related matters

QUALIFICATION

ACS from Institute of Company Secretaries of India (ICSI)

MBA (dual specialisation- Marketing major and HR minor) from Nagarjuna University, Vijayawada

B. Com from Nagarjuna University, Vijayawada

COMMITTEE

Chairperson S

Member A N

Mr. Bharadwaj Rachamadugu

Chief Executive Officer (CEO)

EXPERIENCE AND EXPERTISE

Business leader with over 11 years of experience across the retail, finance and textile sectors

Expertise in business operations, strategic planning, merchandising, supply chain management and investor relations

Played a key role in the successful IPO and listing of the Company, leading investor engagement initiatives

QUALIFICATION

Bachelor's degree in computer science and engineering from SRM University

Master's degree in business administration from the University of Massachusetts, Lowell, USA

C Corporate Social Responsibility (CSR) Committee

R Risk Management Committee

Awards and recognitions

Celebrating milestones of excellence

South Powerlist 100

South India Business Awards awarded to Prasad Chalavadi (September 4, 2025)

Retail Icon Award

Authentic Silk Sarees Brand received by SSKL, conferred by VML in association with The Times of India (September 2025)

Retail Achiever Award

Received by SSKL at the Pride of Telangana Awards

Leading Ethnic Fashion Retail Group

awarded to SSKL at the Retail Icon Awards, organised by The Times of India

Business Leader in Retail Fashion Industry

Recognised at the ET Excellence Telangana 2025 Awards, organised by The Times of India

Corporate Information

CIN: L52190TG2008PLC059968

Board of Directors

Mr. Ravindra Vikram Mamidipudi
Chairman &Independent Director

Mr. Nagakanaka Durga Prasad Chalavadi
Managing Director

Mr. Pramod Kasat
Independent Director

Mr. Venkata Ramakrishna Kunisetty
Independent Director

Ms. Sridevi Dasari
Independent Director
(Appointed as Additional Director w.e.f May 12, 2026)

Mr. Kalyan Srinivas Annam
Whole Time Director

Mr. Doodeswara Kanaka Durgarao Chalavadi
Whole Time Director

Mr. Bharadwaj Rachamadugu
Chief Executive Officer (CEO)
Appointed w.e.f May 12, 2026

Mr. Venkata Lakshmi Narasimha Sarma Konduri
Chief Financial Officer (CFO)

Mr. Matte Koti Bhaskara Teja
Company Secretary & Compliance officer

Registered office:

6-3-790/8, Flat No-1,
Bathina Apartments, Ameerpet,
Hyderabad, Telangana 500016
Ph: 040 29333666,
E-Mail: info@sskl.co.in
Website: www.sskl.co.in

Statutory Auditors

M/s Sagar & Associates
Chartered Accountants
6-3-244/5, Sarada Devi Street, Prem Nagar,
Hyderabad, Telangana 500 004,

Internal Auditors

M/s. SARC Associates
49-28-13, Madhura Nagar
Visakhapatnam, Andhra Pradesh 530016.

Secretarial Auditors

M/s. P S Rao & Associates
6-3-347-22/2, Flat-10, 4th Floor, Ishwarya Nilayam,
Dwarakapuri Colony, Punjagutta,
Hyderabad, Telangana 500082.

Bankers

Canara Bank
ICICI Bank Ltd
Yes Bank Ltd

Listed on BSE and NSE Limited

Audit Committee	Stakeholders' Relationship Committee
Mr. Ravindra Vikram Mamidipudi – Chairman Mr. Venkata Ramakrishna Kunisetty – Member Mr. Pramod Kasat – Member Ms. Sridevi Dasari – Member (Appointed w.e.f 12.05.2026)	Ms. Sridevi Dasari – Chairperson (Appointed w.e.f 12.05.2026) Mr. Nagakanaka Durga Prasad Chalavadi – Member Mr. Kalyan Srinivas Annam – Member

Nomination & Remuneration Committee	Corporate Social Responsibility Committee
Mr. Venkata Ramakrishna Kunisetty – Chairman Mr. Pramod Kasat – Member Mr. Ravindra Vikram Mamidipudi – Member Ms. Sridevi Dasari – Member (Appointed w.e.f 12.05.2026)	Mr. Ravindra Vikram Mamidipudi – Chairman Mr. Nagakanaka Durga Prasad Chalavadi – Member Mr. Kalyan Srinivas Annam – Member

Risk Management Committee	Executive Management & IPO Committee
Mr. Nagakanaka Durga Prasad Chalavadi – Chairman Mr. Kalyan Srinivas Annam – Member Mr. Doodeswara Kanaka Durgarao Chalavadi – Member Mr. Ravindra Vikram Mamidipudi – Member Mr. Venkata Lakshmi Narasimha Sarma Konduri – Member	Mr. Nagakanaka Durga Prasad Chalavadi – Chairman Mr. Kalyan Srinivas Annam – Member Mr. Doodeswara Kanaka Durgarao Chalavadi – Member

Notice

Notice is hereby given that the 18th Annual General Meeting of the members of Sai Silks (Kalamandir) Limited will be held on Monday, August 10, 2026 at 11:30 A.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the following items of business:

ORDINARY BUSINESS:

1. To receive, consider, and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2026 along with the Notes thereon and the Reports of the Board of Directors and the Auditors thereon.

2. To declare final dividend @ ₹1.50/- per Equity Share of ₹2/- each for the Financial Year ended March 31, 2026.

3. To appoint a director in place of Mr. Doodeswara Kanaka Durgarao Chalavadi (DIN: 02689280) who retires by rotation and being eligible offers himself for reappointment.

SPECIAL BUSINESS:

4. Reappointment of Statutory Auditors of the Company.

To consider and if, thought fit, to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation(s) of the Audit Committee and of the Board of Directors, M/s. Sagar & Associates, Chartered Accountants (Firm Registration No. 003510S), be and is hereby re-appointed to the office of Statutory Auditors of the Company for a second term of five consecutive years, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 23rd Annual General Meeting of the Company, at a remuneration of ₹30,00,000 (Rupees Thirty Lakhs Only) per annum (plus applicable taxes).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient to give effect to this resolution."

5. Appointment of Mr. Bharadwaj Rachamadugu as Chief Executive Officer (CEO) of the Company

To consider and, if thought fit, to pass the following resolution, as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on Related Party Transactions, Nomination and Remuneration Policy, the appointment of Mr. Bharadwaj Rachamadugu, a related party within the meaning of Section 2(76) of the Companies Act, 2013, being the son-in-law of the Managing Director of the Company, to the office of Chief Executive Officer (CEO) of the Company, a Key Managerial Personnel under Section 2(51) read with Section 203 of the Companies Act, 2013, by the Board of Directors on the recommendation of Nomination and Remuneration Committee and Audit Committee, with effect from May 12, 2026, at a remuneration of ₹5,00,000 (Rupees Five Lakhs only) per month, be and is hereby approved."

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to alter, vary, revise or modify the terms and conditions of appointment and remuneration payable to Mr. Bharadwaj Rachamadugu, from time to time, within the limits permissible under applicable law and in accordance with the policies of the Company."

RESOLVED FURTHER THAT Mr. Kalyan Srinivas Annam, Whole-time Director, and/or any Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things, and to execute all such documents, filings, forms and writings as may be deemed necessary, proper or expedient to give effect to this resolution."

6. Appointment of Ms. Sridevi Dasari (DIN: 07512095) as an Independent Director of the company.

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Section 152, 160 and all other applicable provisions contained under the Companies Act, 2013 ("Act"), Ms. Sridevi Dasari (DIN: 07512095), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 12.05.2026 and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of the said Act and the Articles of Association of the Company and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing her candidature to the office of Director of the Company, and as recommended by the Nomination and Remuneration Committee, be and is hereby appointed to the office of Director of the Company."

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Act, as amended from time to time, the appointment of Ms. Sridevi Dasari (DIN 07512095) to the office of Independent Director, who meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing 12.05.2026, as recommended by the Nomination and Remuneration Committee, be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolutions.

7. Payment of commission to Non-Executive Independent Directors

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

RE SOLVED THAT, pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any of the Companies Act, 2013 and the rules made thereunder and Regulations 17(6) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (including any statutory amendment(s) or modification(s) thereto or re-enactment(s) for the time being in force), and in terms of the recommendation by the Nomination and Remuneration Committee and approval of the Board of Directors at their respective meetings held on July 15, 2026, the consent of members of the Company be and is hereby accorded, for payment of Commission to Non-Executive Independent Directors of the Company to be decided and approved by the board of directors from time to time within a maximum limit of 0.5 % of the net profits of the Company per annum from the financial year 2026-27 and thereupon.

RESOLVED FURTHER THAT the above remuneration shall be paid in addition to sitting fees payable to the Non-Executive Independent Director(s) for attending the meetings of the Board or Committees thereof as may be decided by the Board as per the provisions of Section 197 of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board
For Sai Silks (Kalamandir) Limited

Sd/-
Matte Koti Bhaskara Teja
Company Secretary& Compliance Officer

Place: Hyderabad
Date: July 15, 2026

1. Pursuant to the General circulars Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General circulars Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 in relation to "Clarification on holding of Annual General Meeting ('AGM') through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") the Company is convening the 18th AGM through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. Further, the Securities and Exchange Board of India ('SEBI'), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024 ('SEBI Circulars') and other applicable circulars issued in this regard, has provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). In compliance with the provisions of the Companies Act, 2013 ('the Act'), the Listing Regulations and MCA Circulars, the 18th AGM of the Company is being held through VC/OAVM on Monday, August 10, 2026 at 11:30 A.M. IST. The deemed venue for the AGM will be the Registered Office of the Company.

2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her

behalf and the proxy need not be a member of the Company. Since this AGM is being proposed to be held pursuant to the said MCA Circulars through VC / OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and the Attendance Slip are not attached to this Notice.

3. As per the provisions of clause 3.A. II. of the General Circular No. 20/2020 dated May 5, 2020, issued by the MCA, the Special Business as appearing at Item No. 4 to 7 of the accompanying Notice is considered to be unavoidable by the Board and hence form part of this Notice.

4. The statement pursuant to section 102 of the Act setting out material facts concerning the business at item no. 4 to 7 form part of the notice. Additional information pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('Secretarial Standard') is annexed herewith.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) 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 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 agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system during the AGM will be provided by CDSL.

6. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

7. Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/ mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form.

8. In case of voting by joint holders, voting by such joint holder who is higher in the order of the names as per the Register of Members of the Company, as of the cut-off date, will be reckoned for the purpose of this Meeting.

9. Members may note that the Board, at its meeting held on 12th May, 2026, has recommended a final dividend of ₹ 1.50/- per share. The record date for the purpose of final dividend is fixed as August 03, 2026. The final dividend, once declared by the members in the ensuing AGM, will be paid subject to Tax Deduction at Source (TDS) on or before September 09, 2026, as under:

   a. To all the Beneficial Owners as on the end of the day on Monday, August 03, 2026 as per the list of beneficial owners to be furnished by the Depositories in respect of the shares held in electronic form; and

   b. To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition request lodged with the Company as of the close of business hours on Monday, August 03, 2026.

   With effect from April 1, 2024, Dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made upon Folio being KYC compliant i.e. the PAN, choice of nomination, contact details including mobile no., bank account details and specimen signature are registered with the RTA/Company. [SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024]

   Communication in this regard shall be sent to all physical holders whose folios are not KYC compliant at the latest available address/email-id, as and when need arises. Members are once again requested to update their KYC details by submitting the Investor Service Request (ISR) Forms, viz. ISR-1, ISR-2, ISR-3/SH-13, as applicable, duly complete and signed by the registered holder(s) to the Company's RTA, on or before Saturday, August 01, 2026 so that the KYC details can be updated in the folios before the cut-off date of Saturday, August 01, 2026. ISR Forms can be accessed from our RTA website at www.bigshareonline.com.

Note: To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC and Nomination.

10. TDS Related Information

Members may note that as per the Income Tax Act, 1961, dividend income is taxable in the hands of the Members and the Company is required to deduct tax at source (TDS) from the dividend paid to the Members at the rates prescribed in the Income Tax Act, 1961. In order to enable the Company to determine the appropriate TDS rate as applicable, Members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961 and Rules thereunder.

i. For Resident Members:

Tax at source shall be deducted under Section 194 of the Income Tax Act, 1961 at 10% on the amount of dividend declared and paid by the Company during financial year 2026-27, subject to PAN details registered/ updated by the Member. If PAN is not registered/ updated in the demat account/ folio as on the cut-off date, TDS would be deducted @20% as per Section 206AA of the Income Tax Act, 1961.

No tax at source is required to be deducted, if aggregate dividend paid or likely to be paid during the financial year to individual member does not exceed ₹ 10,000 (Rupees Ten Thousand only).

In case of individual shareholders, who are mandatorily required to have their PAN Aadhaar linked and have not done so, their PAN would be considered as inoperative. Such inoperative PANs would be considered as invalid and a higher TDS rate as per Section 206AA of the Income Tax Act, 1961 would be applied. The Company will rely on the reports downloaded from the reporting portal of the income tax department for checking the validity of PANs / inoperative PANs under Section 206AA of the Income Tax Act, 1961. Further, in cases where the Member provides Form 15G (applicable to any person other than a Company or a Firm) / Form 15H (applicable to an Individual above the age of 60 years), provided that the eligibility conditions are being met, no TDS shall be deducted, subject to the PAN of the Member not having an 'In operative' status as per provisions of Section 139AA of the Income Tax Act, 1961.

Further, in case PAN of any Member falls under the category of 'In-operative', the Company shall deduct TDS @ 20% as per Section 139AA read with Section 206AA of the Income Tax Act 1961.

Further, in case of resident member having Order under Section 197 of the Income Tax Act, 1961, TDS will be deducted at the rate mentioned in the Order; provided the Member submits copy of the Order obtained from the income-tax authorities.

ii. For Non-resident Members

Tax at source shall be deducted under Section 195 of the Income Tax Act, 1961 at the applicable rates. As per the relevant provisions of the Income Tax Act, 1961, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to Non-resident Members.

Further, in case of Foreign Institutional Investors and Foreign Portfolio Investors, tax shall be deducted at source @ 20% (plus applicable surcharge and cess) under Section 196D of the Income Tax Act, 1961.

In case of Non-resident Member having Order under Section 197 of the Income Tax Act, 1961, TDS will be deducted at the rate mentioned in the Order; provided the member submits copy of the order obtained from the income tax authorities.

As per Section 90 of the Income Tax Act, 1961, Non-resident Members may be entitled to avail lower TDS rate as per Double Taxation Avoidance Agreement (DTAA or Tax Treaty). To avail the Tax Treaty benefits, the Non-resident Member will have to provide the following:

- Self-attested copy of Tax Residency Certificate (TRC) obtained from the tax of the country of which the Non-resident Member is a resident.
- Electronically generated Form 10-F.
- Self-attested copy of the Permanent Account Number (PAN Card) allotted by the Indian income-tax authorities, if any.
- Self-declaration certifying the following points:
  a. Member is and will continue to remain a tax resident of the country of its residence during the financial year 2026-27;

b. Member is eligible to claim the beneficial DTAA rate for the purposes of tax withholding on dividend declared by the Company;

c. Member has no reason to believe that its claim for the benefits of the DTAA is impaired in any manner;

d. Member is the ultimate beneficial owner of its shareholding in the Company and Dividend receivable from the Company; and

e. Member does not have a taxable presence or a permanent establishment in India during financial year 2026-27.

iii. For all Members:

In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided / to be provided by the Member(s), such Member(s) will be responsible to indemnify the Company and also provide the Company with all information / documents and co-operation in any proceedings.

Members holding shares under multiple accounts under different status / category and single PAN, may note that, higher of the tax as applicable to the status in which shares are held under a PAN will be considered on their entire holding in different accounts.

In case of any discrepancy in documents submitted by the Member, the Company will deduct tax at higher rate as applicable, without any further communication in this regard.

In case of joint Members, the member named first in the Register of Member is required to furnish the requisite documents for claiming any applicable beneficial tax rate.

iv. The Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/ withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by the Non-resident Member.

v. In order to enable the Company to determine the appropriate TDS/ withholding tax rate applicable, Members are requested to provide the aforesaid details and documents on or before Saturday, August 01, 2026 at info@bigshareonline.com. No communication on the tax determination/ deduction shall be entertained post Saturday, August 01, 2026. Members may note that in case the tax on said dividend is deducted at a higher rate due to non-receipt of the aforementioned details/ documents, there would still be an option available to the Member to file the return of income and claim an appropriate refund, if eligible.

vi. In accordance with the provisions of the Income Tax Act 1961, TDS certificates can be made available to the Members at their registered email ID after filing of the quarterly TDS Returns of the Company, post payment of the said Dividend.

vii. The Company will send a separate email communication informing the Members regarding the relevant procedure to be adopted by the Members to avail the applicable tax rate as per the Income Tax Act, 1961.

11. As on March 31, 2026 all the shares of the company are in dematerialized form, please contact your depository participant and kindly give suitable instructions to update your bank details in your demat account and to notify any changes with respect to your addresses, email id, ECS mandate etc.

12. In case you are holding Company's shares in physical form, please inform Company's RTA viz. M/s. Bigshare Services Private Limited 306, Right Wing, 3rd Floor, Amrutha Ville, Opp. Yashoda Hospital, Raj Bhavan Rd, Somajiguda, Hyderabad, Telangana 500082, and update your bank account details by enclosing a photocopy of blank cancelled cheque of your bank account.

13. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's RTA's at www.bigshareonline.com. It may be noted that any service request can be processed only after the folio is KYC Compliant.

Notice

14. **SEBI HAS MANDATED SUBMISSION OF PAN BY EVERY PARTICIPANT IN THE SECURITIES MARKET. MEMBERS HOLDING SHARES IN ELECTRONIC FORM ARE, THEREFORE, REQUESTED TO SUBMIT THEIR PAN DETAILS TO THEIR DEPOSITORY PARTICIPANTS. MEMBERS HOLDING SHARES IN PHYSICAL FORM ARE REQUESTED TO SUBMIT THEIR PAN DETAILS TO THE COMPANY'S RTA.**

15. As per Regulation 40 of the Listing Regulations, as amended from time to time, securities of listed companies can be transferred only in dematerialized form with effect from April 01, 2019. Even the transmission or transposition of securities held in physical if any or dematerialised form shall be effected only in dematerialised form with effect from January, 24, 2022.

16. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company's RTA, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

17. Institutional Members/Corporate Members (i.e., other than individuals, HUFs, NRIs, etc.,) are required to send a scanned copy (PDF/JPG format) of their respective Board or governing body Resolution, Authorization, etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting. The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail to vikasacs1999@gmail.com with a copy marked to secretarial@sskl.co.in. Institutional Members/ Corporate Members can also upload their Board Resolution/Power of Attorney/ Authority Letter, by clicking on "Upload Board Resolution/Authority letter", etc., displayed under 'e-Voting' tab in their Login.

18. Only registered Members of the Company may attend and vote at the AGM through VC/OAVM facility.

19. 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 as on Monday, August 03, 2026 (cut-off date) will be entitled to vote during the AGM.

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

21. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the members in respect of shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the Registrar and Transfer Agent ('RTA') at www.bigshareonline.com. Members are requested to submit the said details to their DPs in case the shares are held by them in dematerialized form and to the Company's RTA in case the shares are held by them in physical form, quoting their folio number.

22. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA / Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at https://smartodr.in/login.

23. Transfer of Unclaimed/Unpaid amounts to the Investor Education and Protection Fund (IEPF):

    Members are requested to note that dividends not encashed or remaining unclaimed for a period of 7 (seven) years from the date of transfer to the Company's Unpaid Dividend Account, are liable to be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Further, pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules') as amended from time to time, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs. In view of this, Members are requested to claim their dividend from the Company, within the stipulated timeline.

24. Members seeking any information or clarification on the financial statement are requested to send their queries to the Company, in writing, at least one week before the date of the meeting. The same will be replied by the Company suitably.

25. Pursuant to the directions/notifications of Securities and Exchange Board of India (SEBI) and Depositories,

the demat account holders can operate their accounts if they had already provided Income Tax Permanent Account Number either at the time of opening of the account or at any time subsequently. In case they have not furnished the Income Tax Permanent Account Number to the Depository Participants, such demat account holders are requested to contact their DPs with a photocopy of the PAN Card (with original PAN Card for verification), so that the frozen demat accounts would be available for operation and further consequences of non-compliance with the aforesaid directives would be obviated. SEBI, vide Circular ref.no. MRD/DOP/CIR-05/2009 dated May 20, 2009 made it mandatory to have PAN particulars for registration of physical share transfer requests. Based on the directive contained in the said circular, all share transfer requests are therefore to be accompanied with PAN details.

26. Members may also note that the Notice of the 18th Annual General Meeting is available on the Company's website: www.sskl.co.in. All documents referred to in the accompanying Notice shall be open for inspection by the Members by writing an e-mail to the Company at secretarial@sskl.co.in.

27. In compliance with the aforesaid MCA Circulars and SEBI Circular dated October 7, 2023, Notice of the AGM along with Annual Report 2025-26 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company / Depository Participants. Members may note that the Notice and the Annual Report 2025-26 will also be available on the Company's website at www.sskl.co.in, on the website of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of CDSL www.evotingindia.com.

28. To support 'Green Initiative', members who have not registered their email addresses are requested to register the same with the Company's Registrar and Share Transfer Agent/ their Depository Participants in respect of shares held in physical/electronic mode, respectively.

29. In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2025-26 they may send a request from the registered e-mail address to the Company's e-mail address at secretarial@sskl.co.in mentioning their Folio no./ DP ID and Client ID.

30. Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to members whose e-mail address is not registered with Company/ Depository Participant providing the exact web-link of Company's website from where the Annual Report for financial year 2025-26 can be accessed.

31. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holding should be verified from time to time.

32. Non-Resident Indian Members are requested to inform the Company's RTA immediately of:

    a. Change in their residential status on return to India for permanent settlement.

    b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

33. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to the Notice.

34. Retirement of Director by rotation: Mr. Doodeswara Kanaka Durgarao Chalavadi, Whole Time Director of the Company, retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for reappointment. The Board of directors recommends his reappointment.

35. The Company has appointed Mr. Vikas Sirohiya, Practicing Company Secretary (M. No. 15116 and C.P No. 5246) to act as the Scrutinizer to conduct and scrutinize the voting process in a fair and transparent manner. The cut-off date for e-voting has been fixed as Monday, August 03, 2026.

E-Voting System – For e-voting and Joining Virtual meetings.

1. 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.

2. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.sskl.co.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and 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.

   (i) The voting period (remote voting) begins on Friday, August 07, 2026 at 09:00 A.M. and ends on Sunday, August 09, 2026 at 05.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Monday, August 03, 2026 may cast their vote electronically. The Remote e-voting module shall be disabled by CDSL for voting thereafter. However, the e-voting module shall be enabled for voting by the members during the AGM which shall continue till 15 minutes upon conclusion of the Meeting.

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

   (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.

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

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

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

   Pursuant to abovesaid SEBI Circular, Login method for e-Voting 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.

Type of shareholders	Login Method
	3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	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.

(v) 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.

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

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

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

(ix) Click on the EVSN for the relevant Sai Silks (Kalamandir) Limited on which you choose to vote.

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

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

(xii) 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.

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

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

(xv) 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.

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

(xvii) 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; secretarial@sskl.co.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 ARE AS UNDER:

1. The procedure for attending meeting & e-Voting during 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 **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at secretarial@sskl.co.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at secretarial@sskl.co.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 **secretarial@sskl.co.in**.
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.

General Instructions

i. The voting rights of Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Monday, August 03, 2026, the Cut-off date.

ii. The Scrutinizer, after scrutinising the votes cast during the meeting and through remote e-voting will, not later than 48 hours from the conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company, www.sskl.co.in and on the website of CDSL, www.cdslindia.com. The results shall simultaneously be communicated to BSE and NSE Limited. Subject to the receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the meeting, i.e., August 10, 2026.

iii. The voting result will be announced by the Chairman or any other person authorized by him within two days of the AGM.

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, AVP (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.

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

ITEM NO.4

Re-appointment of Statutory Auditors of the Company.

M/s. Sagar & Associates, Chartered Accountants (Firm Registration No. [003510S]) were appointed as the Statutory Auditors of the Company for a period of five consecutive years at the AGM of the Company held on November 30, 2021, who shall hold the office as such until the conclusion of the ensuing AGM.

Based on the recommendation of the Audit Committee, the Board of Directors of the Company, at its meeting held on July 15, 2026, has in turn recommended and proposed the re-appointment of M/s. Sagar & Associates, Chartered Accountants, as the Statutory Auditors of the Company for a second term of five consecutive years, to hold office from the conclusion of the ensuing AGM until the conclusion of the 23rd AGM of the Company.

M/s. Sagar & Associates, Chartered Accountants (Firm Registration No. 003510S), established in 1989, is a reputed firm of Chartered Accountants with over 35 years of experience in audit, assurance, taxation and advisory services. The firm is empanelled with the RBI and C&AG and has extensive experience in conducting statutory audits of listed companies, banks, public sector undertakings and other corporate entities. The firm has a team of about 10 experienced partners and qualified professionals and has expertise in statutory audits, internal audits, tax audits and risk advisory services.

The Audit Committee and the Board while considering the afore stated credentials have also taken into account various parameters including firm's experience, audit approach, sector knowledge, independence, and performance during the current tenure, and have recommended their re-appointment at a remuneration of Rs.30,00,000 (Rupees Thirty Lakhs only) per annum (plus applicable taxes).

M/s. Sagar & Associates has confirmed that:

- it is eligible for re-appointment in terms of the provisions of Section 141 of the Companies Act, 2013;
- it is not disqualified from continuing as Statutory Auditors of the Company; and
- the proposed re-appointment is in compliance with the provisions of Section 139 of the Companies Act, 2013 and applicable rules, including those relating to audit firm rotation.

Pursuant to the provisions of Section 139 of the Companies Act, 2013, any such proposal requires the approval of members in their AGM. Hence, the Board recommends the Ordinary Resolution set out at Item No. 4 in the Notice for approval by the members.

None of the Directors, Key Managerial Personnel or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 in the Notice hereto.

ITEM NO.5

Appointment of Mr. Bharadwaj Rachamadugu as Chief Executive Officer (CEO) of the Company

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and the Audit Committee, at its meeting held on May 12, 2026, appointed Mr. Bharadwaj Rachamadugu as Chief Executive Officer (CEO) of the Company with effect from May 12, 2026, at a remuneration of ₹ 5,00,000 (Rupees Five Lakhs only) per month subject to approval of the members.

Mr. Bharadwaj Rachamadugu is presently serving as Senior Vice President of the Company and has been associated with the Company for over 8 years. He is a seasoned business leader with more than 11 years of experience across retail, finance, and textile sector. He possesses strong expertise in business operations, strategic planning, merchandising, supply chain management, sales growth, investor relations, and organizational leadership.

A key highlight of his tenure has been his leadership role in the Company's Initial Public Offering (IPO), wherein he played a central role in driving the end-to-end IPO process, including coordination with investment bankers, institutional investors, analysts, and advisors. He continues to oversee the Company's investor relations function and engagement with stakeholders while ensuring high standards of governance and transparency.

Mr. Bharadwaj Rachamadugu holds a degree in Computer Science Engineering and an MBA in Finance from the University of Massachusetts, USA. He has also been instrumental in strengthening the Company's retail operations, e-commerce vertical, digital transformation initiatives, marketing strategy, and operational efficiencies across geographies.

The Board believes that his leadership capabilities, deep understanding of the Company's business model, strategic vision, and long-standing association with the Company will further strengthen the Company's leadership and support its future growth plans.

Members may note that Mr. Bharadwaj Rachamadugu is son in law of Mr. Nagakanaka Durga Prasad Chalavadi (DIN 01929166), Managing Director of the Company, and thus qualifies as a related party under the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, the proposed appointment along with remuneration constitutes an appointment to an office or place of profit under Section 188 of the Companies Act, 2013.

The proposed remuneration is commensurate with his qualifications, experience, responsibilities, and the size and operations of the Company.

Pursuant to the provisions of Section 188 of the Act read with Rule 15(3) of Companies (Meetings of Board and its Powers) Rules, 2014, any such appointment needs to be approved by the members in their General Meeting. Hence, the Board recommends the ordinary Resolution set out at Item No. 5 of the Notice for approval of the Members.

Except Mr. Bharadwaj Rachamadugu and Mr. Nagakanaka Durga Prasad Chalavadi, Managing Director of the Company, and their relatives, none of the Directors, Key Managerial Personnel, or their relatives is concerned or interested, financially or otherwise, in the resolution.

ITEM NO.6

Appointment of Ms. Sridevi Dasari (DIN: 07512095) as an Independent Director of the Company.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, appointed Ms. Sridevi Dasari (DIN: 07512095) as an Additional Director in the category of Non-Executive Independent Woman Director of the Company with effect from May 12, 2026, pursuant to the provisions of Section 161 of the Companies Act, 2013 ("the Act") and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR").

In terms of Section 161 of the Act, Ms. Sridevi Dasari shall hold office up to the date of this Annual General Meeting or for a period of 3 months, whichever is earlier. Further, she is eligible for appointment as an Independent Director of the Company. The Company has received a notice in writing under Section 160 of the Act proposing her candidature for the office of Director of the Company.

Ms. Sridevi Dasari is an Associate Member of the Institute of Company Secretaries of India (ICSI) and holds an MBA and Bachelor of Commerce degree from Nagarjuna University, Vijayawada. She possesses over 15 years of rich experience in corporate secretarial, legal, compliance, investor relations and corporate governance matters.

She is currently serving as Group Company Secretary and Legal Head of CCL Products (India) Limited and has extensive experience in handling secretarial and regulatory compliances of listed entities, investor relations, FEMA matters, legal affairs, corporate restructuring and governance related matters. She has also played key roles in establishment of SEZ and Export Oriented Units and has handled various strategic and compliance functions across organizations.

Ms. Sridevi Dasari has previously served as an Independent Director on the Boards of listed companies including Tierra Agrotech Limited and Grandeur Products Limited. She is also presently serving as Independent Director of Manoj Vaibhav Gems N Jewellers Limited.

The Board is of the opinion that Ms. Sridevi Dasari possesses integrity, expertise, experience and proficiency required for the position of Independent Director of the Company. Considering her extensive experience and knowledge in corporate laws, governance, legal and regulatory matters, the Board considers that her association would be beneficial and in the best interests of the Company.

The Company has received from Ms. Sridevi Dasari:

- Consent to act as Director in Form DIR-2;
- Declaration that she is not disqualified from being appointed as Director under Section 164 of the Act;
- Declaration confirming that she meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI LODR;
- Confirmation that she is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other authority.

In the opinion of the Board, Ms. Sridevi Dasari fulfills the conditions specified in the Companies Act and SEBI LODR for appointment as an Independent Director and is independent of the management.

Pursuant to the provisions of Section 160 of the Act, any such proposal needs to be approved by the members in their General Meeting. Hence, the Board recommends the Special Resolution set out at item No. 6 of the Notice for approval of the Members.

Except Ms. Sridevi Dasari, none of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution.

ITEM NO.7

As per the provisions of Sections 197, 198 and other applicable provisions, if any of the Companies Act, 2013 read with rules made thereunder and Regulation 17(6) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and taking into account the roles and responsibilities of the Non-Executive Independent Directors, it is proposed that the commission be paid, to the Non-Executive Independent Directors of the Company, from the financial year 2026-27 and thereupon as decided and approved by the board of directors from time to time. It is pertinent to note that the Non-Executive Independent Directors of the Company bring with them significant professional expertise and rich experience across a wide spectrum of functional areas such as strategic leadership and management experience, industry and sector experience / knowledge, financial and governance. The Non-Executive Independent Directors attend the meetings of the Board of Directors and the Committees of which he/ she is a part thereof thereby devoting their sufficient time and attention to its professional obligations for informed and balanced decision making. They also help in bringing independent judgement to bear on Board deliberations and assist in implementing the best corporate governance. Having regard to the above and in order to retain the rich expertise of the Non-Executive Independent Directors, the Nomination & Remuneration Committee at its meeting held on July 15, 2026, recommended payment of Commission to Non-Executive Independent Directors, to the Board. The Board of Directors at its meeting held on July 15, 2026, accorded their consent for payment of commission to Non-Executive Independent Directors.

Accordingly, approval of the Members is sought for payment of commission to the Non-Executive Independent Directors, from the financial year 2026-27 and thereupon as decided and approved by the board of directors from time to time provided that the aggregate commission payable to all such Non-Executive Directors shall not exceed 0.5% per annum of the net profits of the Company computed in accordance with Section 198 of the Companies Act, 2013. The actual amount of commission payable to each Non-Executive Independent Director for any financial year shall be determined by the Board of Directors and/or the Nomination and Remuneration Committee based on such parameters as may be considered appropriate and other relevant factors.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 07 of the Notice for approval of the Members.

Except the Non-Executive Independent Directors of the Company to whom the resolution relates, None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution.

Details of Director seeking reappointment in the Annual General meeting

(In pursuance of Secretarial Standards on General Meetings [SS-2] and Regulation 36 of the Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015)

Name of the Director	Mr. Doodeswara Kanaka Durgarao Chalavadi
Director Identification Number (DIN)	02689280
Category	Whole Time Director
Date of Appointment	July 13th, 2023
Date of Birth	03rd August, 1970
Age	55 years
Date of first appointment in the Board	01st June, 2009
Educational Qualifications	He holds a Bachelor's degree in commerce from Nagarjuna University and master's degree in computing from Griffith University, Australia.
Terms and conditions of appointment	Reappointed to the office of Whole Time Director for a period of 3 years w.e.f 01.04.2024 at a remuneration of ₹0.39 Crores per annum. Proposed for reappointment upon retirement by rotation in the ensuing AGM.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Brother of Mr. Nagakanaka Durga Prasad Chalavadi, Managing Director.
Brief Resume of the Director	He has approximately 15 years of experience in the field of retail business. He is responsible for the procurement and marketing activities of our Company.
Expertise in specific functional area	He has approximately 18 years of experience in the field of retail business
Board membership of other listed companies as on 31st March, 2026	Nil
List of Directorships held in other companies	Nil
List of Membership / Chairmanship of committees across other public companies	Nil
Membership of Committees of Sai Silks (Kalamandir) Limited	Executive Management & IPO Committee - Member Risk Management Committee – Member
Remuneration Last drawn / Proposed remuneration	Remuneration last drawn - ₹ 0.39 Cr per annum Proposed remuneration – No change from last approved limit
Number of shares held in the Company as at 31st March, 2026	Nil
Details of the Board meetings attended by the Director during the year	5/5
Listed entities from which the appointee director has resigned in the past three years	Nil

Notice

Name	Mr. Bharadwaj Rachamadugu
Director Identification Number (DIN)	07850944
Category	Chief Executive Officer
Date of Appointment	May 12, 2026
Date of Birth	April 6, 1991
Age	35 years
Date of first appointment in the Board	Not Applicable
Educational Qualifications	He holds a bachelors degree in computer science and engineering from SRM University and a masters degree in business administration from the University of Massachusetts, Lowell, USA.
Terms and conditions of appointment	Upon recommendation of Nomination and Remuneration Committee, appointed Mr. Bharadwaj Rachamadugu to the office of Chief Executive officer w.e.f May 12, 2026
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Son in law of Mr. Nagakanaka Durga Prasad Chalavadi, Managing Director.
Brief Resume of the Director	Mr. Bharadwaj Rachamadugu has been associated with the Company for over eight years and currently serves as Senior Vice President. He played a pivotal role in the successful Initial Public Offering (IPO) and listing of the Company, leading investor engagements and contributing significantly to positioning the Company's growth story in the capital markets. Post listing, he continues to lead the investor relations function and stakeholder engagement initiatives of the Company.
Expertise in specific functional area	He is a seasoned business leader with more than 11 years of experience across retail, finance, and textile sectors, with expertise in business operations, strategic planning, merchandising, supply chain management, investor relations, marketing strategy, and organizational leadership.
Board membership of other listed companies as on 31st March, 2026	Nil
List of Directorships held in other companies	1. Smartreap Private Limited 2. Taletree Designs Private Limited 3. Neurifix Technologies Private Limited
List of Membership / Chairmanship of committees across other public companies	Nil
Membership of Committees of Sai Silks (Kalamandir) Limited	Nil
Remuneration Last drawn / Proposed remuneration	Remuneration last drawn - ₹ 0.54 Cr per annum Proposed remuneration – ₹ 0.60 Cr per annum
Number of shares held in the Company as at 31st March, 2026	33,500 shares
Details of the Board meetings attended by the Director during the year	Not Applicable
Listed entities from which the appointee director has resigned in the past three years	Nil

Name	Ms. Sridevi Dasari
Director Identification Number (DIN)	07512095
Category	Non-Executive Independent Director
Date of Appointment	May 12, 2026
Date of Birth	April 11, 1982
Age	44 years
Date of first appointment in the Board	May 12, 2026
Educational Qualifications	ACS from Institute of Company Secretaries of India (ICSI) MBA (dual specialization- Marketing major and HR minor) from Nagarjuna University, Vijayawada B. Com from Nagarjuna University, Vijayawada
Terms and conditions of appointment	Upon recommendation of Nomination and Remuneration Committee, Ms. Sridevi Dasari was appointed as an Additional Director (Woman Independent Director Category) of the Company by the Board of Directors in their meeting held on May 12, 2026.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil
Brief Resume of the Director	She is currently serving as Group Company Secretary and Legal Head of CCL Products (India) Limited and has extensive experience in handling secretarial and regulatory compliances of listed entities, investor relations, FEMA matters, legal affairs, corporate restructuring and governance related matters. She has also played key roles in establishment of SEZ and Export Oriented Units and has handled various strategic and compliance functions across organizations.
Expertise in specific functional area	15 years of experience in secretarial and regulatory compliances of listed entities, investor relations, FEMA matters, legal affairs, corporate restructuring and governance related matters
Board membership of other listed companies as on 31st March, 2026	Manoj Vaibhav Gems 'N' Jewellers Limited
List of Directorships held in other companies	Daily Food Products Private Limited
List of Membership / Chairmanship of committees across other public companies	Manoj Vaibhav Gems 'N' Jewellers Limited Audit committee – Member Nomination and Remuneration Committee – Chairman Stakeholder Relationship Committee – Member Corporate Social Responsibility Committee - Member
Membership of Committees of Sai Silks (Kalamandir) Limited	Member of Audit Committee, Nomination and Remuneration Committee Chairperson of Stakeholder Relationship Committee
Remuneration Last drawn / Proposed remuneration	Not Applicable
Number of shares held in the Company as at 31st March, 2026	Nil
Details of the Board meetings attended by the Director during the year	Not Applicable
Listed entities from which the appointee director has resigned in the past three years	Nil
The skills and capabilities required for the role and the manner to meet the requirements	Professional skills and knowledge including legal, governance and regulatory aspects

Directors' Report

Dear Shareholders,

Your Board of Directors feel delighted to present the 18th Annual Report of your Company together with the Audited Accounts for the FY ended March 31, 2026.

1. FINANCIAL HIGHLIGHTS:

(₹ In Crores except EPS)

PARTICULARS	FY 2025-26	FY 2024-25
Revenue from Operations	1653.67	1462.01
EBIDTA	260.59	211.64
Finance Cost	30.90	40.28
Depreciation and Amortization expense	59.00	52.71
Profit before Taxation (PBT)	189.55	142.72
Tax Expenses	48.63	57.33
Deferred Tax	2.13	1.42
Profit after Taxation (PAT)	**140.92**	**85.39**
Earnings Per Equity Share (in ₹)	9.56	5.80
Paid up Equity Capital	30.67	30.67

Paid up capital of ₹30.67 Cr includes ₹ 1.20 cr worth shares held by SSKL Employees Trust and are treated as Treasury stock in the Balance Sheet of the Company.

2. REVIEW OF PERFORMANCE & COMPANY'S STATE OF AFFAIRS:

We feel proud and elated to reiterate that the IPO conducted by the Company during the FY 2023-24, has proved as a catalyst in positioning the Company in a different league altogether. Undoubtedly, the Company has gained visibility in the capital markets and investors fraternity, earned confidence of bankers, and has secured better commercial terms with vendors, thus ensuring long term credibility and sustainability vis a vis the stakeholders in general. The Company is almost debt-free and the interest costs are at historical low. During the year under review, the funds received by way of Issue proceeds continued to be deployed towards long term business development of the Company.

Further, if we evaluate the business performance of the Company for the FY 2025-26 when compared to earlier years, we would rate it as one of the best years in the history of the Company. The operational revenue as well as profitability were at a historical peak. The major cost heads, such as cost of purchases, finance costs and employees costs, were kept under tight vigil. Your Company reported a turnover growth of more than 13% for the FY 2025-26 when compared to that of FY 2024-25. In terms of profitability (PBT), the growth stood at 32.81%. The operational revenue stood at ₹ 1653.67 Crores and the Profit before Taxation (PBT) at ₹189.55 Crores.

We expect the trend to continue in the ensuing years and reward our stakeholders in a better manner.

During the FY 2025-26, your Company has opened the following new stores:

Sl. No.	Format	Date of Opening	Store Location
1.	Kanchipuram Varamahalakshmi Silks	June 13, 2025	Davanagere, Karnataka
2.	Kanchipuram Varamahalakshmi Silks	August 07, 2025	Tirupati, Andhra Pradesh
3.	Valli Silks	August 09, 2025	Nizampet, Hyderabad, Telangana
4.	Valli Silks	September 22, 2025	Attapur, Hyderabad, Telangana
5.	Valli Silks	September 24, 2025	Tirupati, Andhra Pradesh
6.	Valli Silks	September 29, 2025	Vijayawada, Andhra Pradesh
7	Kanchipuram Varamahalakshmi Silks	December 07, 2025	Mysore, Karnataka
8.	Valli Silks	December 11, 2025	Nellore, Andhra Pradesh
9.	Valli Silks	December 13, 2025	Kothapet, Telangana
10.	Valli Silks	December 17, 2025	Vijayanagaram, Andhra Pradesh
11.	Valli Silks	December 19, 2025	Kakinada, Andhra Pradesh

Sl. No.	Format	Date of Opening	Store Location
12.	Kanchipuram Varamahalakshmi Silks	January 12, 2026	Hosur existing store extension
13.	Kalamandir	March 09, 2026	Kanakapura, Karnataka
14.	Kanchipuram Varamahalakshmi Silks	March 14, 2026	Kakinada, Andhra Pradesh

Thus, as on March 31, 2026, the total stores tally stands (under various formats) as hereunder:

Kanchipuram Varamahalakshmi Silks	KLM Fashion Mall	Kalamandir	Mandir	Valli Silks	Total
38	19	10	3	11	81

Further, subsequent to the close of Financial Year, your Company has added another 2 new stores, i.e., under Kalamandir format, at Davanagere, Karnataka on May 22, 2026 and at R R Nagar, Bengaluru Karnataka on June 05, 2026, thus raising its tally to a total of 83 stores as on date of this Report.

All the new stores have recorded excellent performance, in terms of customers' response, sales turnover and profitability.

3. INITIAL PUBLIC OFFER (IPO) OF EQUITY SHARES

As a matter of recapitulation and as stated elsewhere in this report, during the FY 2023-24, your company successfully completed the Initial Public offering (IPO) of its equity shares aggregating 5,40,99,027 Equity shares of ₹2 /- each. This comprised of a Fresh issue of 2,70,27,027 Equity shares of ₹2 /- each aggregating ₹ 600 Crores and an Offer for sale of 2,70,72,000 Equity shares of ₹2 /- each by the Promoters and Promoters Group members aggregating ₹ 601 Crores. The Equity shares of the Company remain listed on National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).

Objects of the Offer/ allocation of net proceeds of the fresh issue in IPO (as per Prospectus):

Sl. No	Particulars	Amount in Cr
1	Capital expenditure towards setting-up of 30 new stores	125.08 (Refer Note)
2	Capital expenditure towards setting-up of two warehouses	25.40
3	Working capital requirements	280.07 (Refer Note)
4	Repayment or pre-payment, in full or part, of certain borrowings availed by our Company	50.00
5	General Corporate Purposes	85.68
	Total	566.23
6	Offer related expenses in relation to Fresh Issue	33.77
	TOTAL	**600.00**

Note :

An amount of ₹2.36 crore, originally forming part of ₹125.08 crores earmarked for "capital expenditure towards setting up of 30 stores", has been reallocated and utilised towards "working capital requirements". The said inter-head reallocation was approved by the Audit Committee and the Board of Directors at their respective meetings held on January 19, 2026.

Out of the issue proceeds of ₹ **566.23 Crores** (net of offer related expenses), the Company has utilized the funds as per the below mentioned table:

(Amount in Cr)

Sl. No	Particulars	Amount to be utilized (as per prospectus)	Amount utilized as on March 31, 2024	Aggregate amount utilized as on March 31, 2025	Aggregate amount utilized as on March 31, 2026	Un utilized Amount as on March 31, 2026
1	Capital expenditure towards setting-up of 30 new stores*	125.08 (Revised to ₹122.72 Crores as stated above)	27.56	63.96	103.81	18.91
2	Capital expenditure towards setting-up of two warehouses	25.40	0.94	1.63	4.93	20.47
3	Working capital requirements*	280.07 (Revised to ₹282.43 Crores as stated above)	115.98	186.20	282.43	0
4	Repayment or pre-payment, in full or part, of certain borrowings availed by our Company	50.00	47.12	50.00	50.00	0
5	General Corporate Purposes	85.68	70.55	82.90	85.68	0
	Total	**566.23**	**262.15**	**384.69**	**526.85**	**39.38**

IPO proceeds – Utilisation status

The utilisation of IPO proceeds as on March 31, 2026 is summarised below:

Capital expenditure towards setting-up of 30 new stores

As per the Prospectus dated September 23, 2023, the Company had proposed to utilise ₹ 125.08 crore towards setting up 30 new retail stores aggregating approximately 1,42,500 sq. ft. of retail space, comprising 24 stores under the Varamahalakshmi Silks (VML) format and 5 stores under the Kalamandir (KMR) format.

As on March 31, 2026, the Company has operationalised 25 stores (19 VML and 6 KMR/Valli format stores), as against the originally proposed 30 stores. Despite the lower number of stores, the Company has achieved a total retail footprint of **1,82,652 sq. ft.**, significantly exceeding the originally envisaged area by approximately 28%.

This outcome reflects the Company's strong execution capabilities, strategic site selection, and efficient space optimization. The Company has also benefited from favorable commercial negotiations with vendors and landlords, resulting in improved capital efficiency.

Further, an amount of ₹2.36 crore, originally allocated for capital expenditure towards setting up of 30 stores, was utilised towards working capital requirements pursuant to business requirements. The said reallocation was approved by the Audit Committee and the Board of Directors at their respective meetings held on January 19, 2026.

Through prudent cost management, standardization of store fit-outs, and leveraging economies of scale, the Company has achieved savings in capital expenditure. Consequently, an amount of ₹18.91 crore remains unutilized as on March 31, 2026. These savings, arising from disciplined capital allocation and execution efficiencies, provide additional financial flexibility to further augment the Company's retail footprint through expansion of additional square footage and establishment of new stores, without any deviation from the stated objects of the Issue.

Capital expenditure towards setting-up of two warehouses

As per the objects of the Issue, an amount of ₹25.40 crore was allocated towards setting up two warehouses.

As on March 28, 2026, the Company has utilised ₹ 3.10 crore towards construction of a warehouse at Vijayawada, Andhra Pradesh, and ₹ 1.63 crore towards development of a satellite warehouse at Salem, Tamil Nadu. Thus, an amount of ₹ 20.47 crore remains unutilised.

In this regard, the Company has identified a strategic location at Kanchipuram, Tamil Nadu, for establishing a warehouse facility. Discussions with property owners are currently underway to finalise the transaction on commercially favourable terms aligned with prevailing market conditions. There is no change in the overall objective of the Issue, and the unutilised amount is proposed to be deployed towards the intended purpose upon finalisation of the identified location.

Other Objects of the Issue

The funds allocated towards working capital requirements, repayment of borrowings, and general corporate purposes have been fully utilized as on March 31, 2026.

Approval

The utilization of IPO proceeds is reviewed periodically by the Audit Committee. The Audit Committee and the Board of Directors, at their respective meetings held on March 29, 2026, have reviewed and approved the status of utilization, including the proposed deployment of the unutilized amount aggregating to ₹39.38 crore (₹ 18.91 crore towards store expansion and ₹20.47 crore towards warehousing facilities) till September 30, 2026.

Deviation / Variation in Utilisation of Funds

In terms of Regulation 32 of the SEBI (LODR) Regulations, 2015, the Company confirms that there is no deviation in the utilisation of IPO proceeds from the objects stated in the Prospectus.

Further, variation to the extent of inter-head reallocation of ₹2.36 Crores and extension of time for deployment of unutilised IPO funds, have been approved by the Audit Committee and also by the Board and have been explained elsewhere in this Report.

Further, revision in number of stores established vis-à-vis the original plan, which has already been explained elsewhere in this Report, does not constitute a deviation / variation as contemplated under Regulation 32 of the SEBI (LODR) Regulations, 2015.

Further, we confirm that the Company has complied with the provisions as contained under Regulation

32 of the SEBI (LODR) Regulations, 2015, during the FY 2025-26.

Further, as informed earlier, your Company has appointed CARE Ratings Limited as the Monitoring Agency in accordance with Regulation 41 of SEBI (ICDR) Regulations, 2018 in order to monitor the utilization of IPO proceeds. Your Company has obtained quarterly monitoring reports from the Monitoring agency and has filed the same with both the Stock exchanges where the equity shares of the Company are listed. The monitoring agency reports are available at the Company's website https://sskl.co.in/investor-relations/

MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

As depicted in the table above, your Company, as on 31st March, 2026, has spent an aggregate amount of ₹526.85 crores out of the Issue proceeds of ₹566.23 crores (net of offer related expenses). Further, out of the unutilized amount of ₹ 39.38 crores (as on 31st March, 2026) an amount of ₹ 12.61 crores has been utilized till June 30, 2026.

Save and except as discussed in this report, there have been no material changes affecting the financial position of the Company between the end of the financial year and date of this report.

4. DIVIDEND:

Your company has formulated a Dividend Distribution Policy, with an objective to provide the dividend distribution framework to the stakeholders of the Company. The Policy sets out various financial, internal and external factors, which shall be considered by the Board in determining the dividend pay-out. The policy is available on the website of the company i.e., https://sskl.co.in/wp-content/uploads/2022/07/Dividend-Distribution-Policy-SSKL.pdf

Based on the Company's financial performance for the year under review, including profitability and return on capital, the Board of Directors has recommended a final dividend of ₹1.50 per equity share (i.e., 75% of the face value of ₹2 per equity share). The payment of dividend is subject to the approval of the shareholders at the ensuing Annual General Meeting. Upon approval, the total cash outflow on account of dividend would amount to ₹ 23,00,49,168. TDS shall be done in accordance with the provisions of Income Tax Act, 1961.

5. TRANSFER TO RESERVES:

We do not propose any amount to be transferred to the Reserves for the financial year under review.

6. NATURE OF BUSINESS

There has been no change in the nature of business of the Company during the financial year under review. The Company continues to carry on its existing business operations.

7. SHARE CAPITAL:

The Share Capital of the Company as on March 31, 2026, and also as on date of this Report, stands as follows:

Sl. No.	Particulars	(Amt. in ₹)
1.	Authorised Capital: 21,00,00,000 Equity Shares of ₹2/- each	42,00,00,000
2.	Issued, Subscribed & Paid-up capital: 15,33,66,112 Equity Shares of ₹2/- each	30,67,32,224
	Total Equity Capital (including 60,16,145 equity shares held by SSKL Employees Trust)	**30,67,32,224**

8. CREDIT RATING

In view of substantial reduction in its working capital borrowings, the company has opted not to seek rating from any external credit rating agency during the year under review.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The appointment and remuneration of Directors are governed by the Nomination and Remuneration Policy formulated by the Nomination and Remuneration Committee of the Company. The Policy, inter alia, lays down the criteria for appointment, evaluation, and remuneration of Directors, Key Managerial Personnel and senior management.

The said Policy is available on the Company's website at: https://sskl.co.in/wp-content/uploads/2022/07/Remuneration-Policy.pdf

Sl. No	Name	Designation
1	Mr. Ravindra Vikram Mamidipudi	Chairman & Independent Director
2	Mr. Nagakanaka Durga Prasad Chalavadi	Managing Director
3	Mr. Kalyan Srinivas Annam	Whole Time Director

Sl. No	Name	Designation
4	Mr. Doodeswara kanaka Durga Rao Chalavadi	Whole Time Director
5	Mr. Pramod Kasat	Independent Director
6	Mr. Venkata Ramakrishna Kunisetty	Independent Director
7	Ms. Sirisha Chintapalli	Independent Director (Refer Note below)
8	Mr. Venkata Lakshmi Narasimha Sarma Konduri	Chief Financial Officer
9	Mr. Matte Koti Bhaskara Teja	Company Secretary & Compliance officer

Note:

Subsequent upon the close of Financial Year, i.e., effective from May 06, 2026, resigned from the office of Independent Director of the Company.

Further, subsequent to the close of FY, upon the recommendation of Nomination and Remuneration committee, the Board has appointed Ms. Sridevi Dasari as an Additional Director, (Woman independent director), effective May 12, 2026, who holds her office as such upto the date of ensuing Annual General Meeting or for a period of 3 months whichever is earlier.

Further, her tenure as independent director of the Company shall be for a period of 5 years, subject to approval of members in the ensuing AGM.

Further, as detailed in the Explanatory Statement to the Notice of AGM, resolution proposing appointment of Ms. Sridevi Dasari to the office of Director / Independent Director forms part of the notice of the ensuing Annual General Meeting.

Apart from the Key Managerial Personnel mentioned above, the following employees form part of the Senior management of our Company (as on 31st March, 2026):

Sl. No	Name	Designation
1	Mr. Bharadwaj Rachamadugu	Chief Executive Officer (CEO) (Refer Note below)
2	Mr. Mohana Durgarao Chalavadi	Senior Vice President
3	Mr. Venkata Rajesh Annam	Senior Vice President
4	Mr. Chakradhar Boorlagadda	Head of Sourcing & Strategy
5	Ms. Sabita Borra	Legal – General Manager
6	Ms. Sowjanya Annam	Administration – General Manager
7	Mr. Sai Ram Chavali	Head Human Resources

Note: Appointed as CEO of the Company effective May 12, 2026

Subsequent to the close of FY, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and the Audit Committee, at its meeting held on May 12, 2026, appointed Mr. Bharadwaj Rachamadugu as Chief Executive Officer (CEO) of the Company with effect from May 12, 2026, subject to approval of the Members, who immediately prior to the said appointment was serving as Senior Vice President of the Company

The Constitution of the Board of the Company is in compliant with the provisions of Section 149(6) of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing obligation and Disclosure Requirements) (LODR) Regulations 2015.

RETIREMENT BY ROTATION

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Kalyan Srinivas Annam, (DIN 02428313), Whole Time Director of the Company, retired by rotation in the previous AGM held on 29th August, 2025 and was reappointed thereat.

Further, Mr. Doodeswara Kanaka Durgarao Chalavadi (DIN 02689280), Whole Time Director, is liable to retire by rotation and being eligible for reappointment at the ensuing Annual General Meeting (AGM) of the Company, has offered himself for reappointment. His details as required under Secretarial Standards and SEBI (LODR) Regulations, 2015 are provided in the accompanying notice convening the ensuing AGM of the Company.

DECLARATION FROM INDEPENDENT DIRECTORS

Your Company has received respective declarations from all its Independent Directors confirming that they meet the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 along with Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. There has been no change in the circumstances affecting their existing status as independent directors of your Company.

In compliance with Schedule IV to the Companies Act, 2013 the Independent Directors held their meetings on January 19, 2026 and March 17, 2026 without the presence of non-independent directors and members of the management, inter alia, to discuss the following:

- Noting the report of performance evaluation of the Board from the Chairman of the Board;

- Review of the performance of non-independent directors and the Board;
- Review of the performance of the Chairman of the Company;
- Assessment of the quality, quantity and timeliness of flow of information to the Board;

All the Independent Directors were present at the aforesaid meeting.

BOARD AND COMMITTEE MEETINGS

During the financial year 2025–26, the Board of Directors met five (5) times. The details of the meetings of the Board and its Committees, along with the attendance of the Directors, are provided in the Report on Corporate Governance, forming part of this Report, as **Annexure VII**.

The Board of Directors of the Company has constituted various Committees in accordance with the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015. The terms of reference and composition of these Committees are in conformity with the applicable statutory requirements. With a view to ensuring focused oversight on specific areas of business, as well as enhancing governance and accountability, the Board has constituted the following Committees, which are in place as on date of this Report and also discharging their duties and responsibilities:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- Corporate Social Responsibility Committee
- Risk Management Committee
- Executive Management & IPO Committee
- Internal Compliance committee / POSH Committee

The details relating to the composition, terms of reference, and number of meetings held of the aforesaid Committees are provided in the Report on Corporate Governance, which forms part of this Annual Report.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act 2013 and SEBI (LODR) Regulations 2015 the Board has carried out the evaluation of its own performance and that of its committees and the individual directors. The performance evaluation of Non independent Directors, the Board as a whole and chairperson is carried out by the Independent Directors in their separate meeting.

The evaluation process consisted of structured questionnaires covering various aspects of the functioning of the Board and its committees, such as composition, experiences, competencies, performance of specific duties obligations and governance issues etc. The board also carried out the evaluation of the performance of the individual directors based on criteria such as contribution of the directors at the meetings, strategic perspective or inputs regarding the growth and performance of the Company etc.

Further, performance evaluation criteria for the independent directors is disclosed in the Report on Corporate Governance forming part of this Annual Report.

FAMILIARISATION PROGRAMME

In terms of SEBI Regulations, the Company has designed a Familiarisation Programme for the Independent Directors, with a view to familiarise them with their role, rights and responsibilities towards the Company, nature of Industry in which the Company operates, business model of the Company etc. Through the Familiarisation Programme, the Company apprises the Independent Directors of the developments, if any, in the, corporate strategy, business plans, finance, human resources, technology, quality, facilities, risk management strategy, governance policies and operations of the Company.

10. EMPLOYEE STOCK OPTION SCHEME (ESOP)

As reported earlier, the Company had, during the financial year 2022–23, instituted an employee stock option scheme titled "Sai Silks (Kalamandir) Limited Share Based Employee Benefit Scheme, 2022" ("ESOP Scheme"), with a view to providing long-term incentives and benefits to its employees.

A trust named "SSKL Employees Trust" has been established for implementation and administration of the Scheme. The Company is authorised to grant up to 60,16,145 employee stock options, in one or more tranches, under the said Scheme.

The ESOP Scheme, inter alia, aims to:

(a) motivate employees to contribute to the growth and profitability of the Company;

(b) align the interests of employees with the long-term interests of the Company and its shareholders, thereby creating sustainable value; and

(c) attract, retain and incentivise key and critical talent in line with the Company's growth objectives.

Pursuant to the Scheme, during the financial year 2022–23, the Company had issued and allotted 60,16,145 equity shares of face value ₹ 2 each at a price of ₹ 22 per share (including a premium of ₹ 20 per share) to the SSKL Employees Trust. No stock options has been granted under the Scheme till date.

It is confirmed that the ESOP Scheme is in compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, and that no material changes have been made to the Scheme during the financial year under review.

A certificate from M/s. P.S. Rao & Associates, Company Secretaries, confirming that the Scheme has been instituted in accordance with the applicable SEBI Regulations, will be placed before the members at the ensuing Annual General Meeting for inspection.

11. PUBLIC DEPOSITS

The Company has neither accepted nor repaid any deposits during the financial year ended March 31, 2026. Further, there were no outstanding deposits at the beginning of the year or at any time during the financial year under review. Accordingly, no disclosure is required pursuant to Rule 8(5)(v) and (vi) of the Companies (Accounts) Rules, 2014.

Further, the Company has not borrowed any amounts from its directors during the financial year, and no amounts were outstanding in this regard as on March 31, 2026

12. SUBSIDIARY COMPANIES, ASSOCIATE & JOINT VENTURES

The Company does not have any subsidiary, joint venture or associate company as on the close of the financial year under review and as on the date of this Report. Further, no company has become or ceased to be a subsidiary, joint venture or associate of the Company during the financial year.

13. RELATED PARTY TRANSACTIONS

The contracts, arrangements and transactions entered into by the Company during the financial year as well as the existing contracts, arrangements and transactions were in the ordinary course of business and on an arm's length basis, and were in compliance with the provisions of the Companies Act, 2013 and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of Section 134(3)(h) of the Companies Act, 2013, particulars of related party transactions are provided in Form AOC-2, which is annexed to this Report as Annexure I. Further, details of related party transactions, including office or place of profit held by relatives, which are not material in value, are disclosed in Note No. 45 forming part of the Notes to the Financial Statements.

The Company has also formulated a Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions, which has been approved by the Board of Directors. The said Policy is available on the Company's website at: https://sskl.co.in/wp-content/uploads/2025/01/Policy-on-Related-Party-Transactions.pdf

14. LOANS, GUARANTEES AND INVESTMENTS:

During the year under review, your Company has not made any loans, investment or given any guarantee or provided any security as contemplated under Section 186 of the Companies Act, 2013.

15. ACCOUNTING TREATMENT

The financial statements of the Company have been prepared in accordance with the applicable Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013, read with the relevant rules issued thereunder, and as recommended by the Institute of Chartered Accountants of India.

Further details in this regard are provided in Note No. 37 under the Notes to Financial Statements forming part of the financial statements.

16. AUDITORS:

a) STATUTORY AUDITORS

M/s. Sagar & Associates, Chartered Accountants (Firm Registration No. 003510S), Hyderabad, Statutory Auditors of the Company, have issued their Report on the financial statements of the Company for the financial year ended March 31, 2026 and the same forms part of this Annual Report.

The said report does not contain any qualifications, reservations, adverse remarks or disclaimers.

The matter referred to under the "Emphasis of Matter" paragraph in the Auditor's Report, pertaining to confirmation/reconciliation of trade payables and trade receivables, is self-explanatory and do not call for any further comments by the Board.

Further, the members may note that, the current term of M/s. Sagar & Associates, as Statutory Auditors of the Company, shall expire upon the conclusion of ensuing 18th AGM of the Company. The Board, based on the recommendation of the Audit Committee, proposes to reappoint M/s. Sagar & Associates, to the office of Statutory Auditors of the Company for another term of 5 years.

Resolution seeking the re-appointment of M/s. Sagar & Associates, Chartered Accountants, as Statutory Auditors of the Company for the second term of five consecutive years, commencing from the conclusion of the 18th Annual General Meeting until the conclusion of the 23rd Annual General Meeting of the Company, forms part of the Notice convening the Annual General Meeting.

b) INTERNAL AUDITORS

Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with the Rules made thereunder, M/s. SARC & Associates, Chartered Accountants (Firm Registration No. 006085N), Visakhapatnam, held the office of Internal Auditors of the Company for the Financial Year 2025–26 and has been reappointed to the said office for the Financial Year 2026–27.

c) SECRETARIAL AUDITORS

Pursuant to the provisions of section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, M/s. P.S.Rao & Associates, Company Secretaries, were appointed as the Secretarial Auditors of the Company to conduct the secretarial Audit for a period of 5 consecutive financial years i.e, from the FY 2025-26 to 2029-30.

The Secretarial Audit Report for the FY 2025-26 is attached herewith as **Annexure II** and forms part of this Report.

As regards the observations made by the Secretarial Auditors, we would like to state as hereunder:

Partly due to delay in receipt of requisite documents from lenders and partly due to technical glitches on the portal of MCA, the reported delay(s) in filing of e forms has occurred. Though procedural in nature, we will ensure that such filings / delays are monitored on regular basis.

It is hereby confirmed that the wordmark, "Kalamandir" is presently owned by the Company and hence entitled to use the same, without any objection or hindrance from any party. However, owing to procedural delays, the registration formalities are yet to be completed in this regard.

Other observations in the Report are statement of facts and already discussed in this Report, hence no further comments are required.

d) COST RECORDS:

The Company is not required to maintain cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013. Accordingly, such accounts and records have not been made or maintained.

Instances of fraud, if any reported by the Auditors

During the year under review, there was no instance of fraud, misappropriation which required the Auditors to report to the Audit Committee and/or Board under Section 143(12) of the Companies Act, 2013 and the rules made thereunder.

17. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 134 (3) (c) and Section 134 (5) of the Companies Act, 2013, the Board of Directors, to the best of its knowledge and ability, 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) it has 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) it has 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) it has prepared the annual accounts on a going concern basis;

(e) it has laid down internal financial controls to be followed by the company and such internal financial controls are adequate and were operating effectively;

(f) it has devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

18. RISK MANAGEMENT POLICY:

The Company has in place a Risk Management Policy, aimed at

i) embedding the risk management as an integral part of our business processes;

ii) establishing an effective system of risk identification, analysis, evaluation and treatment within all areas and at all functional levels of the Company;

iii) avoiding / minimizing exposure to significant financial loss;

iv) contributing to the achievement of the Company's objectives; and

v) to assess the benefits and costs of implementation of available options and controls to manage the risk.

Further the Risk management policy is available on the company website at https://sskl.co.in/wp-content/uploads/2022/07/Risk-Management-Policy.pdf.

19. INTERNAL FINANCIAL CONTROLS:

The Company has established adequate internal financial controls commensurate with the nature and size of its operations. These controls are designed to ensure orderly and efficient conduct of business, including adherence to the Company’s policies and procedures, accuracy and completeness of accounting records, timely preparation of reliable financial information, safeguarding of assets, and prevention and detection of frauds and errors.

The effectiveness of the internal financial controls is regularly reviewed through the internal audit function, supported by the Internal Auditors, wherever required. Based on such evaluations and reviews, the Board is of the opinion that the internal financial controls of the Company were adequate and operating effectively during the financial year ended March 31, 2026, and no material weaknesses were observed.

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

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, are provided in **Annexure III**, and forms part of this Report.

21. CORPORATE SOCIAL RESPONSIBILITY:

Your Board of Directors and the Corporate Social Responsibility (CSR) Committee are pleased to affirm that CSR forms an integral part of the Company’s philosophy and business practices. The Company undertakes its CSR initiatives with a strong sense of responsibility towards the society in which it operates.

During the financial year 2025–26, the Company has undertaken CSR activities in the areas of child education, healthcare, weavers’ welfare, scholarships, distribution of food to the underprivileged, and welfare of differently-abled individuals, both independently and in association with eligible implementing agencies.

The Board, based on the recommendation of the CSR Committee, has adopted a CSR Policy with the objective of contributing to the social and economic development of the communities in which the Company operates, thereby promoting sustainable and inclusive growth, particularly for the economically weaker sections of society.

The Annual Report on CSR activities, as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014, is annexed to this Report as **Annexure IV**. The CSR Policy is available on the Company’s website at: https://sskl.co.in/wp-content/uploads/2022/07/CSR-Policy.pdf

The CSR Committee, constituted by the Board, is actively involved in identifying key focus areas in line with evolving societal needs, ensuring alignment with the Company’s CSR Policy. The Committee also monitors the implementation and progress of CSR initiatives undertaken by the Company.

The composition of the CSR Committee is disclosed in the Corporate Governance Report, which forms part of this Annual Report.

Pursuant to the provisions of Section 135 of the Companies Act, 2013, the Company was required to spend an amount of ₹2.74 crore towards Corporate Social Responsibility (CSR) activities for the financial year ended March 31, 2026.

During the year under review, the Company has spent an aggregate amount of ₹2.78 crore towards CSR activities, thereby exceeding the prescribed requirement. Out of the total CSR expenditure, an amount of ₹0.98 crore was spent through Kalamandir Foundation, while the balance amount of ₹1.79 crore was spent through other eligible implementing agencies.

22. PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct to regulate, monitor and report trading by insiders, including specified and designated persons, in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.

Mr. Matte Koti Bhaskara Teja, Company Secretary, acts as the Compliance Officer for monitoring adherence to the said Regulations and the Code and the said code is disclosed on company's website at https://sskl.co.in/wp-content/uploads/2026/05/Code-of-Insider-Trading.pdf.

23. SIGNIFICANT OR MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There are no significant or material orders passed by any regulators, courts or tribunals that would impact the going concern status of the Company or its future operations.

24. REMUNERATION OF EMPLOYEES

The disclosures relating to remuneration of Directors, Key Managerial Personnel and employees, as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, form part of this Report as **Annexure V**.

25. MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report for the financial year under review, as stipulated under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented as a separate section and forms part of this Annual Report as **Annexure VI**.

26. CORPORATE GOVERNANCE:

The Report on Corporate Governance, along with the certificate from M/s. P. S. Rao & Associates, Company Secretaries, confirming compliance with the conditions of Corporate Governance as stipulated under Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is provided in a separate section and forms part of this Annual Report as **Annexure VII**.

A certificate from the Managing Director and the Chief Financial Officer, in terms of the Listing Regulations, inter alia confirming the accuracy and completeness of the financial statements, including the cash flow statement, also forms part of this Annual Report.

27. BUSINESS RESPONSIBILITY AND SUBSTAINABILITY REPORT

The Business Responsibility and Sustainability Report, as required under Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, detailing the initiatives undertaken by the Company on environmental, social and governance parameters, forms part of this Annual Report as **Annexure VIII**.

28. POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORK PLACE:

Our Company is committed to providing a safe, secure and harassment-free work environment for all its employees. In line with this commitment, the Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder.

The Policy aims to ensure protection against sexual harassment at the workplace and to provide a mechanism for prevention and redressal of complaints, thereby fostering a work environment where employees feel safe and respected. The Company has constituted an Internal Complaints Committee (ICC) to address complaints relating to sexual harassment and to recommend appropriate action. The composition of the Committee is disclosed in the Corporate Governance Report forming part of this Annual Report.

Our Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Details of the complaints received under Prevention of Sexual Harassment (POSH)

S.no	Particulars	
1	number of complaints of sexual harassment received in the year;	Nil
2	number of complaints disposed off during the year;	Nil
3	number of cases pending for more than ninety days	Nil

The Company is in compliance with the provisions of the Maternity Benefit Act, 1961 and extends all statutory benefits to eligible women employees, including paid maternity leave, continuity of salary and service during the leave period, and applicable post-maternity support such as nursing breaks and flexible return-to-work arrangements.

The Company remains committed to fostering an inclusive, supportive and equitable work environment that upholds the rights, dignity and welfare of its women employees in accordance with applicable laws.

29. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

Pursuant to the provisions of Section 177(9) of the Companies Act, 2013, the Company has established a Vigil Mechanism / Whistle Blower Policy to enable employees, directors and other stakeholders to report genuine concerns relating to unethical behaviour, actual or suspected fraud, or violation of the Company's code of conduct.

The mechanism provides for adequate safeguards against victimisation of persons who avail of the mechanism and ensures direct access to the Chairman of the Audit Committee. It is confirmed that no person has been denied access to the Chairman of the Audit Committee for reporting concerns.

Mr. Ravindra Vikram Mamidipudi, Independent Director and Chairman of the Audit Committee, oversees the Vigil Mechanism, and employees have direct access to report their concerns and complaints.

During the financial year under review, no complaints were received under the Vigil Mechanism.

The Vigil Mechanism / Whistle Blower Policy is available on the Company's website at: https://sskl.co.in/wp-content/uploads/2022/07/Vigil-Mechanism-Policy.pdf. Further details of the Vigil Mechanism are provided in **Annexure IX** to this Report.

30. ANNUAL RETURN:

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, the Annual Return of the Company in the prescribed format (Form MGT-7) is available on the Company's website at: https://sskl.co.in/wp-content/uploads/2026/07/Annual-Return-2025-26.pdf

31. HUMAN RESOURCES

The Company firmly believes that its employees are its key strength, and their development and well-being are critical to sustaining long-term organisational success. The Company continues to focus on building a competent and capable workforce across all functions of the business.

Towards the said, we have implemented robust human resource practices and processes aimed at enhancing overall employee experience and driving superior performance. Key initiatives undertaken include structured learning and development programmes, leadership development, competency enhancement frameworks, and well-defined rewards and recognition systems.

These initiatives are designed to foster a culture of continuous learning, performance excellence, and employee engagement across the organisation.

32. SECRETARIAL STANDARDS:

The Company has complied with the applicable clauses of the Secretarial Standards (SS-1, SS-2 and SS-3) issued by The Institute of Company Secretaries of India.

33. INSOLVENCY AND BANKRUPTCY CODE, 2016 & STATUS THEREOF

During the year under review, neither any application was made nor any proceeding stands pending under the Insolvency and Bankruptcy Code, 2016, as on March 31, 2026.

34. DETAILS OF DIFFERENCE BETWEEN THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH REASONS THEREOF

Not applicable (As there were no instances of one-time settlement with the Banks or financial institutions during the year under review)

35. ACKNOWLEDGEMENTS:

The Board of Directors places on record its sincere appreciation for the continued support and cooperation extended by the Company's business partners, weavers, vendors, customers and other stakeholders. The Board also acknowledges, with gratitude, the dedication and commitment of the employees at all levels, whose contributions have been instrumental in the Company's performance.

The Directors further express their appreciation to the Company's bankers and investors for their continued trust and confidence in the Company and its management.

For and on behalf of the Board of Directors

Sd/-	Sd/-
Nagakanaka Durga Prasad Chalavadi	**Kalyan Srinivas Annam**
Managing Director	Whole Time Director
DIN 01929166	DIN 02428313

Place: Hyderabad
Date: July 15, 2026

Directors' Report

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 arms' length transactions under third proviso thereto

1. **Details of contracts or arrangements or transactions not at arm's length basis:** NIL

   The Company has not entered into any contract or arrangement or transaction which is not at arm's length basis during the year under review.

2. **Details of material contracts or arrangement or transactions at arm's length basis:**

Limited Liability Partnership number (LLPIN) or Permanent Account Number (PAN)	AFJPA8101L	AAN-2240	AAN-2240
Name(s) of the related party	AC Holdings (Sole proprietorship concern represented by Mr. Venkata Rajesh Annam)	Soul of Pluto Tech LLP	Soul of Pluto Tech LLP
Nature of relationship	Enterprise over which Directors having significant influence. Mr. Venkata Rajesh Annam is brother of Mr. Kalyan Srinivas Annam (WTD)	Enterprise over which Directors having significant influence	Enterprise over which Directors having significant influence
Nature of contracts/ arrangements/ transactions	Lease Deed (Expenses)	Software & software Maintenance services (Expenses)	Rent (income)
Duration of the contracts / arrangements/ transactions	10 years with effect from April 01, 2024	10 years	8 years
Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Lease Rentals for office premises at Hyderabad and other properties (for Employees accommodation) at Bhimavaram, Visakhapatnam, Vijayawada and Coimbatore and commission.	Software licensing & servicing agreement. ₹ 0.40 Cr per month maximum.	Lease rentals for Office premises ₹ 1,15,000 per month (to be enhanced in terms of Agreement)
Date of approval by the Board	May 24, 2024	September 04, 2024	May 24, 2024
Amount paid as advances, if any in Cr	0.25	Nil	0.06

For and on behalf of the Board of Directors

Sd/-
Nagakanaka Durga Prasad Chalavadi
Managing Director
DIN 01929166

Sd/-
Kalyan Srinivas Annam
Whole Time Director
DIN 02428313

Place: Hyderabad
Date: July 15, 2026

Annexure – II

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year ended March 31, 2026

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

To,
The Members,
SAI SILKS (KALAMANDIR) LIMITED
6-3-790/8, Flat No. 1, Bathina Apartments
Ameerpet, Hyderabad- 500016.

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

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minutes books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2026 according to the provisions of:

i. The Companies Act, 2013 (the Act) and the Rules made thereunder;

ii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowings– **Not applicable to the Company during the audit period**.

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

- The Monitoring Agency appointed to monitor the utilization of funds raised in the IPO (conducted during the FY 2023-24) is providing its Report on quarterly basis.

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

- Subsequent upon issue and allotment of shares, pursuant to an ESOP Plan designed by the Company, to SSKL Employees Trust, during the FY 2022-23, i.e., while the Company was unlisted, there has been no action taken / event occurred during the Financial Year under review, which would otherwise require compliance of aforementioned regulations.

(e) The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the audit period)**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (Not applicable to the Company during the audit period); and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the Company during the audit period);**

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

vi. Other laws applicable specifically to the Company

We have been informed that generally applicable laws such as fiscal laws, labour laws and trade related laws etc., alone are applicable to the Company. However, the Company having entered the e-commerce segment, we have, inter alia, examined the compliance of Consumer Protection (E-Commerce) Rules, 2020. Further, we have also examined the compliance of Consumer Protection Act, 2019 and Trade Marks Act, 1999.

We have also examined compliance with the applicable clauses of Secretarial Standards, i.e., SS-1 and SS-2, as amended from time to time, issued by the Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

o In few instances, there were delays in filing of e forms with the Registrar of Companies (MCA).

o The deed of assignment of wordmark "Kalamandir" remains to be registered in favour of the Company).

We further report that:

The Board of Directors of the Company is duly constituted with requisite number of Independent Directors and Woman Director as per the provisions of Companies Act, 2013 and SEBI Listing Regulations. No change in the composition of the Board of Directors has taken place during the period under review, except reappointment of Director upon retirement by rotation, which was in compliance with the provisions of the Companies Act, 2013.

As per the information provided by the Company, adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent sufficiently in advance as per the confirmation given by the management, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

We further report that:

a. As per the information provided by the management, there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. The offer documents filed by the Company with SEBI and other authorities in connection with its IPO had a mention of certain risks and concerns as perceived by the Board of Directors. We have been informed that none of the said risks and concerns, related to compliances forming part of our review, had any major bearing on the Company's affairs during the year under audit.

b. During the audit period, there were no specific events / actions in pursuance of the above referred laws, rules, regulations, etc., having a major bearing on the Company's affairs, except as laid hereunder:

   As regards IPO / utilization of funds:

   - Variation in the nature of inter-head reallocation of ₹2.36 Crores and extension of time for deployment of unutilised IPO funds, as approved by the Audit Committee and also by the Board.

For P.S. Rao & Associates
Company Secretaries

Sd/-
Vikas Sirohiya
Partner
M.No. 15116
C.P. No: 5246
Peer Review No. 6678/2025
ICSI Unique Code: P2001TL078000
UDIN: A015116H000839601

Place: Hyderabad
Date: July 15, 2026

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

Annexure – A

To,
The Members,
SAI SILKS (KALAMANDIR) LIMITED
6-3-790/8, Flat No. 1, Bathina Apartments
Ameerpet, Hyderabad- 500016

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

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on random basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
4. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
5. We believe that audit evidence and information provided by the Company's management is adequate and appropriate for us to provide a basis for our opinion.
6. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
7. We have not verified the correctness and appropriateness of financial records and Books and Accounts of the Company.

Disclaimer

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

For P.S. Rao & Associates
Company Secretaries

Sd/-
Vikas Sirohiya
Partner
M.No. 15116
C.P. No: 5246
Peer Review No. 6678/2025
ICSI Unique Code: P2001TL078000
UDIN: A015116H000839601

Place: Hyderabad
Date: July 15, 2026

Annexure - III

CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/ OUTGO:

The particulars as prescribed under Section 134 (3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are as follows:

A. Conservation of Energy: NA

i. the steps taken or impact on conservation of energy;

ii. the steps taken by the Company for utilizing alternate sources of energy;

iii. the capital investment on energy conservation equipment;

B. Technology Absorption: NA

i. The efforts made towards technology absorption;

ii. The benefits derived like product improvement, cost reduction, product development or import substitution;

iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) -

- the details of technology imported; the year of import;
- whether the technology been fully absorbed;
- if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- the expenditure incurred on Research and Development.

C. Foreign Exchange Earnings and Outgo during the year:

Foreign Exchange Earned: Nil

Foreign Exchange Outgo: Nil

For and on behalf of the Board of Directors

Sd/-
Nagakanaka Durga Prasad Chalavadi
Managing Director
DIN 01929166

Sd/-
Kalyan Srinivas Annam
Whole Time Director
DIN 02428313

Place: Hyderabad
Date: July 15, 2026

Annexure – IV

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

This CSR Report pertains to the period commencing on April 01, 2025 and ending on March 31, 2026

Brief outline of the Company's CSR policy, including overview of projects or programs undertaken and a reference to the CSR policy and projects /programs:

1. CSR Policy:

CSR Vision Statement & Objective

CSR Vision:

In alignment with its vision, as a socially responsible corporate citizen, Sai Silks (Kalamandir) Limited (SSKL) will continue to enhance value creation in the society and community in which it operates. Through its conduct, services, and CSR initiatives it will strive to promote sustained growth in the surrounding environs.

Objective:

i. To operate its business in a sustainable manner respecting the society and the environment, while recognizing the interests of all its stakeholders.

ii. To also take up directly or indirectly programs that will benefit the communities in and around its malls/stores/shopping complexes which will over a period of time enhance the quality of life and economic well-being of the local residents.

iii. Through its regular services and additionally through its CSR initiatives, SSKL will generate community goodwill and create a positive image of SSKL as a socially responsible corporate.

Resources:

1. 2% of the average net profits of the Company made during the three immediately preceding financial years.
2. Any income arising therefrom.
3. Surplus arising out of CSR activities

Identification of CSR activities:

The CSR activities are identified upon receipt of applications, representations received from community representatives, NGO's, Panchayat or Govt. agencies requesting company's assistance. Further, SSKL on its own or through any other eligible Trust/Society also identifies CSR activities to be taken up during a particular period.

Areas Identified for CSR activities:

The areas where the Company intends to focus its CSR activities are listed below. This is not an exhaustive list and the Company may include other activities, based on the areas identified and the need for improvement by the CSR Committee:

1. Support the economically backward and children in need of health and education;
2. Support the humanity during the natural calamities, donation of clothes to flood relief camps;
3. Collaborate in the initiatives of other NGOs for the cause of fostering the needy children health care;
4. Support the initiatives that would help the public at large in understanding the health hazards;
5. Conduct workshops and create awareness about conservation of natural resources;
6. Promote the activities, which would support the welfare and well-being of the Weavers Community;
7. Eradicating extreme hunger and poverty;
8. Infrastructure Development (village roads, culverts, bus shelters, solar lighting etc);
9. Ensuring environmental sustainability;
10. Drinking water / Sanitation;
11. Healthcare;
12. Community Development;
13. Education and vocational training;
14. Skill Development;
15. Child care and nutrition.

SSKL will engage in the above activities independently or in such manner that it will complement the work being done by local authorities where ever necessary in such a manner that, the work executed by SSKL or through any other eligible Trust/Society will offer a multi fold benefit to the community.

Implementation Process:

A CSR Cell has been formed at the Registered Office to identify various projects / Programs suitable as per the policy of the Company. These identified projects / Programs are scrutinized by the CSR Committee and selected for implementation.

Monitoring:

The coordinators periodically inspect & report the progress of work commissioned every quarter and submit a report to CSR Committee.

2. Composition of the CSR Committee:

- Mr. Ravindra Vikram Mamidipudi, Chairman
- Mr. Nagakanaka Durga Prasad Chalavadi, Member
- Mr. Kalyan Srinivas Annam, Member

3. The web-link where composition of CSR Committee, CSR policy and CSR projects approved by the Board are disclosed on the website of the Company:

   weblink: https://sskl.co.in/wp-content/uploads/2022/07/CSR-Policy.pdf

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: Not applicable

5. Details of the amount available for set-off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set-off for the financial year, if any: Nil

Sl. No	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be setoff for the financial year, if any (in ₹)
1	FY 2023-24	Nil	Nil
2	FY 2022-23	Nil	Nil
3	FY 2021-22	Nil	Nil
	Total	**Nil**	**Nil**

6. 6. Average Net Profit of the Company as per Section 135 (5) of the Act: ₹ 136,95,93,193

7. (a) Two percent of average net profit of the Company as per Section 135(5) of the Act: ₹ 2,73,91,864

   (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : Nil

   (c) Amount required to be set-off for the financial year, if any: Nil

   (d) Total CSR Obligation for the financial year (7a +7b -7c) : **₹ 2,73,91,864**

8. **(a) CSR amount spent or unspent for the financial year 2025-26:**

Total amount spent for the Financial Year (in Rupees)	Amount unspent (in Rupees)				
	Total amount transferred to unspent CSR Account as per section 135 (6)		Amount transferred to any fund specified under schedule vii as per the second provision of Section 135 (5)		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
₹ 2,77,93,960/- Two Crore Seventy Seven Lakhs Ninety Three Thousand, Nine Hundred and Sixty only.	-		-	-	-

(b) Details of CSR amount spent against ongoing projects for the Financial year 2025-26 : NIL

S No	Name of the Project	Item from the List of Activities in Schedule vii to the Act	Local Area (Yes/No)	Location of the Project		Project Duration	Amount allocated for the Project	Amount spent in the current financial year (in ₹)	Amount transferred to unspent CSR Account for the Project	Mode of Implementation – Direct (Yes/No)	Mode of Implementation Through Implementing agency	
				State	District						Name	CSR Reg No.
-	-	-	-	-	-	-	-	-	-	-	-	-

(c) Details of CSR amount spent against other than ongoing projects for the FY 2025-26:

S No	Name of the Project	Item from the List of Activities in Schedule vii to the Act	Local Area (Yes/No)	Location of the Project		Amount spent for the project (in ₹)	Mode of implementation - Direct (Yes/No).	Mode of Implementation Through Implementing agency	
				State	District			Name	CSR Reg No.
1	Promoting Education	Promoting Education	Yes	Telangana, Andhra Pradesh, Karnataka, Tamilnadu	Hyderabad, Bengaluru, Chennai, East Godavari, Vizag, Krishna.	1,31,00,000	No	K C Pullaiah Foundation	CSR00002022.
2	Promoting Education	Skill development for women	Yes	Visakapatnam	Andhra Pradesh	5,00,000	No	Bapuji Rural Enlightenment and Development Society	CSR00007364.
3	Poverty, Hunger, Malnutrition	Poverty, Hunger, Malnutrition	Yes	Vijayawada	Andhra Pradesh	3,00,000	No	Harekrishna Movement	CSR00005738.
4	Promoting Education	Digital literacy	Yes	Telangana	Hyderabad	3,02,960	No	Nirmaan Organization	CSR00000146.
5	Promoting Education	Promoting Education	Yes	Telangana	Hyderabad	2,00,000	No	Universal Human Welfare Association	CSR00059414.
6	Promotion and development of Traditional arts	Promotion and development of Traditional arts	Yes	Telangana	Hyderabad	32,50,000	No	The Handloom Futures Trust	CSR00011700.
7	Promoting Education	Promoting Education	Yes	Telangana,	Ibrahimpatnam	3,00,000	No	Abhaya foundation	CSR00001036.
8	Promoting Education	Promoting Education	Yes	Telangana, Andhra Pradesh, Tamilnadu, karnataka,	Hyderabad, Bengaluru, Chennai, Visakapatnam	55,51,737	No	Kalamandir Foundation	CSR00009299
9	Promoting Education	Skill Development training programs	Yes	Telangana	Hyderabad	12,74,153	No	Kalamandir Foundation	CSR00009299
10	Promoting Health care	Promoting Health care	Yes	Telangana,	Hyderabad	3,00,000	No	Kalamandir Foundation	CSR00009299
11	Poverty, Hunger, Malnutrition	Poverty, Hunger, Malnutrition	Yes	Telangana, Andhra Pradesh, Tamilnadu, karnataka	Hyderabad, Bengaluru, Chennai, Visakapatnam	25,03,514	No	Kalamandir Foundation	CSR00009299
12	Promoting Environment	Environmental sustainability	Yes	Telangana	Hyderabad	2,11,596	No	Kalamandir Foundation	CSR00009299

(d) Amount spent in administrative overheads: **Nil**

(e) Amount spent on impact assessment, if applicable: **Not applicable**

(f) Total amount spent for the financial year (8b+8c+8d+8e) : **₹ 2,77,93,960/**

(g) Excess amount for set off, if any: **₹ 4,02,096/-**

Sl. No	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	2,73,91,864
(ii)	Total amount spent for the Financial Year	2,77,93,960
(iii)	Excess amount spent for the financial year [(ii) - (i)]	4,02,096
(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)]	Nil

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

S No	Preceding Financial year	Amount transferred to Unspent CSR Account number under Section 135(6) (in ₹)	Amount spent in the reporting year	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
1	FY 2023-24	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
2	FY 2022-23	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
3	FY 2021-22	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

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

S No	Project ID.	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project -Completed / Ongoing.
-	-	-	-	-	-	-	-	-

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: **Not applicable**

11. Specify the reason (s), if the Company has failed to spend two percent of the average net profit as per Section. 135(5): **Not Applicable**

For and on behalf of the Board of Directors

Sd/-
Nagakanaka Durga Prasad Chalavadi
Managing Director
DIN 01929166

Sd/-
Kalyan Srinivas Annam
Whole Time Director
DIN 02428313

Sd/-
Mamidipudi Ravindra Vikram
Chairman & Independent Director
DIN: 00008241

Place: Hyderabad
Date: July 15, 2026

Annexure-V

Details pertaining to remuneration as required under section 197 (12) read with Rule 5 (1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

a. The ratio of remuneration of each director to the median remuneration of the employees of the Company for 2025-26.

The median remuneration of employees of the company during 2025-26 was ₹ 1,97,424 and ratio of remuneration of each director to the median remuneration of the employees of the Company for the financial year is provided in the table below:

S. No	Name of the Director	Designation	Remuneration of Director for FY 2025-26 ₹ in Cr	Ratio of Remuneration of each Director to Median Remuneration of employees for FY 2025-26
1	Mr. Nagakanaka Durga Prasad Chalavadi	Managing Director	5.00	253.26
2	Mr. Kalyan Srinivas Annam	Whole Time Director	1.99	100.80
3	Mr. Doodeswara Kanaka Durgarao Chalavadi	Whole Time Director	0.39	19.75

Note: Apart from the Directors mentioned above no other director draws any remuneration except sitting fee.

b. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;

The percentage increase in remuneration of each Director, Chief Executive Officer (CEO), Chief Financial Officer (CFO), Company Secretary or Manager, if any, in 2025-26 is provided in the table below:

S.No	Name of the Director / KMP	Designation	% increase in Remuneration in 2025-26
1	Mr. Nagakanaka Durga Prasad Chalavadi	Managing Director	Nil
2	Mr. Kalyan Srinivas Annam	Whole Time Director	Nil
3	Mr. Doodeswara Kanaka Durgarao Chalavadi	Whole Time Director	Nil
4	Mr. Venkata Lakshmi Narasimha Sarma Konduri	Chief Financial officer	Nil
5	Mr. Matte Koti Bhaskara Teja	Company Secretary & Compliance officer	Nil

c. The percentage increase in the median remuneration of employees in the financial year; -0.19%

d. The number of permanent employees on the rolls of the Company: 6,315 Employees

e. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration

There has been no increase in Managerial Remuneration during the FY 2025-26. Average percentile increase made in the salaries of the employees other than the managerial personnel in this financial year i.e.; 2025-26 is 5.75 % (approx.)

f. The key parameters for any variable component of remuneration availed by the directors; No Variable Component of payment to Directors

g. Affirmation that the remuneration is as per the remuneration policy of the company.

It is hereby affirmed that the remuneration is paid as per the Nomination and Remuneration policy of the Company.

Statement of particulars of employees pursuant to section 197 of the Companies Act, 2013 read with Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

Details of the Employees (other than Executive Directors) who employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees

S. No	Employee Name	Designation	Remuneration for FY 2025-26	Nature	Qualification & Experience of Employee	Date of joining	Age years	Previous Employment	% of shares	Relative of Director
1	Mr. Venkata Lakshmi Narasimha Sarma Konduri	CFO	1,08,00,000	Regular	B. Com, Member of ICMA & 38 years of experience in Finance	01.03.2022	67	CCL Products Limited	Negligible	Nil

List of Top 10 Employees in terms of remuneration drawn

S. No	Employee Name	Designation	Remuneration for FY 2025-26	Nature	Qualification & Experience of Employee	Date of joining	Age years	Previous Employment	% of shares	Relative of Director
1	Ms. Jhansirani Chalavadi	Senior Vice president Retail	99,99,996	Regular	B. Com	September28, 2005	57	Nil	2.28	Wife of Nagakanaka Durga Prasad Chalavadi
2	Mr. Venkata Rajesh Annam	Senior Vice president	89,00,004	Regular	B. Com	September28, 2005	46	Nil	Nil	Brother of Kalyan Srinivas Annam
3	Mr. Subash Chandra Mohan Annam	Senior Vice president	89,00,004	Regular	B. Com & MBA	September 28, 2005	50	Sai Retail India Limited	Nil	Brother of Kalyan Srinivas Annam
4	Mr. Bharadwaj Rachamadugu	Chief Executive Officer (CEO)	54,00,000	Regular	B Tech & MBA	January 01,.2018	35	M & T Bank	0.02	Son in law of Nagakanaka Durga Prasad Chalavadi
5	Mr. Chakradhar Boorlagadda	Head of Sourcing & Strategy	41,37,599	Regular	B. Com & MBA	November 01, 2005	50	Self - employment		No
6	Mr. Mohana Durgarao Chalavadi	Senior Vice president Operations	39,00,000	Regular	B. Tech & M. Tech	June 01, 2012	56	JPMorgan Chase Bank, Sophos, Inc. and Endforce	Nil	Brother of Nagakanaka Durga Prasad Chalavadi
7	Mr. Uday Kumar Chidella	Sourcing Executive	35,46,040	Regular	SSC	September28, 2005	50	Self - employment	Negligible	No
8	Mr. Prasad Ambati	Sourcing Executive	31,50,825	Regular	Matriculation	April 01, 2006	49	Bommana Brothers	Nil	No
9	Mr. Sambasivarao Devara	Sourcing Executive	30,49,594	Regular	7^{th} Class	September28, 2005	51	Kalanikethan	Nil	No
10.	Mr. Venkata Gana Suresh Manepalli	GM Finance	30,00,000	Regular	B.Com, Member of ICAI	July 01, 2023	39	G.V & Co	Nil	No

Annexure-VI

Management Discussion and Analysis

1. Economic Overview

1.1 Global Economy

The global economy continues to demonstrate resilience despite successive shocks, but this resilience is being increasingly tested by rising geopolitical tensions, particularly the ongoing conflict in the Middle East, which has added humanitarian costs, disrupted key trade routes, and heightened volatility across commodity and financial markets.

Higher energy and food prices are feeding into inflationary pressures globally, while risk-off sentiment is amplifying uncertainty, all of which are unfolding alongside ongoing shifts in global trade arrangements and economic realignments. Looking ahead, global growth is expected to remain uneven and exposed to downside risks from fragmentation, structural weaknesses, and geopolitical uncertainty, even as near-term support from fiscal measures and potential productivity gains from emerging technologies may provide partial offset.

Outlook

The near-term macroeconomic outlook remains shaped by geopolitical uncertainties, supply chain volatility, and persistent inflationary pressures, which together may weigh on discretionary consumption and increase demand sensitivity. While these factors could lead to some short-term fluctuations in demand, gradual easing in supply constraints and policy efforts to stabilize prices are expected to provide partial support. Over the medium to long term, the outlook remains broadly constructive, supported by underlying structural drivers of consumption, though external risks will continue to influence the pace and trajectory of growth.

Sai Silk's Positioning in the Global Landscape

Within this global backdrop, the Company remains relatively insulated as its operations are largely focused on domestic production and consumption. Limited exposure to international trade cycles provides a degree of stability, with performance being primarily driven by domestic demand conditions.

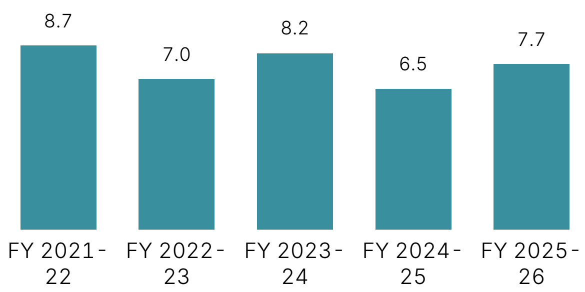
1.2 Indian Economy

India's economy demonstrated strong resilience in FY 2025-26, with GDP growth estimated at 7.7%, reinforcing its position among the world's fastest-growing major economies. Growth was supported by robust domestic demand, healthy investment activity, and broad-based expansion across sectors despite global trade uncertainties, geopolitical tensions, and volatile capital flows. Manufacturing benefited from policy support, rising industrial credit, and continued investments, while the services sector remained the primary engine of growth.

The macroeconomic environment remained favourable, with inflation moderating significantly during the year due to easing food prices and stable commodity costs. Lower inflation enabled monetary easing, supporting liquidity and credit growth. At the same time, fiscal consolidation progressed alongside sustained investments in infrastructure and capital expenditure, strengthening economic stability and investor confidence.

Indian Economy GDP Growth Rate

(in %)



Outlook

India's long-term growth prospects remain strong, driven by continued progress in infrastructure development, digitalisation, clean energy adoption, and financial inclusion. Expanding digital ecosystems, increasing renewable energy capacity, rising electric vehicle penetration, and ongoing financial sector reforms are reshaping the economy. While evolving geopolitical developments, global trade uncertainties, and disruptions arising from conflicts in certain regions may contribute to cautious consumer sentiment and a preference for higher liquidity, potentially resulting in a temporary moderation in discretionary spending. Supported by a resilient banking system, healthy credit growth, and strong foreign exchange reserves, India remains well-positioned to sustain its growth momentum and navigate evolving global challenges over the medium to long term.

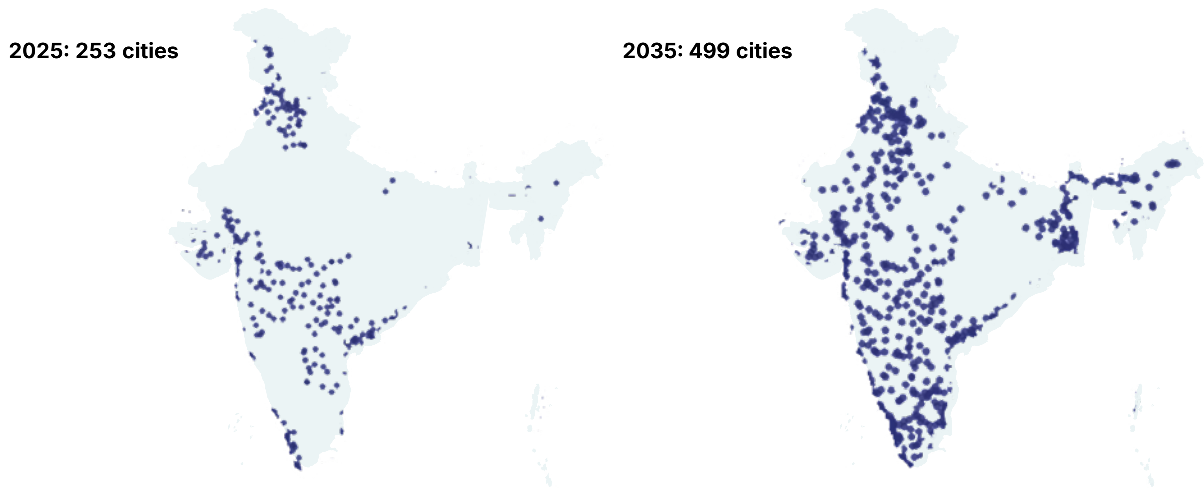
2. Industry Review

2.1 Consumption-Driven Economy

India's consumer economy maintained strong momentum during FY 2025–26, reaffirming its position as one of the world's largest consumption-led markets. According to the Economic Survey 2025–26, Private Final Consumption Expenditure (PFCE) accounted for 61.5% of GDP, the highest level since FY 2011–12, underscoring the growing role of household spending in driving economic growth. Private consumption expenditure grew by approximately 7% during the year, supported by rising incomes, stable employment conditions, and resilient consumer confidence.

A key structural shift underpinning future consumption growth is the increasing economic prominence of Tier II and Tier III cities. While metropolitan centres continue to remain important consumption hubs, a significant share of future urban consumer growth is expected to originate from emerging cities. Improved infrastructure, rising urbanisation, enhanced connectivity, and expanding access to organised retail are enabling higher discretionary spending across a broader geographic landscape, creating new opportunities for businesses to expand their reach and customer base.

India's urbanisation journey is expected to further accelerate this trend. By 2035, the country is projected to have nearly 500 consumer cities, more than double the current number, with an expanding middle-income population driving demand across categories. As aspirations rise and consumption patterns evolve, discretionary spending is expected to become an increasingly important contributor to economic activity.



Outlook

India's consumption story remains underpinned by favourable demographic trends, rising urbanisation, growing disposable incomes, and the continued expansion of the middle-income population. As emerging cities gain economic significance and consumer aspirations continue to evolve, businesses that successfully cater to changing preferences, strengthen brand engagement, and expand their presence across high-growth markets are expected to be well positioned to benefit from the next phase of India's consumption-led growth.

Source:

https://www.downtoearth.org.in/economy/economic-survey-2026-consumption-growth-to-slow-down-slightly-despite-rise-in-domestic-demand

https://www.weforum.org/stories/2026/02/massive-urban-shift-in-india-consumer-growth-decentralizing

2.2 Indian Retail Industry

India's retail sector is undergoing a significant transformation, driven by rising disposable incomes, favourable demographics, rapid urbanisation, and accelerating digital adoption. As one of the fastest-growing consumer markets globally, the country is witnessing a growing convergence between traditional retail formats and technology-enabled commerce, creating a more connected, convenient, and customer-centric retail ecosystem. Increasing consumer aspirations, expanding middle-class households, and improving infrastructure continue to support demand across both essential and discretionary consumption categories.

The industry is also benefiting from the continued formalisation of retail and the rapid growth of organised players. Modern retail formats are gaining market share as consumers increasingly seek wider product assortments, superior shopping experiences, transparent pricing, and trusted brands. This shift is creating significant opportunities for organised retailers to strengthen customer engagement and expand their footprint across emerging markets.

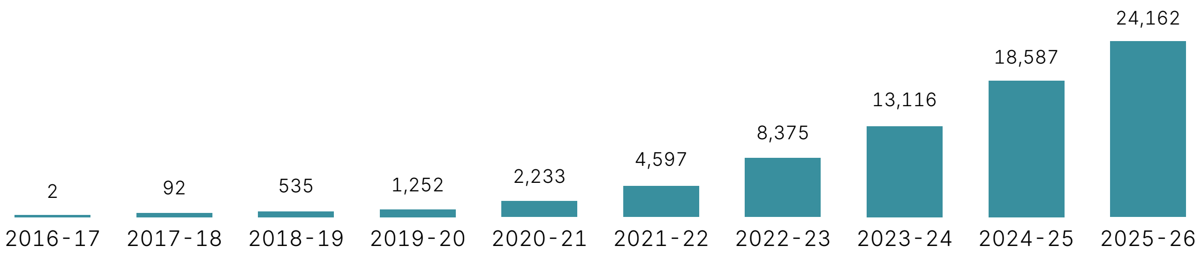
Digital commerce is emerging as a key growth catalyst. E-commerce penetration continues to deepen, particularly across Tier II and smaller cities, which are expected to account for nearly 88% of new online shoppers between CY20 and CY30. Rising smartphone penetration, widespread adoption of digital payments, and the increasing use of omnichannel retail strategies are enabling businesses to serve customers across multiple touchpoints while enhancing convenience and accessibility. Furthermore, India's digital economy is projected to reach approximately ₹68.6 trillion by 2030, providing a strong foundation for the next phase of retail growth.

Key Supporting Facts

UPI transactions are likely to scale-up 1 bn daily FY 2026-27

Driven by rising UPI adoption, dominating retail digital payments

Annual Transaction Volume Growth (2016-25)



Organised retail formalisation

Over 35% by 2030

Driven by store rollout and faster shift to organised formats

India's urban population expansion 555 million by 2031

Driven by India shifting from rural to urban, broadening consumption beyond metros

Year	Urban Population Growth (In million)
2031	555
2021	469
2011	377
2001	286

Source: KPMG Report on Retail Industry, March 2026; https://www.orfonline.org/expert-speak/sustainability-measures-for-india-s-urban-transition; https://www.marklines.com/en/news/333843

Key Trends Shaping India's Retail Industry

Premiumisation Driving Consumer Spending

Rising incomes, increasing affordability, and evolving consumer preferences are accelerating premiumisation across retail categories. Consumers are increasingly gravitating towards branded, higher-value products across apparel, beauty, electronics, and lifestyle segments, reflecting growing aspirations and stronger purchasing power among middle- and upper-income households.

Technology and Personalisation Enhancing Retail Experiences

Artificial intelligence, advanced analytics, and customer data platforms are transforming retail operations and customer engagement. Retailers are leveraging data-driven insights to optimise merchandising, inventory planning, pricing, and marketing, while delivering more personalised and seamless shopping experiences.

Tier II and Tier III Cities Emerging as Growth Engines

Retail expansion is increasingly extending beyond metropolitan centres. Rising urbanisation, improved infrastructure, growing digital connectivity, and higher disposable incomes are unlocking significant demand across Tier II and Tier III cities, making them important drivers of future retail growth.

Omnichannel Retail Becoming the New Standard

Consumers today expect a seamless shopping journey across physical stores, websites, and mobile platforms. Retailers are integrating online and offline channels to offer greater convenience through personalised engagement, flexible fulfilment options, and enhanced customer experiences.

Quick Commerce Reshaping Urban Consumption

The rapid growth of quick-commerce platforms is redefining convenience-driven consumption, particularly in urban markets. Investments in technology, fulfilment infrastructure, and last-mile delivery networks are enabling faster order fulfilment and creating new opportunities across retail categories.

Outlook

India's retail sector is expected to witness sustained long-term growth, supported by favourable demographics, rising disposable incomes, increasing urbanisation, and continued digital adoption. While e-commerce and omnichannel platforms continue to expand market reach and influence consumer discovery, there is a gradual rebalancing towards physical retail, with brick-and-mortar formats regaining relevance in categories such as ethnic wear where in-store experience, product interaction, and personalised engagement remain integral to purchase decisions.

The competitive landscape is also becoming increasingly dynamic, with frequent entry of new brands, particularly through digital-first channels, leading to shorter brand life cycles and higher churn in consumer attention. In this environment, retailers with strong brand recall, consistent customer trust, and well-established retail presence are better positioned to sustain market share, as consumers increasingly prefer reliable and experience-driven formats over transient offerings. Over time, sustained performance in the sector is likely to be driven by the ability to build enduring customer relationships while continuously adapting to shifting consumption patterns.

(Source: https://www.openpr.com/news/4506253/india-retail-market-to-reach-usd-3-505-4-billion-by-2034-growing; KPMG Report on Retail Industry, March 2026)

2.3 India's Textile Industry

India's textile industry represents one of the world's largest and most diversified textile ecosystems, spanning the entire value chain from fibre and yarn to apparel and value-added products, while serving both domestic and global markets. The Indian textile industry recorded a CAGR of approximately 6% during FY 2022–2026, driven by strong growth in apparel at ~8% and home textiles at ~5%. The domestic market, contributing nearly 80% of the industry, expanded by around 9% on the back of healthy consumer demand. Looking ahead, the Government of India has set an ambitious target to expand the textile market from USD 194 billion in FY 2025-26 to USD 350 billion by 2030, supported by robust export growth, steady domestic consumption, and India's relatively low share of global apparel trade, presenting significant opportunities as global sourcing diversifies beyond China.

Total textile and apparel exports, including handicrafts, increased from over ₹3.09 lakh crore in FY 2024–25 to more than ₹3.16 lakh crore in FY 2025–26, reflecting steady global demand for Indian textile products and the sector's competitiveness across key export markets. Readymade garments remained the largest contributor to textile exports during the year, while cotton yarn, fabrics, made-ups, and handloom products also recorded stable growth, highlighting the breadth and diversity of India's textile ecosystem.

The Government continued to support the industry through export facilitation and incentive measures, including the extension of the Rebate of State and Central Taxes and Levies (RoSCTL) Scheme and the Remission of Duties and Taxes on Exported Products (RoDTEP) Scheme. These initiatives are enhancing export competitiveness, encouraging manufacturing activity, and strengthening India's position in global textile trade.

In parallel, India made significant progress on its FTA agenda during FY2025–26, with expanded preferential trade arrangements expected to improve market access, reduce tariff barriers, strengthen supply chain integration, and create new opportunities for textile and apparel exporters across key international markets.

Key drivers supporting textile market growth

Global Supply Chain Realignment Favouring India

Global brands are increasingly diversifying sourcing beyond traditional manufacturing hubs, positioning India as a preferred destination supported by its integrated textile value chain, manufacturing capabilities, and skilled workforce.

Expanding Market Access Through FTAs and Tariff Advantages

Progress on India's Free Trade Agreements (FTAs) and an improving tariff landscape are enhancing export competitiveness, expanding market access, and creating new opportunities across key global markets.

Capacity Expansion Supported by Government Initiatives

Leading textile manufacturers are expanding capacities across value-added and premium segments, supported by government initiatives such as PM MITRA, PLI, ATUFS, and export promotion schemes, strengthening India's manufacturing ecosystem and long-term growth potential.

Improving Global Demand Outlook

Normalising retail inventory levels and improving demand sentiment among global retailers are expected to support a gradual recovery in textile and apparel exports.

Retailer Consolidation Creating Opportunities

Consolidation among global retailers is increasing sourcing from large, reliable, and compliant suppliers, creating opportunities for established Indian textile manufacturers with integrated operations and scalable production capabilities.

Technology-Led Manufacturing Advancements

The adoption of automation, digital technologies, and advanced manufacturing processes is improving productivity, product quality, operational efficiency, and responsiveness across the textile value chain.

Growing Focus on Sustainability

Sustainability continues to influence global sourcing decisions, encouraging manufacturers to adopt environmentally responsible production practices, resource-efficient processes, and sustainable raw materials.

Outlook

The Indian textile industry is entering a favourable phase where multiple structural drivers are converging. While global demand is expected to recover gradually, India's competitive position has strengthened as international brands increasingly diversify sourcing, rationalise supplier bases, and seek reliable manufacturing partners. At the same time, supportive trade agreements, improving tariff competitiveness, policy initiatives, and continued investments in value-added manufacturing are creating a stronger foundation for long-term growth.

Source: https://newsonair.gov.in/indias-textile-sector-grows-2-1-in-fy-2025-26/

https://inductusglobal.com/indias-textile-export-growth-in-2026-what-it-means-for-global-apparel-buyers/

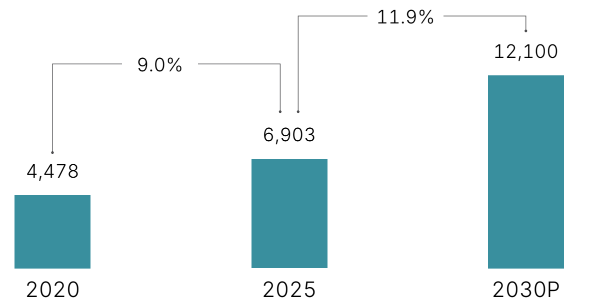
2.4 Apparel Industry

India's apparel industry continues to be one of the fastest-growing segments of the retail sector, supported by rising disposable incomes, rapid urbanisation, favourable demographics, and increasing fashion consciousness. Changing consumer lifestyles, greater brand awareness, and expanding digital connectivity are accelerating the shift from unorganised markets to branded and organised retail formats, creating significant opportunities for established apparel retailers.

The industry is also benefiting from the growing influence of e-commerce and omnichannel retailing, which are expanding market reach and improving accessibility across geographies. Online channels are increasingly driving apparel purchases, particularly in Tier II and Tier III cities, where rising internet penetration, digital payment adoption, and improving logistics infrastructure are enabling wider consumer participation.

The Indian apparel market was valued at approximately ₹ 6,903 billion in FY 2025 and is projected to reach ₹12,100 billion by FY 2030, reflecting a CAGR of roughly 12%. Growth is being supported by rising disposable incomes, increasing fashion consciousness, growing demand across value and premium segments, and the influence of digital and social media platforms. Simultaneously organised retail is estimated to increase its share from approximately 44.3% in FY 2025 to 51.0% by FY 2030, driven by greater brand penetration, improved customer experiences, and the expanding reach of organised retailers across the country.

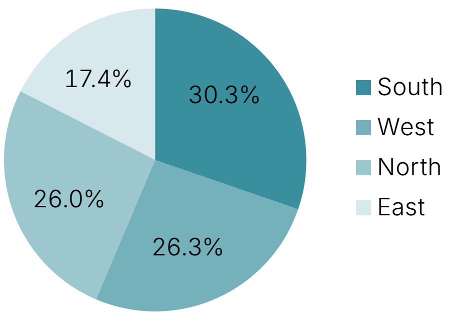
Indian Apparel Retail Market Size (₹ billion) (Fiscal)



(Source: Secondary Research, The Knowledge Company Analysis)

Regional Split

The Indian apparel market is well-distributed across regions. This distribution is influenced by population trends, levels of urbanization, and how people consume in various areas.



(Source: Secondary Research, The Knowledge Company Analysis)

Key Industry Trends

Shift Towards Branded Apparel

Consumers are increasingly gravitating towards branded apparel, driven by greater emphasis on quality, consistency, design, and shopping experience. This shift is accelerating the formalisation of the apparel market and supporting the growth of organised retail players.

Growing Importance of Value Retail

Value-led retail formats are gaining traction as consumers become increasingly price conscious and seek affordable fashion options. This trend is driving retailers to expand their value offerings and strengthen their presence across emerging and non-metro markets.

Organised Retail Gaining Market Share

Organised retail formats continue to expand their presence through exclusive brand outlets, large-format stores, and omnichannel platforms. Wider product assortments, enhanced customer experiences, and transparent pricing are driving higher consumer preference for organised retailers.

Regional Brands Expanding Their Reach

Regional apparel brands are leveraging strong local market understanding, established sourcing networks, and customer loyalty to expand beyond their core geographies. Their ability to offer differentiated products at competitive price points is supporting growth across new markets.

Increasing Focus on Private Labels

Private labels are emerging as an important growth driver for organised retailers. By offering differentiated merchandise, greater control over product development, and improved margins, private labels are helping retailers strengthen customer loyalty and profitability.

Women's Wear Driving Market Growth

Women's wear remains the largest segment of the Indian apparel market, supported by rising workforce participation, evolving fashion preferences, increasing disposable incomes, and growing demand across ethnic, western, and occasion-wear categories.

Sustainability Becoming a Key Differentiator

Consumers and retailers are placing greater emphasis on responsible sourcing, sustainable materials, and environmentally conscious manufacturing practices. Sustainability credentials are increasingly influencing purchasing decisions and brand perception.

Rapid Expansion of E-commerce

Digital channels continue to transform apparel retail through improved accessibility, convenience, and product discovery. Growing internet penetration, smartphone adoption, and digital payments are accelerating online apparel purchases across urban and emerging markets.

Supportive GST Structure for Value Apparel

Recent GST revisions have improved affordability within the value apparel segment, supporting demand among price-conscious consumers and creating favourable conditions for value-focused retailers.

Rising Demand from Tier II and Tier III Cities

Tier II and Tier III cities are emerging as key growth engines for the apparel industry. Rising incomes, increasing brand awareness, improving retail infrastructure, and expanding digital connectivity are driving apparel consumption across these high-potential markets.

Outlook

The outlook for India's apparel industry remains highly favourable, supported by strong consumption fundamentals, increasing retail formalisation, rising fashion awareness, and continued digital adoption. As organised retail gains market share and consumer demand expands across geographies and categories, growth opportunities are expected to emerge for established players. At the same time, the industry continues to witness intense competition across segments, particularly within value fashion, requiring retailers to remain agile in merchandising, pricing, and customer engagement. Companies with strong brands, differentiated product offerings, efficient sourcing capabilities, and omnichannel presence are expected to be better positioned to navigate the evolving market environment and capitalise on long-term growth opportunities.

2.5 Festive and Wedding Wear Market

The Indian festive and ethnic wear market remains one of the largest and most culturally significant segments of the apparel industry. Supported by India's rich textile heritage, skilled artisan ecosystem, and growing preference for branded apparel, the category is expanding beyond traditional occasions into contemporary and everyday fashion. Fusion wear, modern silhouettes, and premium handcrafted products are further broadening its appeal, particularly among younger consumers.

The market stood at ₹ 1,033 billion in FY 2025 and is projected to reach ₹1,767 billion by FY 2030, reflecting a CAGR of approximately 11.3% during the forecast period. Growth is being supported by increasing expenditure on weddings, the rising popularity of multi-event celebrations, coordinated family dressing, greater influence of social media trends, and growing preference for premium and branded occasion wear.

Key Industry Trends

Revival of Craft-Led and Heritage Apparel

Consumers are increasingly valuing authenticity, craftsmanship, and cultural heritage, driving demand for handwoven sarees, traditional textiles, artisanal products, and region-specific weaving styles. This trend is reinforcing the relevance of India's rich textile heritage within the modern fashion landscape.

Wedding Economy Driving Sustained Demand

India's wedding market continues to be a major growth driver for ethnic wear. Rising expenditure on weddings, destination celebrations, and occasion-led purchases is supporting strong demand for sarees, lehengas, and premium ethnic apparel across consumer segments.

Ethnic Wear Expanding Beyond Festive Occasions

Ethnic apparel is increasingly being adopted for workwear, social gatherings, and everyday fashion. Contemporary designs, fusion wear, lightweight fabrics, and modern silhouettes are broadening the category's appeal, particularly among younger consumers.

Growing Global Recognition of Indian Fashion

Indian textiles, embroidery techniques, and traditional silhouettes are gaining visibility across international fashion platforms. The growing appreciation for heritage-inspired fashion is creating new opportunities for Indian ethnic wear brands in global markets.

Sustainability Influencing Purchase Decisions

Consumers are showing greater preference for products made using natural fabrics, traditional weaving techniques, and responsible production practices. Sustainability is increasingly becoming a differentiator for ethnic wear brands and retailers.

Rising Adoption of Online Ethnic Wear Shopping

Improved product visualisation, virtual try-ons, AI-driven recommendations, and seamless digital experiences are encouraging consumers to purchase ethnic wear online, supporting the growth of omnichannel retail models.

Premiumisation of Ethnic Wear

Rising disposable incomes and aspirational consumption are driving demand for premium ethnic apparel featuring superior fabrics, craftsmanship, exclusivity, and personalised designs, particularly within wedding and occasion-wear categories.

Longer Fashion Cycles Supporting Category Resilience

Ethnic wear trends evolve more gradually than western fashion, allowing traditional designs and classic styles to remain relevant for longer periods and supporting sustained consumer demand.

Outlook

The festive and wedding wear market is expected to benefit from strong demand, growing preference for branded products, increasing premiumisation, and expanding omnichannel adoption. Supported by India's cultural heritage and evolving fashion preferences, the segment remains well positioned for sustained long-term growth.

Source: https://www.vyansaintelligence.com/industry-report/india-ethnic-wear-market-analysis

2.6 Silk Sector in India

India's association with silk dates back over 5,000 years, with mentions in ancient scriptures such as the Atharva Veda and the Mahabharata. As a key hub along the historic Silk Route, the country developed a rich legacy of silk craftsmanship and trade. Renowned varieties such as Kanchipuram, Banarasi, Patola, Muga, and Eri silk continue to hold a prominent place in India's wedding, festive, and ceremonial wear traditions.

Today, India is the world's second-largest silk producer, contributing nearly 25% of global silk output. Once largely a labour-intensive cottage industry, the sector is evolving into a modern agro-textile ecosystem driven by technological advancements, productivity improvements, value addition, and premiumisation. Reflecting its growth potential, the Central Silk Board aims to double the value of India's silk value chain from around ₹55,000 crore to over ₹1.1 lakh crore by 2030.

Growing consumer preference for handcrafted, heritage-rich products, coupled with a stronger focus on domestic production and quality enhancement, is reinforcing silk's importance within India's textile and ethnic wear landscape. The sector has also expanded its geographical footprint, with silk cultivation now spanning nearly all states and around 476 silk-producing districts. India's silk exports reached approximately ₹2,300 crore in FY 2024-25 and are expected to exceed ₹2,500 crore in FY 2025-26, reflecting rising global demand for natural and premium silk products.

Key growth drivers

Import Substitution Boosting Self-Reliance

Rising domestic production of high-quality Bivoltine silk is reducing dependence on imports, improving supply-chain resilience, and lowering sourcing costs. Adoption of Automatic Reeling Machines (ARM) is further enhancing yarn quality and productivity.

Digitalisation Improving Efficiency

Platforms such as the SILKS Portal are enabling scientific cultivation planning, better resource utilisation, and greater climate resilience. Real-time price information is also improving transparency and farmer participation.

Export Premiumisation Creating Value

Growing global demand for traceable, sustainable, and ethically sourced textiles is increasing opportunities for Indian silk producers to access premium markets and realise higher value.

Cultural Significance Sustaining Demand

Silk continues to hold a central place in Indian weddings, festivals, and cultural celebrations, ensuring steady demand across sarees, ethnic wear, and occasion-based apparel. Its strong association with tradition, heritage, and social customs supports long-term consumption across regions and generations.

Product Diversification Expanding Market Opportunities

Growing consumer interest in diverse silk varieties such as Mulberry, Muga, Eri, Tasar, and blended silks is broadening the market landscape. Continuous innovation in textures, designs, and applications is enabling the industry to cater to evolving consumer preferences and new usage occasions.

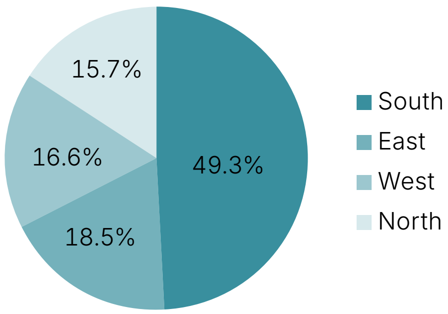
India Saree Market

The saree remains one of India's most iconic and enduring apparel categories, deeply embedded in the country's cultural, social, and ceremonial traditions. Backed by a rich legacy of weaving and textile craftsmanship, the category continues to evolve by blending heritage aesthetics with contemporary fashion preferences.

Today, the market is witnessing a convergence of traditional artistry and modern design, offering consumers a wide range of fabrics, styles, and price points. Growing appreciation for handcrafted textiles, premiumisation, and changing fashion trends are further strengthening the category's appeal across generations and regions.

The Indian saree market was valued at approximately ₹ 608 billion in FY 2025, making it one of the largest segments within the women's apparel industry. The category continues to benefit from its versatility across festive, wedding, occasion, and everyday wear, enabling sustained demand across consumer segments. Supported by rising disposable incomes, increasing expenditure on celebrations, growing preference for branded products, and expanding retail accessibility, the market is projected to grow at a CAGR of approximately 9.9% to reach ₹ 920 billion by FY 2030.

Saree Market Regional Split



(Source: Secondary Research, The Knowledge Company Analysis)

Sourcing Network for Saree Market Across India

Region	Key Fabric / Saree Types Sourced	Major Centres	Key Characteristics
South India	Pure Mulberry Silk, Kanchipuram Pattu, Mysore Crepe Silk, Uppada Jamdani Silk, Silk-Cotton Blends, Fine Cotton	Kanchipuram, Arni, Kumbakonam, Thanjavur, Salem, Coimbatore (Tamil Nadu); Dharmavaram, Madanapalle, Uppada, Venkatagiri, Mangalagiri, Ponduru, Chirala (Andhra Pradesh); Mysore, Ilkal (Karnataka); Gadwal, Narayanpet, Pochampally (Telangana)	The largest sourcing region, renowned for premium silk sarees, traditional handlooms, fine cotton fabrics, and distinctive weaving clusters with strong artisanal heritage.
Western India	Paithani Silk, Art Silk, Georgette, Chiffon, Printed Cotton, Khadi Cotton	Yeola (Maharashtra); Surat, Ahmedabad (Gujarat)	Known for vibrant textile traditions, large-scale fabric processing capabilities, and speciality silk and synthetic fabric production.
Northern India	Banarasi Silk, Kota Doria, Cotton-Silk Blends	Varanasi (Uttar Pradesh); Kota, Kaithoon, Jaipur (Rajasthan)	Home to iconic weaving centres producing intricate silk brocades, lightweight woven fabrics, and traditional handcrafted textiles.
Central India	Chanderi, Maheshwari, Silk-Cotton Blends	Chanderi, Maheshwar (Madhya Pradesh)	Renowned for lightweight, elegant handwoven fabrics that combine silk and cotton, reflecting centuries-old weaving traditions.
Eastern India	Tussar Silk, Sambalpuri Ikat, Muslin / Jamdani	Bhagalpur (Bihar); Sambalpur, Chapa (Odisha); Kolkata (West Bengal)	A major centre for handloom and heritage textiles, known for natural silk varieties, intricate ikat weaving, and fine muslin craftsmanship.

(Source: Secondary Research, The Knowledge Company Analysis)

Key Industry Trends

Cultural Significance Driving Sustained Demand

Deep-rooted cultural relevance during weddings, festivals, religious ceremonies, and family celebrations continues to support consistent demand for sarees across generations.

Changing Family Structures Supporting Higher Spending

The rise of nuclear families and increasing household incomes is enhancing discretionary spending on premium, occasion-led, and branded ethnic wear.

Digital Influence and Fashion Awareness

Social media, influencers, and digital platforms are accelerating fashion awareness and encouraging more frequent apparel purchases.

Growing Preference for Branded Retail

Consumers are increasingly gravitating towards established brands that offer quality assurance, wider product selection, and superior shopping experiences.

Product Innovation Across Price Segments

Diverse fabric options, designs, and price points are enabling retailers to cater to varied consumer preferences and purchasing power.

Rising Female Workforce Participation

Increasing female labour force participation is driving demand for sarees beyond festive occasions, supporting growth in the professional and daily-wear ethnic apparel segment.

Government Support for Traditional Textiles

Initiatives promoting indigenous products, handloom development, and GI-tagged weaves are strengthening the saree ecosystem while enhancing authenticity and artisan livelihoods.

Growing Aspirational Demand in Smaller Cities

Rising incomes, greater fashion awareness, and improved retail access in Tier-II and Tier-III cities are fuelling demand for branded and premium sarees.

Expansion of Ready-to-Wear Sarees

Pre-stitched and ready-to-wear formats are improving convenience and attracting younger consumers, helping broaden the category's appeal.

Sustainability and Traceability

Demand for eco-friendly fabrics, natural dyes, and transparent sourcing practices is creating opportunities within the premium saree segment.

Heritage Craftsmanship Driving Premiumisation

Growing appreciation for handwoven and region-specific sarees such as Banarasi, Kanjeevaram, Patola, and Chanderi is supporting premium demand and reinforcing the value of India's textile heritage.

Outlook

The Indian saree market is poised for steady growth, driven by its enduring cultural significance, rising disposable incomes, and evolving fashion preferences. Increasing demand for premium and handcrafted products, growing adoption of ready-to-wear formats, and expanding organised retail and e-commerce channels are expected to support market expansion. Additionally, the rising focus on sustainability, traceability, and authentic craftsmanship is creating new opportunities in the premium segment, reinforcing the long-term relevance of the category.

Source: https://www.imarcgroup.com/india-saree-market, https://globalriskcommunity.com/notes/how-is-the-india-saree-market-changing-with-modern-fashion-trends

https://www.pib.gov.in/PressReleasePage.aspx?PRID=2257197&reg=3&lang=2

https://www.wbcsmadeeasy.in/indias-silk-value-chain-to-reach-%E2%82%B9110000-crore/

3. Company Overview

Sai Silks (Kalamandir) Limited is one of South India's leading ethnic apparel retailers, offering a diverse portfolio of sarees, ethnic wear, and value-fashion products through a multi-format retail platform. The Company has built a strong presence across key southern markets through five distinct retail formats—Kancheepuram Varamahalakshmi, Kalamandir, Mandir, Valli Silks, and KLM Fashion Mall—each catering to specific customer segments and price points. Its product portfolio includes premium and ultra-premium silk sarees, bridal wear, lehengas, women's ethnic apparel, men's and children's ethnic wear, as well as value-fashion offerings designed for weddings, festive occasions, celebrations, and everyday wear.

As of March 31, 2026, the Company operated 81 stores across 24 cities, spanning approximately 7.85 lakh square feet of retail space. Its presence extends across Telangana, Andhra Pradesh, Karnataka, Tamil

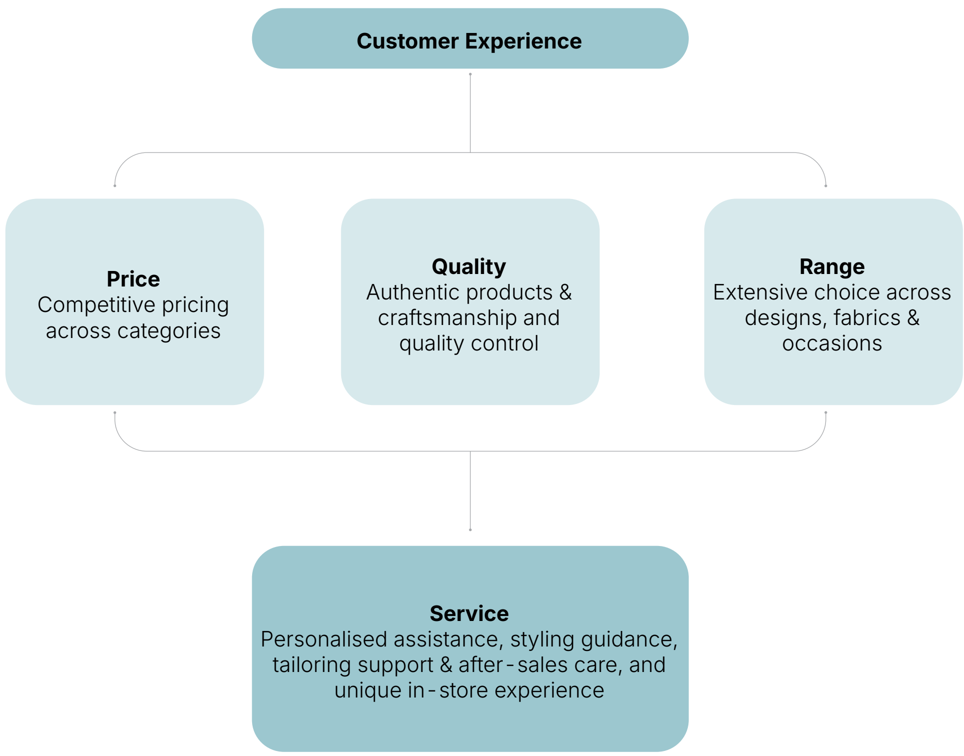
Nadu, and Puducherry, supported by a growing omnichannel ecosystem that combines physical retail with digital engagement and e-commerce capabilities. The Company's cluster-based expansion strategy, coupled with investments in technology, inventory management systems, and customer analytics, enables operational efficiencies while enhancing customer reach and service quality.

A key differentiator for Sai Silks lies in its deep understanding of the ethnic apparel market, particularly the saree category, which remains deeply embedded in India's cultural and social fabric. Saree purchases are often associated with significant life events and celebrations, making them highly experiential in nature. Consumers typically evaluate factors such as fabric, craftsmanship, design, colour, weaving style, and occasion relevance, while purchasing decisions frequently involve family participation and personalised guidance. Recognising these nuances, the Company has developed immersive store environments featuring curated product assortments, spacious layouts, culturally inspired aesthetics, and knowledgeable sales personnel who enhance the overall shopping experience.

Backed by strong brand equity, an extensive sourcing network, differentiated retail formats, and a customer-centric approach, Sai Silks has established itself as a trusted destination for ethnic fashion. By serving a broad spectrum of consumer preferences across premium, mid-market, and value segments, the Company continues to strengthen its leadership position in South India's organised ethnic apparel retail market while pursuing sustainable growth through both physical and digital channels.

Customer Value Proposition

The Company's customer engagement and sales strategy is built around its PQRS Framework, which serves as the foundation of the shopping experience across its retail formats.



Brands

Kalamandir

Launched in 2005, Kalamandir is our flagship retail format and a trusted destination for family ethnic wear. We offer a comprehensive range of sarees, women's wear, menswear, and children's apparel across multiple price points, catering to diverse customer preferences and occasions. With 9 stores across Andhra Pradesh, Telangana, and Karnataka, Kalamandir has built strong brand recognition and continues to be a key pillar of our portfolio. We expect the format to play an important role in our future expansion, particularly across Karnataka and select urban markets.

Mandir

Mandir is our premium ethnic wear format, created for customers seeking exclusive and personalised occasion wear. The format specialises in customised sarees, lehengas, and ethnic apparel featuring intricate craftsmanship, embroidery, and handcrafted detailing. Through close collaboration between customers, designers, and artisans, we deliver bespoke creations tailored to individual preferences. With 3 stores, Mandir strengthens our presence in the premium and luxury ethnic wear segment.

Kancheepuram Varamahalakshmi

Kancheepuram Varamahalakshmi (VML) is our largest and most profitable retail format and remains the primary growth driver of our business. We offer an extensive collection of pure silk, handloom, bridal, festive, and occasion wear sarees sourced from renowned weaving centres across India. Known for its heritage-inspired shopping experience and temple-themed architecture, VML has established itself as a preferred destination for saree purchases across South India.

Currently Contributing approximately 52% of our overall revenue, VML continues to benefit from strong customer trust built around its compelling value proposition of Price, Quality, and Range (PQR). With a presence across Andhra Pradesh, Telangana, Karnataka, Tamil Nadu, and Puducherry, we expect this format to continue driving growth as we deepen our presence in existing markets and selectively expand into new geographies.

Valli Silks

Valli Silks is our newest retail format, designed to cater to younger and value-conscious women consumers. Focused on powerloom sarees, entry-level silk sarees, and fashion sarees at accessible price points, the format combines a curated product offering with efficient and compact store layouts. As of March 2026, we operated 11 Valli Silks stores.

The format provides a scalable growth platform supported by attractive store economics, efficient inventory management, and targeted customer positioning. Valli Silks complements our premium saree formats while expanding our reach within the broader ethnic wear market.

KLM Fashion Mall

KLM Fashion Mall is our value-fashion retail format, positioned as a one-stop family shopping destination. We offer an extensive range of affordable apparel across men's, women's, children's, and youth categories, supported by a strong value proposition and wide merchandise assortment.

With 19 stores across South India, KLM provides us with exposure to the growing value-fashion segment. While market conditions in certain categories have remained challenging, we continue to focus on improving store productivity, optimising merchandise assortments, enhancing sourcing efficiencies, and strengthening profitability. KLM remains an important part of our diversified retail portfolio and long-term growth strategy.

SWOT Analysis

Strengths

- Strong portfolio of established ethnic wear brands catering to premium, mid-premium, and value-conscious consumer segments.
- Extensive retail network supported by a scalable store-led business model and strong brand recognition across key markets.
- Deep sourcing ecosystem comprising weavers, artisans, manufacturers, and long-standing supplier relationships.
- Strong positioning in sarees and ethnic wear categories, supported by heritage, product depth, and customer trust.
- Growing omnichannel capabilities integrating physical stores, e-commerce platforms, digital engagement, and customer outreach initiatives.
- Experienced leadership team with a proven track record of execution, growth, and profitability.
- Strong brand recall and a loyal customer base

Weaknesses

- Revenue concentration in South India exposes the business to regional economic and consumption trends.

- Significant dependence on physical retail channels owing to the experiential nature of saree and occasion wear purchases.
- Inventory management complexity arising from a large and diverse product portfolio spanning multiple categories and price points.
- Demand remains influenced by wedding seasons, festive calendars, and changing fashion preferences.
- Expansion into new markets requires sustained investments in brand building, customer acquisition, and market development.

Opportunities

- Increasing shift towards organised and branded ethnic wear retail across India.
- Rising disposable incomes and growing consumption demand in Tier II and Tier III cities.
- Expansion into new geographies supported by a scalable retail model and established brand portfolio.
- Growing demand for wedding wear, occasion wear, premium sarees, and heritage textiles.
- Opportunities to strengthen presence across men's wear, children's wear, and value-fashion categories.
- Leveraging technology, analytics, and customer insights to enhance merchandising, inventory planning, and customer engagement.
- Continued growth potential within core South Indian markets, which remain among the largest consumption centres for sarees and ethnic apparel in the country.

Threats

- Intensifying competition from national brands, regional retailers, online-first players, and the unorganised sector.
- Inflationary pressures and volatility in sourcing, employee, logistics, and occupancy costs.
- Changing consumer preferences and evolving fashion trends impacting purchasing behaviour.
- Supply-side challenges related to the availability of skilled artisans, weavers, and specialised craftsmanship.
- Delays in securing suitable retail locations or lower-than-expected store productivity in new markets.
- Cybersecurity, data privacy, and technology-related risks associated with increasing digital adoption.

4. Showroom Network

Our showroom network remains a key pillar of our customer engagement strategy and an important differentiator in the ethnic apparel retail market. Given the highly experiential and consultative nature of saree and ethnic wear purchases, our trained sales personnel assist customers in understanding product features, fabric characteristics, craftsmanship, weaving techniques, and styling options, enabling informed purchasing decisions.

We strategically locate our stores across key commercial and residential catchments to maximise customer accessibility and brand visibility. While maintaining a consistent brand identity across formats, our showrooms are thoughtfully designed to reflect local preferences and cultural nuances. Spacious layouts, curated product displays, effective visual merchandising, and customer-centric service standards help create an immersive and engaging shopping experience.

During the year, we continued to expand our retail footprint through the addition of new stores across existing markets and select new locations. Our expansion strategy remains focused on disciplined growth, prudent capital allocation, and enhancing store productivity while strengthening our presence across key markets. In addition to serving customers, our showroom network provides valuable consumer insights, enabling close collaboration between sales, merchandising, and procurement teams to align product offerings with evolving customer preferences.

Complementing our physical presence, we continue to strengthen our omnichannel capabilities through dedicated e-commerce platforms and digital engagement initiatives. Through detailed product presentations, curated collections, interactive content, and live showcase sessions, we extend the in-store experience to online customers. The integration of physical and digital channels enables us to engage with customers across multiple touchpoints while enhancing convenience, accessibility, and brand reach.

Directors' Report

State	No. of stores	Aggregate Area (sq. ft.)	2025-26 Revenue (₹ In crore)	2024-25 Revenue (₹ In crore)
Telangana	29	2,81,258	500.08	490.54
Andhra Pradesh	24	2,28,477	474.46	412.86
Karnataka	13	1,49,559	286.75	224.89
Tamil Nadu	14	1,14,867	370.93	325.70
Puducherry	1	10,692	21.45	8.02
Total	81	7,84,853	**1,653.67**	**1,462.01**

5. Marketing and Customer Engagement

Our extensive retail network is supported by a comprehensive marketing strategy focused on strengthening brand visibility, enhancing customer engagement, increasing footfalls, and driving sales across our retail formats. We adopt a balanced and data-driven approach to marketing, with a growing emphasis on digital platforms while maintaining a selective presence across traditional media channels.

Our marketing initiatives include:

- Digital and social media campaigns
- Print and outdoor advertising
- ATL and BTL marketing initiatives
- In-store promotions and customer engagement programmes
- Event-based branding and activation initiatives
- Celebrity endorsements and influencer collaborations
- Participation in cultural, religious, and community events

Dedicated teams manage our digital marketing efforts using performance analytics and customer insights to optimise campaign effectiveness, improve customer acquisition, and enhance engagement. The Company also leverages CRM-enabled customer communication programmes to strengthen customer relationships, improve retention, and deliver more personalised engagement across the customer lifecycle.

We also undertake targeted hyperlocal marketing programmes and localised campaigns tailored to specific markets and customer segments. Promotional activities are aligned with key festive, wedding, and seasonal demand periods and are supported by curated product assortments designed to reflect regional preferences and consumption trends.

Through disciplined marketing investments, increasing digital adoption, and focused customer engagement initiatives, we continue to strengthen brand equity, expand our customer base, and support sustainable business growth.

6. Human Resources

Our people are at the heart of our business and play a critical role in sustaining our growth and market leadership. We are committed to fostering a safe, inclusive, and equitable workplace supported by robust policies on employee welfare, well-being, health and safety, professional conduct, diversity, and equal opportunity. The Company places significant emphasis on employee care, engagement, and holistic well-being, creating a supportive work environment that promotes both personal and professional growth. Through a culture built on collaboration, respect, and continuous learning, we strive to create an environment where employees can grow, contribute, and realise their full potential.

Beyond our workforce, we recognise the invaluable contribution of our weavers, artisans, and sourcing partners, whose craftsmanship and expertise are fundamental to preserving the authenticity, quality, and heritage of our product offerings. These long-standing relationships strengthen our sourcing ecosystem and enable us to deliver distinctive products that resonate with customers across markets.

Effective collaboration across procurement, merchandising, sales, and supply chain functions enables us to respond swiftly to changing consumer preferences, evolving fashion trends, and market dynamics. Insights gathered through customer interactions and frontline sales teams help inform sourcing decisions, optimise inventory planning, and strengthen engagement with weavers, fabric manufacturers, and other supply partners.

We remain focused on attracting, developing, and retaining talent through structured learning and development programmes, continuous upskilling initiatives, performance management frameworks, leadership development initiatives, and merit-based recognition systems. The Company has implemented performance-linked incentive programmes designed to reward employee contribution, encourage excellence, and align individual performance with organisational objectives. By investing in our people and strengthening organisational capabilities, we continue to build a high-performance culture that supports long-term growth and value creation.

7. Financial Review

Financial Performance Indicators (KPIs):

(In ₹ Crores)

Particulars	As at March 31, 2026	As at March 31, 2025
Revenue from Operations	1,653.67	1,462.01
Gross Profit	695.66	610.88
Gross profit Margin	42.07%	41.78%
EBITDA	260.59	211.64
EBITDA Margin	15.76%	14.48%
PAT	140.92	85.39
PAT Margin	8.52%	5.84%
ROE	11.78%	7.78%
ROCE	13.53%	11.85%

The Company delivered steady top-line growth in FY 2025-26, with revenue increasing by 13.10% to ₹ 1,653.37 crores compared to ₹ 1,462.01 crores in FY 2024-25, supported by a 3% same-store sales growth. Profitability metrics also showed meaningful expansion in FY 2025-26, with EBITDA margin improving by 128 basis points. Gross margins remained healthy at 42.07% in FY 2025-26, registering an improvement of 30 basis points over last year.

PAT grew significantly in FY 2025-26 to ₹ 141 crores from ₹ 85 crores in FY 2024-25, representing a year-on-year increase of nearly 65%. Return ratios also strengthened meaningfully in FY 2025-26, with ROE improved by 400 basis point and ROCE increasing 168 basis points.

Operational performance overview and the significant changes in ratio

Particulars		As at March 31, 2026	As at March 31, 2025	Variance	Remarks for variance More than 25%
a)	**Current Ratio:**	5.18	4.48	15.78%	Not Applicable
	Current Assets	1,213.72	1,125.09		
	Current Liabilities	234.16	251.32		
b)	**Debt Equity:**	0.29	0.36	-19.92%	Total Debt as at 31.03.26 = Lease Liabilities of ₹341 Cr + actual borrowings of ₹ 20.22 Cr
	Total Debt (long-term and short-term)	361.22	405.02		
	Shareholder's Equity	1,260.47	1,131.77		
c)	**Debt Service Coverage Ratio:**	4.83	4.36	10.55%	Debt Service (Obligation) FY 25-26= Lease liabilities with Interest is of ₹43.90 Cr + Repayment of actual borrowings with Interest is of ₹ 13.77 Cr
	Earnings available for Debt Service	278.24	234.69		
	Debt Service (Obligation)*	57.67	53.77		
d)	**Return on Equity:**	11.78%	7.78%	51.40%	Improvement in operations vis-a-vis PAT
	Net Profits after taxes	140.92	85.39		
	Average Shareholder's Equity	1,196.12	1,097.35		
e)	**Inventory Turnover Ratio:**	2.08	1.95	6.53%	There is an improvement in this parameter
	Total Sales	1,653.67	1,462.01		
	Average Inventory	796.87	750.52		
f)	**Trade Receivables Turnover:**	676.19	502.37	34.60%	There is an improvement in this parameter due to increased Turnover and reduced receivables.
	Total Sales	1,653.67	1,462.01		
	Average Accounts Receivable	2.45	2.91		
g)	**Trade Payables Turnover:**	10.43	21.11	-50.59%	Company optimised Trade Creditors levels b/w 45 to 60 days
	Total Purchases	992.25	905.54		
	Average Trades Payable	95.16	42.90		
h)	**Net Capital Turnover:**	1.78	1.72	3.98%	There is an improvement in this parameter
	Total Sales	1,653.67	1,462.01		
	Average Working Capital	926.66	851.90		
i)	**Net Profit Ratio:**	8.52%	5.84%	45.90%	Due to increased operations, better profitability for the current year
	Net Profit	140.92	85.39		
	Total Sales	1,653.67	1,462.01		

Directors' Report

Particulars		As at March 31, 2026	As at March 31, 2025	Variance	Remarks for variance More than 25%
j)	**Return on Capital Employed:**	13.53%	11.85%	14.19%	Not Applicable
	Earning before interest and taxes	220.45	183.01		
	Capital Employed	1,629.12	1,544.41		
k)	**Return on Investment***	NA	NA	NA	Not Applicable

** There are no investments made by the company, as such the ratio is not applicable.*

8. Outlook

Sai Silks (Kalamandir) Limited delivered a resilient performance during the year, supported by its diversified brand portfolio, strong customer connect, and disciplined execution. Despite a dynamic retail environment characterised by evolving consumer preferences and competitive intensity, the Company continued to strengthen its market presence, expand its retail footprint, and enhance operational efficiencies.

The long-term outlook for the ethnic wear market remains favourable, driven by sustained demand from weddings, festive occasions, cultural celebrations, and rising discretionary spending. Increasing formalisation of the retail sector, growing brand consciousness, and expanding consumption across Tier II and Tier III cities are expected to create significant opportunities for organised players. South India continues to remain a key market for ethnic apparel, particularly sarees and women's ethnic wear, reinforcing the Company's strategic positioning. At the same time, the Company remains focused on strengthening its presence across existing markets while selectively expanding into newer geographies to broaden its customer base and capture emerging growth opportunities.

The Company enters FY 2026-27 with a debt-free balance sheet, strong operating cash flows, and healthy internal accruals, providing significant financial flexibility to support future growth. Backed by this strong financial position, the Company plans to add approximately 100,000 sq. ft. of retail space in the coming year, representing an increase of around 8–10% in retail area. Importantly, both the capital expenditure and incremental working capital requirements associated with this expansion are expected to be funded entirely through internal resources and ongoing cash flow generation, enabling the Company to pursue growth opportunities while maintaining financial discipline and a debt-free capital structure. The Company will continue to focus on prudent capital allocation and effective cash management to support margin improvement, operational efficiency, and sustainable growth.

Looking ahead, the Company will focus on enhancing store productivity, optimising merchandise assortments, strengthening customer engagement, and expanding its omnichannel capabilities. A key area of focus will be deepening relationships with sourcing clusters across the country to ensure timely access to differentiated products that closely align with evolving customer preferences. The Company will continue to leverage data-driven insights to better understand consumer behaviour, optimise merchandise assortments, and improve store-level performance. Investments in technology, digital platforms, and AI-enabled initiatives will further strengthen operational efficiencies, improve decision-making, and support scalable growth across formats. Backed by strong brand equity, deep sourcing relationships, and a proven retail model, the Company remains well positioned to capitalise on evolving consumer trends and drive sustainable long-term growth.

9. Governance, Integrity and Transparency

The Company remains committed to upholding the highest standards of corporate governance, ethical business conduct, financial discipline, and transparency. These principles are embedded across its operations and decision-making processes, ensuring accountability, responsible management, and long-term value creation. Through a strong governance framework, prudent financial management, robust internal controls, and transparent stakeholder communication, the Company continues to foster trust among shareholders, customers, employees, business partners, and the broader community. As the Company pursues its growth ambitions, these values will remain central to its strategy and commitment to sustainable business practices.

10. Risk and concerns

The Company operates in a dynamic retail environment where performance is influenced by changing consumer preferences, market competition, supply chain efficiency, and cost dynamics. To sustain growth and profitability, the Company continuously strengthens its sourcing capabilities, operational efficiency, quality standards, and workforce development initiatives while maintaining a customer-centric approach.

Consumer Demand Sensitivity

- Performance is influenced by discretionary spending, wedding seasons, and festive demand.

Competitive Market Dynamics

- Intense competition necessitates strong inventory planning, product differentiation, and customer engagement.

Talent Availability

- Sustaining service excellence depends on attracting, training, and retaining skilled employees.

Supply Chain Dependence

- Timely procurement from weavers, artisans, and vendors is critical to maintaining product availability and quality.

Cost and Margin Pressures

- Fluctuations in raw material, employee, and occupancy costs may impact profitability.
- The Company mitigates these pressures through strategic pricing and operational efficiencies.

Quality Assurance

- Consistent product quality remains essential to preserving customer trust and brand reputation.
- Robust quality control processes are maintained across the sourcing and merchandising value chain.

11. Cautionary statement

Certain statements in the MDA section about future prospects may be forward-looking statements, which include a number of underlying identified and unidentified risks and uncertainties that might cause actual results to differ considerably. In addition to the aforementioned macroeconomic changes, such ongoing geopolitical developments pose unprecedented, unknown and continually shifting risk(s) to the company and the environment in which it operates. The report's facts and statistics are based on the findings of these assumptions, which are based on available internal and external information. Because the factors behind these assumptions change with time, so do the estimates upon which they are founded. These forward-looking statements reflect only the company's current objectives, beliefs, or expectations and each forward-looking statement is only as of the date it was made. The company disclaims any duty to alter or update any forward-looking statements, whether as a result of new information, future events, or otherwise.

12. Internal financial control systems

Internal financial controls, including entity-level controls, have been introduced to ensure that business operations run smoothly and efficiently. This includes following Company policies and procedures, maintaining accounting records that are accurate and comprehensive, preparing and reporting reliable financial information on time, protecting assets and preventing and detecting fraud and errors. These internal financial controls were examined using an internal audit procedure designed by the Company and a professional firm hired to conduct systematic internal audits. Based on the evaluations, the directors confirm that the applicable Accounting Standards were followed in the preparation of the financial statements for the fiscal year ending March 31, 2026. Internal financial controls were determined to be generally adequate and effective, with no significant flaws discovered.

13. Disclosure of Accounting Treatment

The Company has prepared financial statements which comply with Ind AS applicable for periods ending on March 31, 2026, together with the comparative period data as at and for the year ended March 31, 2025, as described in the summary of significant accounting policies. Primarily a treatment different from that prescribed in an Accounting Standard has not been followed in the preparation of financial statements. However, as regards amendments to certain accounting standards, the applicability / effect on the financial statement has been evaluated and been treated accordingly as explained in Note 1 of the Standalone Financial Statements. Further, the financial statements represent a true and fair view of the underlying business transactions.

Annexure-VII

Report on Corporate Governance

This Report on Corporate Governance has been prepared in accordance with Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "Listing Regulations").

1. Company's philosophy on Corporate Governance

Sai Silks (Kalamandir) Limited (Sai Silks) is committed to adopt the best corporate governance practices to manage the affairs of the company in an ethical, accountable, transparent and fairway with an ideal blend of both legal and management practices to embed the same in decision making process of the Company, and to communicate the same in an accurate and timely manner in such a way that both stakeholders' expectations and legal standards are not only met, but the company stands ahead of them.

The Company continuously strives to comply with the corporate governance requirements prescribed under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. It considers the protection of stakeholders' interests and the dissemination of timely and reliable financial and operational information as a core responsibility.

The Company has adopted various policies and codes in line with applicable regulatory requirements, and adherence to these frameworks enables it to uphold high standards of governance, integrity and accountability in all its operations.

2. Board of Directors

The Board is at the core of our Corporate Governance practices and it oversees and ensures that the Management serves and protects the long-term interest of all our stakeholders. We believe that an active, well informed and independent Board is necessary to ensure the highest standards of Corporate Governance.

a. Composition and Category of Directors

The Board of Directors comprises an optimum combination of Executive and Non-Executive Directors, with an Independent Director serving as the Chairman of the Company. As on the date of this Report, the Board consists of seven (7) Directors, of which three (3) are Executive Directors and four (4) are Independent Directors, including one Woman Director.

The composition of the Board is in compliance with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

None of the Directors of the Company holds directorships in more than seven listed companies. Further, none of the Managing Director or Whole-time Directors serves as an Independent Director in more than three listed companies.

As on 31st March 2026, the composition of the board is as follows:

S.No	Name of the Director	Designation
A	Executive Directors	
	Mr. Nagakanaka Durga Prasad Chalavadi (DIN: 01929166)	Managing Director
	Mr. Kalyan Srinivas Annam (DIN: 02428313)	Whole Time Director
	Mr. Doodeswara Kanaka Durgarao Chalavadi (DIN: 02689280)	Whole Time Director
B	Non-Executive Directors	
	Mr. Ravindra Vikram Mamidipudi (DIN:00008241)	Chairman & Independent Director
	Mr. Venkata Ramakrishna Kunisetty (DIN: 00133248)	Independent Director
	Mr. Pramod Kasat (DIN: 00819790)	Independent Director
	Ms. Sirisha Chintapalli (DIN: 08407008)	Independent Director

Note: During the Financial Year 2025–26, there was no change in the composition of the Board of Directors. However, subsequent to close of Financial Year, i.e., effective May 06, 2026, Ms. Sirisha Chintapalli resigned from the office of Independent Director of the Company and Ms. Sridevi Dasari has been appointed as an Additional Director, (Woman independent director) effective May 12, 2026, who holds her office as such upto the date of ensuing Annual General Meeting or for a period of 3 months whichever is earlier.

b. Number of Board Meetings and Attendance of Directors thereat

The board met 5 times during the financial year 2025-26 on the following dates:

May 16, 2025	July 25, 2025
October 27, 2025	January 19, 2026
March 29, 2026	

c. Directors Attendance

Name of Director	May 16, 2025	July 25, 2025	October 27, 2025	January 19, 2026	March 29, 2026
Mr. Ravindra Vikram Mamidipudi	Present	Present	Present	Present	Present
Mr. Nagakanaka Durga Prasad Chalavadi	Present	Present	Present	Present	Present
Mr. Kalyan Srinivas Annam	Present	Present	Present	Present	Present
Mr. Doodeswara Kanaka Durgarao Chalavadi	Present	Present	Present	Present	Present
Mr. Pramod Kasat	Present	Present	Present	Present	Present
Ms. Sirisha Chintapalli	Present	Present	Present	Present	Present
Mr. Venkata Ramakrishna Kunisetty	Present	Present	Present	Present	Present

d. Number of other board of directors or committees in which a director is a member or chairperson and name of the listed entities where the person is a director and the category of directorship.

Name of the Director	Directorship in other companies (Note)		Committee memberships held in other Public companies		Name of the listed entities & Category of directorship	Attendance at the last AGM (August 29, 2025)
	Public	Private	Member	Chairman		
Mr. Ravindra Vikram Mamidipudi	5	12	13	5	Ahlada Engineers Limited - Independent Director ASM Technologies Limited – Non-Independent Director-	Yes
Mr. Nagakanaka Durga Prasad Chalavadi	1	0	2	None	None	Yes
Mr. Kalyan Srinivas Annam	1	2	None	None	None	Yes
Mr. Doodeswara Kanaka Durgarao Chalavadi	0	0	None	None	None	No
Ms. Sirisha Chintapalli	2	3	7	4	Zen Technologies Limited – Independent Director	Yes
Mr. Pramod Kasat	4	2	11	5	Advanced Enzyme Technologies Limited – Independent Director Natural Capsules Limited – Independent Director Fermenta Biotech Limited. – Independent Director	yes
Mr. Venkata Ramakrishna Kunisetty	0	3	0	0	Nil	Yes

Note:

The Directorships held by Directors in other Companies, as mentioned above are as on March 31, 2026 and do not include Directorships in Foreign Companies if any.

e. Relationship Between Directors

Mr. Nagakanaka Durga Prasad Chalavadi (DIN 01929166), Managing Director, and Mr. Doodeswara Kanaka Durgarao Chalavadi (DIN 02689280), Whole-time Director, are related to each other as brothers within the meaning of "relative" under Section 2(77) of the Companies Act, 2013.

Except as stated above, none of the other Directors of the Company is related to each other in terms of the said provisions.

f. Number of Shares / Convertible instruments held by Non-executive Directors

None of the Non-Executive Directors holds any shares / convertible instruments in the Company except the following.

Mr. Pramod Kasat, Independent director holds 5,000 shares in the capacity of Karta of HUF (Pramod Kasat HUF).

g. web link for familiarisation programmes imparted to Independent directors

https://sskl.co.in/wp-content/uploads/2026/05/Familiarisaiton-programme-2025-26.pdf

h. List of core skill / expertise / competencies / identified by the board of directors as required in the context of the business of the Company.

The Board Skills Matrix serves as a framework for identifying the core competencies, skills, knowledge, experience and personal attributes required for an effective Board. The Company's Board is a skill-based Board, comprising Directors who collectively possess the requisite expertise and experience to provide effective governance and strategic direction.

The Board is of the view that, considering the nature and scale of the Company's operations, the key skills and competencies required for its Directors include the following:

Core skills/expertise/competencies identified by the Board of Directors as required in the context of its business	Names of Directors who possess such skills/ expertise/competence
Leadership qualities and in-depth knowledge and experience in general management of organization	Mr. Nagakanaka Durga Prasad Chalavadi Mr. Kalyan Srinivas Annam Mr. Doodeswara Kanaka Durgarao Chalavadi
Exposure to sales and marketing management based on understanding of the customers, ads and publicity	Mr. Nagakanaka Durga Prasad Chalavadi Mr. Kalyan Srinivas Annam Mr. Doodeswara Kanaka Durgarao Chalavadi
Ability to analyse and understand the key financial statements, experience in the fields of taxation, audit, financial management, banking, insurance and investments, treasury, fund raising and internal controls	Mr. Ravindra Vikram Mamidipudi Mr. Venkata Ramakrishna Kunisetty Mr. Nagakanaka Durga Prasad Chalavadi Mr. Pramod Kasat
Interpersonal relations, human resources management, communication, corporate social responsibility including environment and sustainability	Mr. Ravindra Vikram Mamidipudi Mr. Nagakanaka Durga Prasad Chalavadi Mr. Kalyan Srinivas Annam Mr. Venkata Ramakrishna Kunisetty
Technical, professional skills and knowledge including legal, governance and regulatory aspects	Mr. Ravindra Vikram Mamidipudi Mr. Nagakanaka Durga Prasad Chalavadi Mr. Pramod Kasat Ms. Sirisha Chintapalli

Ms. Sridevi Dasari, who has joined the Board as an Independent Director, effective May 12, 2026, possess rich professional skills and knowledge including legal, governance and regulatory aspects.

i. In the opinion of the board, the Independent Directors fulfill the conditions specified in the Listing Regulations and are independent of the management.

j. Detailed reasons for the resignation of an independent director who resigns before the expiry of his[/her] tenure along with a confirmation by such director that there are no other material reasons other than those provided.

During the year under review, there was no instance of resignation of any Independent Director of the Company. However, subsequent to the closure of the financial year, Ms. Sirisha Chintapalli resigned from the office of

Independent Director of the Company with effect from May 06, 2026. The Board places on record its appreciation for the valuable contributions made by her during her tenure. Further, she has confirmed she has resigned in view of better professional opportunities and that there are no other material reasons apart from those stated.

3. AUDIT COMMITTEE

The company has in place an audit committee as per the provisions section of 177 of the Companies Act, 2013, Regulation 18 of the Listing Regulations. As on 31st March, 2026, the composition of Audit committee stood as follows:

Sl. No	Name	Category
1	Mr. Ravindra Vikram Mamidipudi	Chairperson
2	Mr. Venkata Ramakrishna Kunisetty	Member
3	Mr. Pramod Kasat	Member
4	Ms. Sirisha Chintapalli	Member

Note : Subsequent to close of Financial Year, i.e., effective May 06, 2026, Ms. Sirisha Chintapalli ceased to be a member of the Committee, consequent upon her resignation from the office of Independent Director of the Company. Further, Ms. Sridevi Dasari has been inducted as member of the Committee, upon her appointment to the office of independent Director, effective May 12, 2026.

The scope and functions of the Audit Committee are in accordance with Section 177 of the Companies Act, 2013, Regulation 18 of the Listing Regulations and its terms of reference include the following:

Powers of Audit Committee

The Audit Committee shall have powers, including the following:

a) to investigate any activity within its terms of reference;

b) to seek information from any employee;

c) to obtain outside legal or other professional advice;

d) to invite such of the executives, as it considers appropriate (and particularly the head of the finance function) to be present at the meetings of the committee, but on occasions it may also meet without the presence of any executives.

e) to secure attendance of outsiders with relevant expertise, if it considers necessary; and

f) such other powers as may be prescribed under the Companies Act and the Listing Regulations.

Role of Audit Committee

The role of the Audit Committee shall include the following:

a) oversight of financial reporting process and the disclosure of financial information relating to our Company to ensure that the financial statements are correct, sufficient and credible;

b) recommendation for appointment, re-appointment, replacement, remuneration and terms of appointment of auditors of our Company and the fixation of the audit fee;

c) approval of payment to statutory auditors for any other services rendered by the statutory auditors;

d) formulation of a policy on related party transactions, which shall include materiality of related party transactions;

e) reviewing, at least on a quarterly basis, the details of related party transactions entered into by our Company pursuant to each of the omnibus approvals given;

f) examining and reviewing, with the management, the annual financial statements and auditor's report thereon before submission to our Board for approval, with particular reference to:

(i) Matters required to be included in the director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;

(ii) Changes, if any, in accounting policies and practices and reasons for the same;

(iii) Major accounting entries involving estimates based on the exercise of judgment by management;

(iv) Significant adjustments made in the financial statements arising out of audit findings;

(v) Compliance with listing and other legal requirements relating to financial statements;

(vi) Disclosure of any related party transactions; and

(vii) Modified opinion(s) in the draft audit report.

g) reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to our Board for approval;

h) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to our Board to take up steps in this matter;

i) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

j) approval of any subsequent modification of transactions of our Company with related parties and omnibus approval for related party transactions proposed to be entered into by our Company, subject to the conditions as may be prescribed.;

k) scrutiny of inter-corporate loans and investments;

l) valuation of undertakings or assets of our Company, wherever it is necessary;

m) evaluation of internal financial controls and risk management systems;

n) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

o) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

p) discussion with internal auditors of any significant findings and follow up thereon;

q) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to our Board;

r) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

s) recommending to our Board the appointment and removal of the external auditor, fixation of audit fees and approval for payment for any other services;

t) looking into the reasons for substantial defaults in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

u) reviewing the functioning of the whistle blower mechanism;

v) monitoring the end use of funds raised through public offers and related matters;

w) overseeing the vigil mechanism established by our Company, with the chairman of the Audit Committee directly hearing grievances of victimization of employees and directors, who used vigil mechanism to report genuine concerns in appropriate and exceptional cases;

x) approval of appointment of chief financial officer (i.e., the whole-time finance director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;

y) reviewing the utilization of loans and/or advances from / investment by the holding company in the subsidiary exceeding ₹ 100 Crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing;

z) carrying out any other function as is mentioned in the terms of reference of the Audit Committee;

(aa). consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders; and

(ab). carrying out any other functions required to be carried out by the Audit Committee as contained in the Listing Regulations or any other applicable law, as and when amended from time to time

(ac). To formulate, review and make recommendations to the Board to amend the terms of reference of Audit Committee from time to time;

The Audit Committee shall mandatorily review the following information:

a) Management discussion and analysis of financial condition and results of operations;

b) Management letters / letters of internal control weaknesses issued by the statutory auditors;

c) Internal audit reports relating to internal control weaknesses;

d) The appointment, removal and terms of remuneration of the internal auditor;

e) Statement of deviations in terms of the SEBI Listing Regulations:

   i. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) where the Equity Shares are listed in terms of the SEBI Listing Regulations; and

   ii. annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of the SEBI Listing Regulations.

f) review the financial statements, in particular, the investments made by any unlisted subsidiary if any.

Composition, Names of members, Chairperson, Meetings and Attendance

The committee met 5 times during the financial year under review i.e., on May 16, 2025, July 25, 2025, October 27, 2025, January 19, 2026 and March 29, 2026.

S.No	Name	Designation	May 16, 2025	July 25, 2025	October 27, 2025	January 19, 2026	March 29, 2026
1	Mr. Ravindra Vikram Mamidipudi	Chairperson	Present	Present	Present	Present	Present
2	Mr. Pramod Kasat	Member	Present	Present	Present	Present	Present
3	Ms. Sirisha Chintapalli	Member	Present	Present	Present	Present	Present
4	Mr. Venkata Ramakrishna Kunisetty	Member	Present	Present	Present	Present	Present

The Company Secretary of the Company acts as a Secretary to the Committee.

All the members of the Audit Committee are financially literate and have expertise in accounting/ financial management.

All the recommendations of the Audit Committee have been accepted by the Board of Directors.

4. NOMINATION AND REMUNERATION COMMITTEE

The Company has in place a Nomination and Remuneration committee in line with the provisions of section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations. As on 31st March, 2026, the composition of Nomination and Remuneration committee stood as follows:

Sl. No	Name	Category
1	Mr. Venkata Ramakrishna Kunisetty	Chairperson
2	Mr. Ravindra Vikram Mamidipudi	Member
3	Mr. Pramod Kasat	Member
4	Ms. Sirisha Chintapalli	Member

Note: Subsequent to close of Financial Year, i.e., effective May 06, 2026, Ms. Sirisha Chintapalli ceased to be a member of the Committee, consequent upon her resignation from the office of Independent Director of the Company. Further, Ms. Sridevi Dasari has been inducted as member of the Committee, upon her appointment to the office of independent Director, effective May 12, 2026.

The scope and functions of the Nomination and Remuneration Committee is in accordance with Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations. The terms of reference of the Nomination and Remuneration Committee include the following:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors of the Company (the "Board" or "Board of Directors") a policy relating to the remuneration of the directors, Key managerial personnel and other employees ("Remuneration Policy").

   For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

   a. use the services of an external agencies, if required;

   b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

   c. consider the time commitments of the candidates

   The Nomination and Remuneration Committee, while formulating the above policy, should ensure that:

   - The level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run our Company successfully;

   - Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

   - Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short- and long-term performance objectives appropriate to the working of the Company and its goals.

2. Formulation of criteria for evaluation of the performance of the independent directors and the Board;

3. Devising a policy on Board diversity;

4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal and shall specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.

5. Determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;

6. To recommend, implement, design, execute, approve schemes of ESPS, ESOP, SAR, Sweat Equity and do all other activities as detailed under Sai Silks (Kalamandir) Limited Share based employee benefits Scheme 2022.

7. Carrying out any other functions required to be carried out by the Nomination and Remuneration Committee as contained in the SEBI Listing Regulations or any other applicable law, as and when amended from time to time."

8. Analysing, monitoring and reviewing various human resource and compensation matters;

9. Determining the Company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors;

10. Recommending to the board, all remuneration, in whatever form, payable to senior management and other staff, as deemed necessary;

11. Administering, monitoring and formulating detailed terms and conditions of the employee stock option scheme, if any, of the Company;

12. Reviewing and approving the Company's compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;

13. Performing such functions as are required to be performed by the compensation committee under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
14. Framing suitable policies, procedures and systems to ensure that there is no violation of securities laws, as amended from time to time, including:
    - the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
    - the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices Relating to the Securities Market) Regulations, 2003, by the trust, the Company and its employees, as applicable; and
15. Performing such other activities as may be delegated by the Board or specified/ provided under the Companies Act, 2013 to the extent notified and effective, as amended or by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended or by any other applicable law or regulatory authority.

Performance evaluation criteria by Independent Director

The criteria for performance evaluation cover the areas such as qualifications, experience, knowledge and competency, ability to function as a team, initiative, availability and attendance, commitment, integrity, constructive contribution, protection of interest of stakeholders, Independence and independent views. The independent directors reviewed the performance of Non-Independent directors and the entire Board of Directors, including the chairman, while considering the views of the Executive and Non-Executive directors, excluding the director being evaluated based on the above evaluation criteria laid down by the Nomination and Remuneration committee. The Independent directors were highly satisfied with the overall functioning of the Board and its various committees, which demonstrated a high level of commitment and engagement. They also appreciated the exemplary leadership of the chairman of the Board and its committees in upholding and following the highest values and standards of corporate governance. Post the review by the Independent Directors, the results were shared with the entire board and its respective committees. The Board expressed its satisfaction with the evaluation results, which reflects very high degree of engagement of the board and its committees with the management. Based on the outcome of the evaluation and assessment cum feedback of the directors, the board and the management have agreed on various action points, which will be implemented during the ensuing years.

Number of members, Chairperson, meetings and attendance

The Committee met once on March 17,2026 during the financial year under review

The Committee met on March 17, 2026 during the financial year under review

Sl. No	Name	Designation	March 17, 2026
1	Mr. Venkata Ramakrishna Kunisetty	Chairperson	Present
2	Mr. Ravindra Vikram Mamidipudi	Member	Present
3	Mr. Pramod Kasat	Member	Present
4	Ms. Sirisha Chintapalli	Member	Present

The Company Secretary of the Company acts as secretary to the Committee.

Details of remuneration for the year ended March 31, 2026

i. Executive Directors

₹ In Cr

Name of the Director	Salary	Other Benefits	Company's contribution to PF	Commission	Performance linked incentive	Total Remuneration
Mr. Nagakanaka Durga Prasad Chalavadi	5.00	-	-	-	-	5.00
Mr. Kalyan Srinivas Annam	1.99	-	-	-	-	1.99
Mr. Doodeswara Kanaka Durgarao Chalavadi	0.39	-	-	-	-	0.39

Payment of remuneration to the Executive / Whole Time Directors of the company is governed by the terms and conditions of their appointment as recommended by the Nomination and Remuneration committee and approved by the Board and Shareholders.

Details of shares held by Managing Director & Executive Directors in the Company as on date of this Report

Name of the Director	Designation	Shareholding (Face value ₹2 each)
Mr. Nagakanaka Durga Prasad Chalavadi	Managing Director	5,05,66,160 equity shares
Mr. Kalyan Srinivas Annam	Whole Time Director	Nil
Mr. Doodeswara Kanaka Durgarao Chalavadi	Whole Time Director	Nil

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The company has in place a stakeholders relationship committee in line with the provisions of section 178 (5) of the Companies Act, 2013 and Regulation 20 of SEBI (LODR) Regulations. As on 31st March, 2026, the composition of Stakeholders Relationship Committee stood as follows:

Sl. No	Name	Category / Designation
1	Ms. Sirisha Chintapalli	Chairperson
2	Mr. Nagakanaka Durga Prasad Chalavadi	Member
3	Mr. Kalyan Srinivas Annam	Member

Note : Subsequent to close of Financial Year, i.e., effective May 06, 2026, Ms. Sirisha Chintapalli ceased to be a member (Chairperson) of the Committee, consequent upon her resignation from the office of Independent Director of the Company. Further, Ms. Sridevi Dasari has been inducted as member (Chairperson) of the Committee, upon her appointment to the office of independent Director, effective May 12, 2026.

The scope and functions of the Stakeholders' Relationship Committee are in accordance with Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations. The terms of reference of the Stakeholders' Relationship Committee include the following:

1. Resolve the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;
2. Review of measures taken for effective exercise of voting rights by shareholders;
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent; and
4. Consider and specifically look into various aspects of interest of shareholders, debenture holders and other security holders;
5. Investigate complaints relating to allotment of shares, approval of transfer or transmission of shares, debentures or any other securities;
6. Give effect to all transfer/transmission of shares and debentures, dematerialisation of shares and rematerialisation of shares, split and issue of duplicate/consolidated share certificates, compliance with all the requirements related to shares, debentures and other securities from time to time;
7. Review of various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.
8. Carry out such other functions as may be specified by the Board from time to time or specified/provided under the Companies Act or SEBI Listing Regulations, or by any other regulatory authority.
9. Approve, register, refuse to register transfer or transmission of shares and other securities;
10. Sub-divide, consolidate and or replace any share or other securities certificate(s) of the Company;
11. Allot and get the shares listed;
12. Authorise affixation of common seal of the Company;
13. Issue duplicate share or other security(ies) certificate(s) in lieu of the original share/ security(ies) certificate(s) of the Company;
14. Approve the transmission of shares or other securities arising as a result of death of the sole/ any joint shareholder;
15. Carry out any other functions contained in the Companies Act, 2013 and/or equity listing

agreements (if applicable), as and when amended from time to time; and

16. Further delegate all or any of the power to any other employee(s), officer(s), representative(s), consultant(s), professional(s), or agent(s).

17. Resolving grievances of debenture holders related to creation of charge, payment of interest/principal, maintenance of security cover and any other covenants.- Not Applicable as Company does not have debentures

Number of members, Chairperson, Meetings and Attendance

The committee met once during the financial year under review, i.e.; July 26, 2025

Sl. No	Name	Designation	July 26, 2025
1	Ms. Sirisha Chintapalli	Chairperson	Present
2	Mr. Kalyan Srinivas Annam	Member	Present
3	Mr. Nagakanaka Durga Prasad Chalavadi	Member	Present

The Company Secretary of the Company acts as secretary to the Committee.

No. of shareholders complaints received during the FY	Nil
No. of complaints not resolved to the satisfaction of the shareholders	Nil
No. of pending complaints	Nil

6. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The company has in place a Corporate Social Responsibility (CSR) Committee in line with the provisions of section 135 of the Companies Act, 2013 to recommend the amount of expenditure to be incurred on the activities prescribed as per the approved policy and to monitor the Corporate Social Responsibility policy of the company from time to time. As on 31st March, 2026 and also and on date of this report, the composition of Corporate Social Responsibility committee stands as follows:

Sl. No	Name	Category
1	Mr. Ravindra Vikram Mamidipudi	Chairperson
2	Mr. Nagakanaka Durga Prasad Chalavadi	Member
3	Mr. Kalyan Srinivas Annam	Member

The terms of reference of the Corporate Social Responsibility Committee of our Company are as per Section 135 of the Companies Act, 2013 and the applicable rules thereunder, including:

a. formulate and recommend to the Board, a "Corporate Social Responsibility Policy" which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;

   i. Support the economically backward and children in the need of health and education;

   ii. Support the humanity during the natural calamities, donation of clothes to flood relief camps;

   iii. Collaborate in the initiatives of other NGOs for the cause of fostering the needy children health care;

   iv. Support the initiatives that would help the public at large in understanding the health hazards;

   v. Conduct the workshops and create awareness about conservation of natural resources;

   vi. Promote the activities, which would support the welfare and well-being of the Weavers Community;

   vii. Eradicate extreme hunger and poverty;

   viii. Infrastructure Development (village roads, culverts, bus shelters, solar lighting etc);

   ix. Ensure environmental sustainability;

   x. Drinking water / Sanitation;

   xi. Healthcare;

   xii. Community Development;

   xiii. Education and vocational training;

   xiv. Skill Development;

   xv. Child care and nutrition.

b. review and recommend the amount of expenditure to be incurred on the activities referred to in clause (a);

c. review and recommend the amount of expenditure to be incurred on the activities referred to in clause (a), amount to be at least 2% of the average net profit of the Company in the three immediately preceding financial years, during such immediately preceding financial years, and the distribution of the same among various corporate social responsibility programs undertaken by the Company;

d. delegate responsibilities to the corporate social responsibility team and supervise proper execution of all delegated responsibilities;

e. review and monitor the implementation of corporate social responsibility programmes and issuing necessary directions as required for proper implementation and timely completion of corporate social responsibility programmes;

f. The Corporate Social Responsibility Committee shall formulate and recommend to the Board, an annual action plan in pursuance of its corporate social responsibility policy, which shall include the following:

   i. the list of corporate social responsibility projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Companies Act;

   ii. the manner of execution of such projects or programmes as specified in the rules notified under the Companies Act;

   iii. the modalities of utilisation of funds and implementation schedules for the projects or programmes;

   iv. monitoring and reporting mechanism for the projects or programmes; and

   v. details of need and impact assessment, if any, for the projects undertaken by the Company; and

g. monitor the corporate social responsibility policy of the Company and its implementation from time to time; and

h. any other matter as the Corporate Social Responsibility Committee may deem appropriate after approval of the Board or as may be directed by the Board from time to time and/or as may be required under applicable law, as and when amended from time to time.

The committee met once during the financial year under review, i.e.; May 10, 2025

Sl. No	Name	Designation	May 10, 2025
1	Mr. Ravindra Vikram Mamidipudi	Chairperson	Present
2	Mr. Nagakanaka Durga Prasad Chalavadi	Member	Present
3	Mr. Kalyan Srinivas Annam	Member	Present

The Company Secretary of the Company acts as secretary to the Committee.

CSR policy is available on the Company's website: https://sskl.co.in/wp-content/uploads/2022/07/CSR-Policy.pdf

7. RISK MANAGEMENT COMMITTEE

The Company has in place a Risk Management Committee and this committee consists of 5 members as follows:

Sl. No	Name	Category / Designation
1	Mr. Nagakanaka Durga Prasad Chalavadi	Chairperson
2	Mr. Kalyan Srinivas Annam	Member
3	Mr. Doodeswara Kanaka Durgarao Chalavadi	Member
4	Mr. Ravindra Vikram Mamidipudi	Member
5	Mr. Venkata Lakshmi Narasimha Sarma Konduri	Member

The Company Secretary of the Company acts as Secretary to the Committee.

The scope and functions of the Risk Management Committee are in accordance with Regulation 21 of the Listing Regulations. The terms of reference of the Risk Management Committee are as follows:

1. To formulate a detailed risk management policy which shall include:

   i. A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, environmental social and governance related risks), information, cyber security risks or any other risk as may be determined by the Committee.

   ii. Measures for risk mitigation including systems and processes for internal control of identified risk

   iii. Business continuity plan.

2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

3. To co-ordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per framework laid down by the board of directors;

4. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

5. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

6. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
7. To approve major decisions affecting the risk profile or exposure and give appropriate directions
8. To consider the effectiveness of decision-making process in crisis and emergency situations;
9. To balance risks and opportunities;
10. To generally, assist the Board in the execution of its responsibility for the governance of risk
11. To seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary;
12. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee and
13. Any other similar or other functions as may be laid down by Board from time to time and/or as may be required under applicable law, as and when amended from time to time, including the SEBI Listing regulations.

The committee met twice during the financial year under review, i.e.; July 26, 2025 & January 20, 2026.

Sl. No	Name	Designation	July 26, 2025	January 20, 2026
1	Mr. Nagakanaka Durga Prasad Chalavadi	Chairperson	Present	Present
2	Mr. Kalyan Srinivas Annam	Member	Present	Present
3	Mr. Doodeswara Kanaka Durgarao Chalavadi	Member	Present	Present
4	Mr. Ravindra Vikram Mamidipudi	Member	Present	Present
5	Mr. Venkata Lakshmi Narasimha Sarma Konduri	Member	Present	Present

8. SENIOR MANAGEMENT:

Particulars of the Senior management including the changes therein since the close of the previous financial year.

Sl. No	Employee Name	Department	Designation	Date of Joining
1.	Mohana Durga Rao Chalavadi	Business Operations	Senior Vice President	June 01, 2012
2.	Venkata Rajesh Annam	Business Operations	Senior Vice President	September 28, 2005
3.	Bharadwaj Rachamadugu	IT & E-commerce	Chief Executive Officer (CEO)	January 01, 2018
4.	Chakradhar Boorlagadda	Business Operations	Head of Sourcing & Strategy	November 01, 2005
5.	Venkata Lakshmi Narasimha Sarma Konduri	Finance	CFO	March 01, 2022
6.	Matte Koti Bhaskara Teja	Secretarial	Company Secretary & Compliance officer	November 05, 2018
7.	Sabitha Borra	Legal	General Manager	September 08, 2021
8.	Annam Sowjanya	Administration	General Manager	April 01, 2014
9.	Sai Ram Chavali	Human Resource	General Manager	February 12, 2024
None of the senior management personnel resigned during the year.				
-	-	-	-	-

9. SEPARATE MEETING OF INDEPENDENT DIRECTORS

The meetings of the independent directors during the year 2025-26 were held in accordance with the requirements of section 149 & Schedule IV of the Companies Act, 2013. During the year, the independent directors met twice, i.e., on January 19, 2026 and March 17, 2026 and all the independent directors attended the meetings.

V. Remuneration of Directors

a) all pecuniary relationship or transactions of the non-executive directors vis-à-vis the Company

The Company neither has any pecuniary relationship (except Sitting Fee) nor has entered into any transaction(s) with any of its non-executive directors.

b) Criteria of making payments to non-executive directors

The remuneration policy describing the criteria of making payment to non-executive directors may be accessed at https://sskl.co.in/wp-content/uploads/2022/07/Remuneration-Policy.pdf

c) Disclosures with respect to remuneration: (In addition to disclosures required under the Companies Act, 2013):

a. All elements of remuneration package of individual directors summarized under major groups, such as salary, benefits, bonuses, stock options, pension etc for the FY 2025-26.

a) The annual remuneration package of Executive Directors comprises a fixed salary component which is as follows:

₹ In Cr

S. No	Particulars of Remuneration	Mr. Nagakanaka Durga Prasad Chalavadi	Mr. Kalyan Srinivas Annam	Mr. Doodeswara Kanaka Durgarao Chalavadi
1	Designation	Managing Director	Whole Time Director	Whole Time Director
2	Gross Salary (In ₹)			
	a) Salary as per the provisions contained in section 17(1) of the Income-tax Act, 1961	5.00	1.99	0.39
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) of Income-tax Act, 1961	-	-	
3	Stock Option	-	-	-
4	Sweat Equity	-	-	-
5	Commission			
	- As % of profit	-	-	-
	- Others, If any	-	-	-
6	Others	-	-	-
	Total	**5.00**	**1.99**	**0.39**

b) Payment to Non- Executive Independent Directors

₹ in Cr

Sl. No	Name	Sitting Fee
1	Mr. Ravindra Vikram Mamidipudi	0.04
2	Mr. Pramod Kasat	0.04
3	Mr. Venkata Ramakrishna Kunisetty	0.04
4	Ms. Sirisha Chintapalli	0.04
	Total	**0.16**

b. Details of fixed component and performance linked incentives, along with the performance criteria:

- No Director has been paid any fixed component or performance linked incentives.

c. Service contracts, notice period, severance fees:

- Terms and conditions of appointment as per the resolution(s) as approved by the NRC, the Board of Directors and the members of the Company.

d. Stock option details, if any including issue at a discount as well as the period over which accrued and over which exercisable:

- The Company has not issued stock options to any of the directors.

10. General Body Meetings

AGM	Financial Year Ended	Date & Time	Venue	Special Resolution passed
17th	March 31, 2025	August 29, 2025 11.00 A.M.	Virtual	Nil
16th	March 31, 2024	September 27, 2024, 11.00 A.M.	Virtual	Nil
15th	March 31, 2023	August 24, 2023 10.30 A.M.	Registered office	1. Re-appointment of Ms. Sirisha Chintapalli (DIN: 08407008), to the office of Independent Director. 2. Re-appointment of Mr. Nagakanaka Durga Prasad Chalavadi (DIN: 01929166) to the office of Managing Director. 3. Re-appointment of Mr. Kalyan Srinivas Annam (DIN: 02428313) to the office of Whole Time Director. 4. Re-appointment of Mr. Doodeswara Kanaka Durgarao Chalavadi, (DIN: 02689280) to the office of Whole Time Director.

During the financial year under review, no resolution was passed through Postal Ballot. Therefore, providing details of person who conducted the Postal Ballot exercise does not arise. Also, no special resolution is being proposed through Postal Ballot as on the date of notice calling the ensuing Annual General Meeting. The members of the Company will be intimated appropriately as and when the Postal Ballot need arises.

Procedure for postal ballot

The Postal ballot will be conducted in accordance with the provisions of Sec 110 of The Companies Act, 2013 read with Rule 22 of The Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Information about Directors seeking appointment / Reappointment

Mr. Doodeswara Kanaka Durgarao Chalavadi (DIN 01929166) retires by rotation and being eligible offers himself for re-appointment and his details are given in the Notice.

Means of Communication

Subsequent to the listing of the Company's shares on September 27, 2023, the company has been undertaking dissemination of information in line with the Listing regulations on its website https://sskl.co.in/investor-relations/

The Quarterly, Half yearly and Yearly results are disclosed and communicated to the stock exchanges (BSE Limited and NSE Limited). The results are generally published in Business Standard (English) and Nava Telangana (vernacular language) and the results are also displayed on the company website https://sskl.co.in/investor-relations/ along with press releases and investor presentations made to institutional investors and / or analysts.

11. GENERAL SHAREHOLDER INFORMATION

a. The 18th Annual General Meeting of the company will be held on August 10, 2026 at 11:30 A.M. through Video Conferencing ("VC")/ Other Audio-visual Means ("OAVM") for details, please refer to the Notice of the AGM.

b. Financial Year (2025-2026)

The Financial year under review is 2025-2026 (01st April, 2025 to 31st March, 2026)

c. Dividend payment date: On or before September 09, 2026

Unclaimed Dividend – unclaimed dividend amount pertaining to FY 2023-24 is ₹ 96,062 (Rupees Ninety-Six Thousand and Sixty-Two only) as on March 31, 2026

Unclaimed dividend amount pertaining to FY 2024-25 is ₹ 1,15,093 (Rupees One lakh Fifteen Thousand and Ninety-three only) as on March 31, 2026

Transfer of unclaimed dividend and shares to Investor Education and Protection Fund

No unclaimed dividend on shares were required to be transferred to Investor Education and Protection Fund.

d. Listing on Stock Exchanges & Stock Code

- National Stock Exchange of India Limited (NSE), Exchange Plaza, 5thFloor, Plot No. C/1, G-Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051
- BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.

The Annual Listing fees in respect of both the Stock Exchanges have been paid.

The Company has paid custodial fees for the year 2026-27 to National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL] on the basis of number of beneficial accounts maintained by them as on March 31, 2026.

e. Stock Code –
BSE – 543989
NSE – KALAMANDIR
ISIN - INE438K01021

f. Suspension – No shares / securities of the Company suspended during the year under review.

g. Registrar and Share Transfer Agent

Bigshare Services Private Limited
306, Right Wing, 3rd Floor, Amrutha Ville,
Opp. Yashoda Hospital, Raj Bhavan Rd, Somajiguda,
Hyderabad, Telangana 500082
Telephone: 040 40144967
investor@bigshareonline.com
Website: www.bigshareonline.com

h. Share Transfer System

The Company engages the services of M/s. Bigshare Services Private Limited, Hyderabad in case of any physical share transfers / transmission, etc. Share transfers, whether physical or demat are carried out in accordance with the provisions of Companies Act, 2013. The Company has appointed M/s. Bigshare Services Private Limited, Hyderabad to act as its RTA.

i. Shareholding pattern and Distribution of shares as on March 31, 2026

Range of Equity Shares Held	Shareholders		Shares Face value-₹2/-	
	Number of Shareholders	% of Shareholders	Number of Shares held	% of Shares held
Upto- 5000	61,988	96.59	1,36,52,682	8.90
5001 – 10000	1,178	1.84	43,44,819	2.83
10001 – 20000	547	0.85	39,80,772	2.60
20001 – 30000	153	0.24	19,31,578	1.26
30001 – 40000	80	0.12	14,11,630	0.92
40001 – 50000	43	0.07	9,85,884	0.64
50001 – 100000	97	0.15	34,95,537	2.28
100001 and above	90	0.14	12,35,63,210	80.57
Total	**64,176**	**100.00**	**15,33,66,112**	**100.00**

Shareholding Pattern as on March 31, 2026

Sl. No	Category	Total No of Shares (Face Value ₹2)	Total Percentage as a % of Total Share Capital
1	Promoter & Promoter Group	9,35,00,864	60.97
2	Public	3,42,10,496	22.31
3	Mutual Funds	1,05,48,919	6.88
4	Alternate Investment Funds	25,62,802	1.67
5	Foreign Portfolio Investors – Category I	7,75,490	0.51
6	Foreign Portfolio Investors – Category I	69,419	0.05
7	Foreign Institutions	25,000	0.02
8	Non-Resident Indians (NRIs)	10,22,064	0.67
9	Proprietary Firm	1,065	0.00 Negligible
10	Bodies Corporate	45,27,429	2.95
11	Trusts	2,100	0.00 Negligible
12	Clearing Members	1,04,319	0.07
13	Non-Promoter & Non-Public	60,16,145	3.92
	Total	**15,33,66,112**	**100.00**

j. Dematerialization of shares & liquidity

As on March 31, 2026 and further also as on date of this Report, the entire share capital of the company is held in dematerialization mode. The entire shareholding of Promoters and Promoter Group is in dematerialization form.

k. Outstanding GDR/ADR/Warrants or any convertible instruments, conversion date and likely impact on equity

The Company has not issued any GDRs, ADRs, Warrants or any other convertible instruments.

l. Commodity price risk or foreign exchange risk and hedging activities

Nil / N.A

m. Plant locations:

The Company is not engaged in any manufacturing activity and hence does not operate / maintain any factory or plant as such. The Company carries out its operations through its stores / warehouses, the details of which may be obtained from the website of the Company, www.sskl.co.in.

n. Investor's Correspondence

All queries of Investor(s) regarding our Company's shares in physical / Demat form may be sent to the Company Secretary of the Company, i.e., secretarial@sskl.co.in. Shareholders holding shares in electronic mode should address all correspondence to their respective depository participants.

o. Compliance officer
Mr. Matte Koti Bhaskara Teja
Company Secretary & Compliance officer
Sai Silks (Kalamandir) Limited
6-3-790/8, Flat no:1, Bathina Apartments,
Ameerpet, Hyderabad, Telangana 500016
Ph: 040 66566555
Email: secretarial@sskl.co.in

p. List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit program or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad

The Company does not have any debt instruments or fixed deposit program or any scheme or proposal involving mobilization of funds.

12. OTHER DISCLOSURES

i) Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large

All the transactions entered into with related parties as defined under the Companies Act, 2013 during the financial year were in the ordinary course of business and on arm's length basis.

Transactions with related parties are disclosed at Note No: 45 of the financial statements in the Annual Report.

We have formulated a policy on materiality of related party transactions and on dealing with related party transactions, which are in line with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The same has been uploaded on the website of the company https://sskl.co.in/wp-content/uploads/2025/01/Policy-on-Related-Party-Transactions.pdf

ii) Details of non-compliances by the Company, penalties, strictures imposed on the Company by the stock exchanges /SEBI/ statutory authority on any matter related to capital markets during the last three years.

Nil

iii) The Whistle Blower (Vigil) mechanism provides a channel to the employees to report to the management concerns about unethical behaviour, actual or suspected fraud or violation of the Codes of Conduct or policy and also provides for adequate safeguards against victimization of employees by giving them direct access to the Chairman of the Audit Committee in exceptional cases. No person has been denied access to the Chairman of the Audit Committee.

The Policy covers malpractices and events which have taken place / suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of Company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers concerning its employees. The Whistle Blower Policy of the Company is also posted on the website of the Company and may be accessed at https://sskl.co.in/wp-content/uploads/2022/07/Vigil-Mechanism-Policy.pdf

iv) Details of compliance of Mandatory and adoption of Non- Mandatory Requirements

The Company has complied with all the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has also adopted the discretionary requirements as specified in part E of Schedule II of the Regulations and the same may be referred at point no.15 hereunder.

v) Policy for determining material subsidiaries may be accessed on our website

https://sskl.co.in/wp-content/uploads/2025/01/Policy-on-material-subsidiary.pdf

vi) Policy on dealing with Related Party Transactions

https://sskl.co.in/wp-content/uploads/2025/01/Policy-on-Related-Party-Transactions.pdf

vii) Recommendation of the committees of Board

There were no such instances during the financial year 2025-26, wherein the board had not accepted the recommendation(s) made by any committees of the board.

viii) Commodity Price Risk and Commodity Hedging Risk – Not Applicable

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

x) A Certificate from M/s. P.S.Rao & Associates, Company secretaries in practice has been obtained to the effect that none of the directors on the board of the company has been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority and has been enclosed to this report.

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

- ₹ 0.35 Crores

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

The Board has constituted Internal Complaints Committee in accordance with the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"). This Committee has been constituted to specifically provide a safe, secure and enabling environment, free from sexual harassment to every woman.

Internal compliance Committee Composition & Attendance in Meetings:

Composition

Sl. No	Name	Designation
1	Ms. Syamala Allubilli	Chairperson
2	Ms. Sabitha Ghanta	Member
3	Ms. Kalpana Dulipudi	Member
4	Mr. Raghava Rangappa	Member
5	Mr. Sai Ram Phani Chalvadi	Member

During the year, the Committee met 4 times i.e., April 16, 2025, July 25, 2025, November 10, 2025 and February 12, 2026

Name	Designation	April 16, 2025,	July 25, 2025,	November 10, 2025	February 12, 2026
Ms. Syamala Allubilli	Chairman	Present	Present	Present	Present
Ms. Sabitha Ghanta	Member	Present	Present	Present	Present
Ms. Kalpana Dulipudi	Member	Present	Present	Present	Present
Mr. Raghava Rangappa	Member	Present	Present	Present	Present
Mr. Sai Ram Phani Chavali	Member	Present	Present	Present	Present

Sl. No	Particulars	
1	Number of complaints filed during the financial year	Nil
2	Number of complaints disposed of during the financial year	Nil
3	Number of complaints pending as on end of the financial year	Nil

12. **Disclosures by the Listed entity and its subsidiaries of Loans and advances in the nature of loans to firms/ companies in which directors are interested by the nature and amount:** Not applicable

13. **Details of the material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:** Not applicable.

14. **Non- compliance of any requirement of corporate governance report, with reasons thereof:**

    All the corporate governance requirements are complied with.

15. **The extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted:**

    Discretionary Requirements:

    Your Company has adopted / complied with the discretionary requirements specified in Part E of Schedule II as detailed below:

    i. **The Board:**

    Maintenance of Office to the Non-executive Chairperson at the Company's expense: The Non-executive Chairperson, being resident of the same city as of the Company, visits the Company's Registered Office / stores as and when deemed necessary. Hence, no separate office as such is required to be maintained. Further, the Board of Directors of the Company includes one woman Independent Director.

    ii. **Shareholders' rights:**

    All the quarterly financial results are being placed on the Company's Website, www.sskl.co.in, apart from publishing the same in the Newspapers and submission to Stock Exchanges, subsequent upon Listing.

    iii. **Modified opinion(s) in audit report:**

    There are no modified opinions in the Audit Report.

    iv. **Separate Posts of Chairman and the Managing Director or the CEO:**

    Mr. Ravindra Vikram Mamidipudi is the Non-executive Chairman of the Company, whereas Mr. Nagakanaka Durga Prasad Chalavadi is the Managing Director of the Company and Mr. Bharadwaj Rachamadugu is the Chief Executive Officer of the Company (CEO). The Chairman is not related to either the Managing Director or the CEO.

    v. **Reporting of Internal Auditor:**

    The Internal auditor reports to the Chairman of the Audit Committee directly.

    vi. **Meetings of Independent Directors:**

    As disclosed elsewhere in this Report, the Independent Directors held two meetings in the financial year, without the presence of non independent directors and members of the management and all the independent Directors were present at such meetings.

    vii. **Risk Management**

    A Risk Management Committee has been constituted and is in place, with the composition, roles and responsibilities in terms of regulation 21 of SEBI (LODR) Regulations, 2015.

16. **The Company has complied with the Corporate Governance requirements specified in Regulations 17 to 27 and Regulation 46 (2) (b) to (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details are as follows:**

Regulation	Particulars of regulations	Compliance status (Yes/No)
17	Board of Directors	Yes
18	Audit committee	Yes
19	Nomination and Remuneration committee	Yes
20	Stakeholders Relationship committee	Yes
21	Risk Management committee	Yes
22	Vigil mechanism	Yes
23	Related party transactions	Yes
24	Corporate Governance requirements with respect to Subsidiary of the Company	Not Applicable
25	Obligations with respect to independent directors	Yes
26	Obligation with respect to Directors and Senior Management	Yes
27	Other Corporate Governance requirements	Yes
46(2) (b) to (i)	Website	Yes

17. Disclosure with respect to demat suspense account / unclaimed suspense account:

No Demat Suspense Account/unclaimed suspense account

18. Prevention of Insider Trading

In compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time) and to preserve the confidentiality and prevent misuse of unpublished price sensitive information, the Company has adopted a Code of Conduct for regulating, monitoring and reporting of trading by insiders. This Code also provides for periodical disclosures from the designated Persons and their immediate Relatives as well as pre-clearance of transactions by such persons as per the thresholds mentioned in the code.

The code is applicable to Designated Persons and their Immediate relatives who are likely or may reasonably be expected to have access to the unpublished price sensitive information relating to the Company and the same is being implemented as a self-regulatory mechanism.

The said code of conduct may be accessed at https://sskl.co.in/wp-content/uploads/2026/05/Code-of-Insider-Trading.pdf

19. Code of Conduct:

In compliance with the provisions of the Listing Regulations, the Board has laid down a code of conduct for all Board members and Senior Management of the Company and it is posted on the website of the Company at https://sskl.co.in/wp-content/uploads/2022/07/Code-of-Conduct.pdf

All the members of the Board and the Senior Management Personnel and Designated Employees of the Company have affirmed compliance to the code of conduct, as at March 31, 2026.

The declaration from our Chief Executive Officer with regard to compliance of code of conduct by the Board of Directors and Senior Management is enclosed and forms part of this report.

20. Disclosure of certain types of agreements binding listed companies

(Information disclosed under clause 5A of paragraph A of Part A of Schedule III of Listing regulations): Nil

21. Certificate on Corporate Governance

The Company has obtained certificate from M/s P.S. Rao & Associates, Company Secretaries in practice regarding compliance with the provisions relating to Corporate Governance in terms of Part E of schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This certificate is attached to the Director’s Report.

22. MD CEO and CFO Certification

The MD CEO and CFO have certified to the Board with regard to the financial statement and other matters as required under regulation 17(8), read with Part-B of schedule II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH COMPANY'S CODE OF CONDUCT

In terms of SEBI (LODR) Regulations, 2015, I hereby confirm that all the Board members and Senior Management Personnel of the Company have affirmed compliance with the respective Code of Conduct, as applicable to them for the year ended March 31, 2026.

For Sai Silks (Kalamandir) Limited

Sd/-
Bharadwaj Rachamadugu
Chief Executive Officer

Date: July 15, 2026
Place: Hyderabad

MD CEO & CFO Certification

Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015

The Board of Directors
SAI SILKS (KALAMANDIR) LIMITED
Hyderabad.

We, Nagakanaka Durga Prasad Chalavadi, Managing Director, Bharadwaj Rachamadugu, Chief Executive Officer and Venkata Lakshmi Narasimha Sarma Konduri, Chief Financial Officer of Sai Silks (Kalamandir) Limited, to the best of our knowledge and belief certify that:

A. We have reviewed financial statements and the cash flow statement of our Company for the financial year ended March 31, 2026 and that to the best of our knowledge and belief:

   I. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   II. These statements together present a true and fair view of our Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by our Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of our Company pertaining to financial reporting and that we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to address these deficiencies.

D. We have indicated to the auditors and the Audit committee

   I. significant changes in internal control over financial reporting, if any, during the year;

   II. significant changes in accounting policies, if any, during the year and that the same have been disclosed in the notes to the financial statements; and

   III. that there are no Instances of significant fraud of which we have become aware and the involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For and on behalf of the Board of Directors

Sd/-	Sd/-	Sd/-
Nagakanaka Durga Prasad Chalavadi	**Bharadwaj Rachamadugu**	**Venkata Lakshmi Narasimha Sarma Konduri**
Managing Director	Chief Executive Officer	Chief Financial Officer
DIN 01929166		

Date: May 12, 2026

Place: Hyderabad

CERTIFICATE ON CORPORATE GOVERNANCE

TO
THE MEMBERS
SAI SILKS (KALAMANDIR) LIMITED.

We have examined the compliance of conditions of Corporate Governance by SAI SILKS (KALAMANDIR) LIMITED ("the Company"), for the year ended March 31, 2026, as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as referred to in Regulation 15(2) thereof.

The compliance of conditions of corporate governance is the responsibility of Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, to the extent applicable.

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

For P S Rao & Associates
Company Secretaries

Sd/-
Vikas Sirohiya
Partner
M.No. 15116
C.P. No: 5246
Peer Review No. 6678/2025
ICSI Unique Code: P2001TL078000
UDIN: A015116H000839830

Place: Hyderabad
Date: July 15, 2026

CERTIFICATE

(Pursuant to clause 10 of Part C of Schedule V of LODR)

In pursuance of sub clause (i) of clause 10 of Part C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; in respect of Sai Silks (Kalamandir) Limited, having CIN: L52190TG2008PLC059968, we hereby certify that:

- On the basis of the written representation/declaration received from the directors and taken on record by the Board of Directors, as on March 31, 2026, none of the directors on the Board of the company has been debarred or disqualified from being appointed or continuing as director of Companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on the basis of our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For P S Rao & Associates
Company Secretaries

Sd/-
Vikas Sirohiya
Partner
M.No. 15116
C.P. No: 5246
Peer Review No. 6678/2025
ICSI Unique Code: P2001TL078000
UDIN: A015116H000839940

Place: Hyderabad
Date: July 15, 2026

Business Responsibility & Sustainability Reporting

Annexure – VIII

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1. **Corporate Identity Number (CIN) of the Listed Entity -** L52190TG2008PLC059968
2. **Name of the Listed Entity –** SAI SILKS (KALAMANDIR) LIMITED
3. **Year of incorporation -** 2008
4. **Registered office address –** 6-3-790/8, Flat No-1, Bathina Apartments, Ameerpet, Hyderabad, Telangana 500016
5. **Corporate address -** Same as Registered office
6. **E-mail:** secretarial@sskl.co.in
7. **Telephone –** 040 29333666
8. **Website –** www.sskl.co.in
9. **Financial year for which reporting is being done –** 01st April 2025 to 31st March 2026
10. **Name of the Stock Exchange(s) where shares are listed –** BSE Ltd and NSE India Ltd
11. **Paid-up Capital –** ₹ 30.67 Cr (Including Treasury Stock)
12. **Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report-**
    Name: Mr. M.K.Bhaskara Teja,
    Ph: 040 29333666
    Email id: secretaial@sskl.co.in.
13. **Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).** Standalone basis
14. **Name of assurance provider -** Nil
15. **Type of assurance obtained -** Nil

II. Products/services

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

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Retail Trading of textile goods	Retail Trading of premium ethnic fashion, ethnic fashion for middle income and value-fashion	100%

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

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Textile goods	6211	100%

III. Operations

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

Location	Number of stores	Number of offices	Warehouses	Total
National	81	2	4	87
International	0	0	0	0

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	05 (Andhra Pradesh, Telangana, Karnataka, Tamil Nadu and Puducherry)
International (No. of Countries)	0

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

c. A brief on types of customers:

The Company caters to a diverse customer base across various age groups and socio-economic segments through its wide range of ethnic wear and value fashion offerings. The Company primarily specialises in retail trading of sarees, ethnic apparel and occasion wear, serving customers for daily wear, festive occasions, weddings and other cultural celebrations.

The Company's product portfolio includes traditional Indian ethnic wear, contemporary fashion and value-driven apparel offerings designed to meet evolving customer preferences while preserving cultural heritage and craftsmanship.

The Company's key differentiators include quality products at competitive prices, and exclusive designs, rich ethnic collections and a strong value-for-money proposition, which collectively contribute to enhanced customer satisfaction and brand loyalty.

IV. Employees

20. Details as at the end of Financial Year:

a. Employees (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
EMPLOYEES						
1.	Permanent (A)	6,315	3,783	59.90	2,532	40.10
2.	Other than Permanent (B)	-	-	-	-	-
3.	**Total employees (A + B)**	**6,315**	**3,783**	**59.90**	**2,532**	**40.10**

b. Differently abled Employees:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent (A)	58	23	39.60	35	60.40
2.	Other than Permanent (B)	-	-	-	-	-
3.	**Total differently abled employees (A + B)**	**58**	**23**	**39.60**	**35**	**60.40**

Note: Our workforce exclusively includes employees only and does not have workers.

21. Participation/Inclusion/Representation of women

Category	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	7	1	0.14 %
Key Management Personnel	2	0	0 %

22. Turnover rate for permanent employees

(Disclose trends for the past 3 years)

(Turnover rate in current FY) previous FY)	FY 2025-26 (Turnover rate in current FY)			FY 2024-25 (Turnover rate in previous FY)			FY 2023-24 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	16 %	21 %	18 %	15 %	11 %	13.5 %	9 %	14%	11 %

V. Holding, Subsidiary and Associate Companies (including joint ventures) –

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

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
	NA	NA	NA	NA

VI. CSR Details

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes)

(ii) Turnover (in ₹) 1,653.67 Crores

(iii) Net worth (in ₹) 1,260.47 Crores

VII. Transparency and Disclosures Compliances

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

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes https://vendors.sskl.co.in/raiseticket	0	0		0	0	
Investors (other than shareholders)	NA	0	0		0	0	
Shareholders	Yes https://www.bigshareonline.com/Investorlogin.aspx	0	0		0	0	
Employees	Yes https://sskl.co.in/wp-content/uploads/2022/07/Vigil-Mechanism-Policy.pdf	0	0		0	0	

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Customer	Yes https://kalamandir.com/terms-conditions	0	0		0	0	
Value Chain Partners	Yes https://vendors.sskl.co.in/raiseticket	0	0		0	0	
Other (please specify)	-	0	0		0	0	

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

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

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
1	Talent Management	Risk and Opportunity	The shop floor workforce is highly specialized, possessing niche skills critical to the organization's operations. Given the technical nature of the products, there is a shortage of skilled sales professionals with strong product knowledge and the ability to effectively engage customers. At the same time, an ageing workforce highlights the need to build a capable second line of talent to ensure business continuity, sustainability, and future growth. The organization also faces the risk of employee attrition due to competitive opportunities and retirement-related workforce loss. Understanding employee needs and implementing an effective talent management strategy are therefore essential to retaining high-performing sales and operational personnel. A strong retention and development framework not only helps preserve critical expertise but also creates opportunities to strengthen customer relationships and drive revenue growth. In addition, the back-office functions are heavily dependent on technology and specialized technical capabilities. Continuous innovation is vital to support top-line growth while mitigating operational and financial risks. The loss of key technical and operational talent could expose the organization to risks such as replication of capabilities by competitors, knowledge drain, and operational inefficiencies. Consequently, attracting, developing, and retaining relevant talent remains a strategic priority for sustaining competitive advantage and operational excellence.	Implementing a robust compensation and better incentive structure is essential to attract, motivate, and retain specialized talent across the organization. Competitive remuneration, performance-linked incentives, and employee-centric benefits help strengthen workforce commitment and reduce the risk of attrition, particularly in niche and high-demand roles. Creating a healthy and competitive work environment encourages employees to continuously enhance their skills, improve performance, and contribute to organizational growth. This can be achieved through clear career progression opportunities, recognition programs, learning initiatives, and a culture that values merit and innovation. In addition, establishing a transparent and objective talent evaluation framework is critical to building employee trust and engagement. Performance assessments should be based on clearly defined goals, competencies, and measurable outcomes. Recognizing and rewarding high-performing employees through fair appraisal systems, incentives, promotions, and leadership opportunities ensures that the right talent is retained and motivated to contribute toward long-term organizational success.	The organization is likely to experience an increase in payroll costs arising from both workforce replacement and talent enrichment initiatives. Replacing experienced and specialized employees often requires offering competitive compensation to attract suitable talent in a limited talent pool.

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
2	Shrinkage	Risk	Loss of fabric and garments due to inadequate store practices presents a significant financial risk to the organization, impacting profitability, inventory accuracy, and operational efficiency. Weak inventory controls, improper handling, pilferage, and process gaps can contribute to shrinkage and increase overall operational costs. At the same time, this challenge presents an opportunity to strengthen store management practices and introduce innovative solutions to control and reduce shrinkage. Implementing improved inventory monitoring systems, technology-enabled tracking mechanisms, standardized operating procedures, regular audits, and employee accountability measures can significantly enhance inventory control. Leveraging data analytics, automation, and process innovations can further help identify loss patterns, improve operational visibility, and minimize wastage. By proactively addressing these issues, the organization can not only mitigate financial losses but also improve operational efficiency, strengthen internal controls, and enhance overall profitability.	A robust double-check mechanism has been implemented for monitoring sensor tags to strengthen inventory controls and minimise discrepancies. Further, global counting audits are conducted on regular intervals across stores, warehouses and Store Managers are held accountable for stock accuracy and inventory management.	Additional manpower cost
3	Customer Experience	Risk and Opportunity	While the electronic and physical presentation of products may differ, the ultimate customer experience remains consistent. Delivering a superior customer experience contributes to increased impulse purchases, positive word-of-mouth publicity, and enhanced customer retention through repeat visits.	Regular training programmes on customer experience and service excellence are conducted for store staff to enhance customer engagement and satisfaction. The Company has also adopted technology-driven mechanisms to obtain customer feedback and implement appropriate corrective and preventive actions (CAPA). In addition, customer loyalty programmes are being strengthened to improve customer retention and encourage repeat purchases.	Technology Integration cost
4	Social Conditions	Risk	Customer footfall in malls and retail stores is influenced by prevailing social and economic conditions. A stable and positive social environment, festive occasions and community activities generally contribute to higher customer engagement and improved buying sentiment. Conversely, adverse or uncertain social conditions may impact consumer confidence and purchasing behaviour. Positive customer interactions and an encouraging shopping environment also play an important role in driving sales and enhancing the overall retail experience.	The Company ensures that all its retail outlets maintain adequate safety and security measures to provide a safe, secure and comfortable environment for customers, employees and other stakeholders.	Maintenance Cost

SECTION B: MANAGEMENT & PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	https://sskl.co.in/investor-relations								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4. Name of the national and international codes/certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Truste) standards (e.g. SA 8000, ISO, BIS) adopted by your entity and mapped to each principle.	NA								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any. 6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	At present, the Company has not formalised any specific, time-bound commitments or targets. However, it remains committed to identifying and implementing measurable goals in alignment with its long-term strategic priorities and evolving sustainability roadmap. Such targets may be set in the future as part of the Company's continuous improvement approach.								
Governance, leadership and oversight									
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements At Sai Silks (Kalamandir) Limited, we believe that sustainable and responsible business practices are essential for long-term growth and stakeholder value creation. During the year, the Company continued its focus on responsible sourcing, employee well-being, customer satisfaction, ethical business conduct, and strong corporate governance. As a retail organization with a diverse supply chain and widespread operations, we recognize the challenges associated with strengthening ESG practices and enhancing sustainability across our value chain. To address these challenges, we are continuously improving our governance processes, operational efficiencies, stakeholder engagement, and sustainability reporting mechanisms. We remain committed to integrating ESG principles into our business strategy and fostering responsible growth while creating value for our customers, employees, business partners, shareholders, and the communities we serve.									
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. Nagakanaka Durga Prasad Chalavadi, Managing Director								
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability-related issues? (Yes / No). If yes, provide details.	Mr. Nagakanaka Durga Prasad Chalavadi, Managing Director								

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow up action	The concerned teams of the Company periodically review performance and compliance under various policies and frameworks adopted by the Company. Key observations and updates arising from such reviews are regularly placed before the respective director for its review and guidance.																	
Compliance with statutory requirements of relevance to the principles and rectification of any non-compliances	The Company is in compliance with all applicable statutory and regulatory requirements in force during the financial year under review.																	

	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	No. however, the Company's policies undergo review by its internal team.								

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

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes	Not Applicable								
The entity does not consider the Principles material to its business (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

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

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

Essential Indicators

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

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	5	The Directors were periodically updated on matters relating to the industry, statutory and regulatory compliances, business model, risk assessment and mitigation measures, applicable laws and regulations and information technology, as well as significant business developments and other relevant updates concerning the Company.	100%
Key Managerial Personnel	5	The Key Managerial Personnel were periodically updated on matters relating to the industry, statutory and regulatory compliances, business model, risk assessment and mitigation measures, applicable laws and regulations and information technology, as well as significant business developments and other relevant updates concerning the Company.	100%
Employees other than BoD and KMP	429	We conduct the following training and programmes for our employees • Learning Management System • Weekly Training sessions on Store etiquette and management • Leadership Advances Programme • Product Knowledge on various ethnic and modern fashion wear • Stock Auditing and shrinkage control • Customer Service • Vision Building	87.85%

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):**

Monetary

	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	Nil	Nil	Nil	Nil	Nil
Settlement	Nil	Nil	Nil	Nil	Nil
Compounding fee	Nil	Nil	Nil	Nil	Nil

Non-Monetary

	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil

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

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

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.** Yes, https://sskl.co.in/wp-content/uploads/2024/08/Anti-Bribery-Policy.pdf

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

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

	FY 2025-26 (Current Financial Year)		FY 2024-25 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	No Complaints were received in relation to the issue of Conflict of Interest of the Directors and KMPs.	Nil	No Complaints were received in relation to the issue of Conflict of Interest of the Directors and KMPs.
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil		Nil	

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

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

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Number of days of accounts payables	60	11

9. Open-ness of business

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

Parameter	Metrics		FY 2025-26 Current Financial year	FY 2024-25 Previous Financial Year
Concentration of Purchases	a.	Purchases from trading houses as % of total purchases	2.64 %	3.42 %
	b.	Number of trading houses where purchases are made from	162	160
	c.	Purchases from top 10 trading houses as % of total purchases from trading houses	92.31 %	88.22 %
Concentration of Sales	a.	Sales to dealers / distributors as % of total sales	0	0
	b.	Number of dealers / distributors to whom sales are made	0	0
	c.	Sales to top 10 dealers / Distributors as % of total sales to dealers / distributors	0	0
Share of RPTs in	a.	Purchases (Purchases with related parties / Total Purchases)	0	0
	b.	Sales (Sales to related parties / Total Sales)	0	0
	c.	Loans & advances (Loans & advances given to related parties / Total loans & advances)	0	0
	d.	Investments (Investments in related parties / Total Investments made)	0	0

Leadership Indicators

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

Total number of awareness programmes held	Topics/ Principles covered under the training	% age of value chain partners covered (by value of business done with such partners) under the awareness program

We regularly interact with our vendors to facilitate discussions on conducting business in an ethical, transparent and fair manner. Further, we also encourage our large vendors to focus on products that are economically viable and environmentally sustainable.

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

The Company's Code of Conduct for Board Members and Senior Management Personnel provides that they shall not engage in any business, relationship or activity that may conflict, or appear to conflict, with the interests of the Company.

Any actual or potential conflict of interest involving a director or Senior Management Personnel is required to be promptly disclosed to the Board, who reviews the matter and determines the appropriate course of action. Further, the Code mandates that any Director or Senior Management Personnel having a conflict or potential conflict of interest shall abstain from participating in discussions and decision-making relating to such matters.

Refer code of conduct at https://sskl.co.in/wp-content/uploads/2022/07/Code-of-Conduct.pdf

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

Essential Indicators

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**
   - Not Applicable as our company is being engaged in retail trading of textile goods only

	Current Financial Year	Previous Financial Year	Details of improvements in environmental and social impacts
R&D	Not applicable, as the Company is engaged solely in the retail trading of textile products.		
Capex			

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

   Yes. The Company follows a defined vendor onboarding and due diligence process prior to entering into business relationships with suppliers and vendors. The evaluation process includes assessment of factors such as product quality, compliance with applicable laws and regulations, ethical business practices, operational capabilities, and health and safety standards, wherever applicable. The Company also seeks to maintain long-term relationships with suppliers, including weavers, manufacturers, wholesalers, and traders, and encourages responsible business practices across its supply chain.

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

   Yes. As a retail trading entity, the Company procures merchandise from a large and diverse network of suppliers across various regions. While sustainable sourcing principles are considered as part of the vendor evaluation and engagement process, the Company is currently in the process of strengthening its mechanisms for measuring and tracking sustainable sourcing parameters across its supply chain. Accordingly, the percentage of inputs sourced sustainably is presently not ascertainable.

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

   As the Company is engaged in retail trading and does not manufacture products, it does not currently operate a formal product take-back or end-of-life reclamation programme. However, the Company focuses on responsible management of operational waste, including packaging waste, e-waste, and other recyclable materials, through authorized recyclers and disposal agencies.

   The Company has undertaken initiatives to reduce the consumption of plastic and other environmentally sensitive materials and has achieved significant reduction in plastic usage across its operations in Tamil Nadu and Karnataka.

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

   The Company is primarily engaged in the retail trading of textile and apparel products and is not engaged in manufacturing activities. The applicability of Extended Producer Responsibility (EPR) requirements is evaluated on an ongoing basis in accordance with applicable environmental regulations. The Company remains committed to reducing plastic consumption and ensuring responsible disposal of waste through authorized agencies.

Leadership Indicators

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

NIC Code	Name of Product /Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
	Not Applicable, the Company hasn't conducted life cycle assessment (LCA) of any of its products.				

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Not Applicable as our company is not involved in manufacturing and dealing with only trade in textile goods.

Name of Product / Service	Description of the risk / concern	Action Taken
NA	NA	NA

3. **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Indicate input material	Recycled or re-used input material to total material	
	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
NA	NA	NA

4. **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:**

	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	-	-	77.01	-	-	-
E-waste	-	-	1.45	-	-	-
Hazardous waste	-	-	-	-	-	-
Other waste	-	-	38.65	-	-	-

5. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Nil	Nil

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

Essential Indicators

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

Category	Total (A)	% of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	3,761	3,376	89.76 %	3,376	89.76 %	-	-	-	-	-	-
Female	2,554	2,350	92 %	2,350	92 %	-	-	-	-	-	-
Total	**6,315**	**5,726**	**90.88 %**	**5,726**	**90.88 %**						

Other than Permanent employees – Not Applicable

b. Details of measures for the well-being of workers: Not Applicable

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

	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
Cost incurred on well- being measures as a % of total revenue of the company	0.26 %	0.33 %

2 Details of retirement benefits, for Current FY and Previous Financial Year

Benefits	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	93 %	NA	Yes	93%	NA	Yes
Gratuity	100 %	NA	Yes	100%	NA	Yes
ESI	86 %	NA	Yes	86%	NA	Yes
Others Please specify	-	-	-	-	-	-

3. Accessibility of workplaces

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

The Company's stores, warehouses and office premises are equipped with facilities such as elevators and handrails to support accessibility and ease of movement for differently abled persons.

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

Yes, at https://sskl.co.in/wp-content/uploads/2024/08/SSKL_Human-Rights-and-EOE_V1-final.pdf

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

Not Applicable since no employees were on parental/maternity leave.

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

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

	Yes/No (If Yes, then give details of the mechanism)
Permanent Workers	Not Applicable
Other than Permanent Workers	Not Applicable
Permanent Employees Other than Permanent Employees	The Company provides employees with multiple channels to raise grievances, concerns and suggestions in a transparent and confidential manner. In addition to the Prevention of Sexual Harassment (POSH) Committee and the Vigil Mechanism / Whistle Blower platform, employees have access to various forums such as interactions with the HR team, team meetings, quarterly business update sessions and discussions with the Managing Director and CEO. The grievance redressal mechanism adopted by the Company is designed to ensure fair, timely and effective resolution of concerns and broadly includes the following elements: • Detailed Discussion: The concerned parties are provided an opportunity for detailed interaction to understand the nature, background and specifics of the grievance, ensuring transparency and effective communication. • Investigation and Assessment: Matters are subject to an appropriate review and assessment process, which may include examination of facts, interactions with relevant individuals and evaluation of the issue from multiple perspectives to ensure an impartial outcome. • Corrective and Preventive Actions: Based on the findings, suitable corrective and preventive measures are implemented to address the concern, rectify any identified gaps and minimise the likelihood of recurrence. Through these mechanisms, the Company reinforces its commitment to maintaining a supportive, inclusive and employee-centric work environment founded on fairness, dignity and mutual respect.

7. Membership of employees in association(s) or Unions recognized by the listed entity: Nil

Category	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (D)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees						
Male	-	-	-	-	-	-
Female	-	-	-	-	-	-

8. Details of training given to employees:

Category	FY 2025-26 Current Financial Year					FY 2024-25 Previous Financial Year				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (A)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (B)	% (B / A)	No. (C)	% (C / A)
Male	3,783	3,015	79.70 %	3,368	89.03 %	3,958	2,795	70.14 %	3,337	84.31 %
Female	2,532	2,146	84.70 %	2,180	86.10 %	2,484	1,878	75.60 %	2,171	87.41 %
Total	**6,315**	**5,161**	**82.20 %**	**5,548**	**87.57 %**	**6,442**	**4,673**	**72.87 %**	**5,508**	**85.86 %**

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

Category	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
	Total (A)	No. (B)	B/A %	Total (C)	No. (D)	D / C %
Male	3,783	2,503	66.16 %	3,958	2,446	61.80%
Female	2,532	1,737	68.6 %	2,484	1,317	53%
Total	**6,315**	**4,240**	**67.38 %**	**6,442**	**3,763**	**57.40%**

10. Health and safety management system:

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

The nature of the Company's operations does not involve the use of heavy machinery or hazardous chemicals that would ordinarily pose significant occupational health and safety risks. Nevertheless, the Company remains committed to maintaining a safe and secure working environment across all its stores, warehouses and offices.

Store In-charges and Managers are regularly trained to identify, monitor and mitigate potential operational risks, including fire hazards, electrical safety issues, flooding and other emergency situations, thereby ensuring adherence to appropriate safety standards and robust emergency readiness.

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

The in-house administration team regularly monitors and reviews the condition and operational status of air-conditioning systems, electrical infrastructure and annual maintenance contracts to assess and mitigate potential operational and safety risks.

Further, based on observations and recommendations arising from internal audit reviews and periodic assessments, necessary modifications and improvements are implemented at stores, warehouses and offices to enhance operational efficiency, safety and employee comfort.

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

Not Applicable (since our company is not involved in manufacturing activities)

D. Do the employees of the entity have access to non-occupational medical and healthcare services? – Yes

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

Safety Incident/Number	Category*	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	0	0
Total recordable work-related injuries	Employees	0	0
	Workers	0	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

**Including in the contract workforce*

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

Yes. The Company is committed to providing a safe, secure and healthy working environment for all employees. To support this commitment, the Company has implemented structured processes which governing workplace safety and operational practices.

These processes establish clear operational guidelines and control measures to ensure the safety and wellbeing of employees, customers and assets across all stores, warehouses and office premises. The Company also undertakes periodic monitoring and awareness measures to promote adherence to established safety standards and protocols.

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

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	0	0	0	0
Health & Safety	0	0	0	0	0	0

14. Assessments for the year:

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

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

During the year under review, no health or safety incidents were reported across the Company's operations and accordingly, no corrective action plans were required to be initiated.

However, the Company continues to adopt preventive and precautionary health and safety measures, particularly in the post-pandemic environment. These measures include ensuring the availability of masks, hand gloves and hand sanitisers at workplaces, along with implementation of appropriate workplace hygiene and safety practices. The Company also undertakes suitable measures, wherever necessary, to manage employee density and maintain a safe working environment.

Leadership Indicators

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

   Yes. The Company ensures statutory social security coverage for eligible employees through schemes such as Employees' State Insurance (ESI) and Provident Fund (PF). In addition, the Company adopts a compassionate and employee-centric approach in addressing unforeseen circumstances involving employees and their families.

   Wherever warranted, the Company endeavours to provide appropriate support and assistance to employees or their dependents. The Company also considers providing employment opportunities on compassionate grounds to eligible family members of affected employees, based on the circumstances and interest of the family concerned.

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

   The Company encourages its value chain partners to adhere to applicable laws and regulations and uphold the principles of responsible business conduct, including integrity, transparency, and accountability in their operations. As part of its vendor onboarding and payment processes, the Company undertakes periodic verification of statutory compliance status, wherever applicable, including review of relevant registrations and compliance filings. The Company's internal accounts and procurement teams also perform necessary due diligence checks before releasing purchase orders and payments to vendors. These measures help promote compliance with statutory requirements across the value chain.

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

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable Employment	
	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Employees	Nil (since our company is not involved in manufacturing activities and dealing with hazardous materials)			

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

   Yes, the Company has a policy framework under which eligible employees may be offered suitable engagement opportunities with the Company post their retirement, based on business requirements and individual expertise.

   This approach enables the Company to continue benefiting from the experience, domain knowledge and skill sets of long-serving employees, while also facilitating a smooth transition and continued professional association for such employees.

5. **Details on assessment of value chain partners:**

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

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

Critical observations and recommendations arising from internal and external reviews, audits and assessments are systematically monitored and addressed through a time-bound corrective action process to ensure timely closure and continuous improvement.

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

Essential Indicators

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

The Company identifies its stakeholder groups through a structured internal process involving discussions with key functional heads and senior management to understand the individuals, entities and groups that either influence the Company's operations or are impacted by its business activities.

Based on such assessment, the Company has identified and mapped the following key internal and external stakeholders:

a) Customers

b) Employees

c) Shareholders

d) Business Partners/ Associates

e) Regulatory Authorities/ Bodies

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

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group	Channel of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, community meetings, Notice Board website), other	Frequency of engagement (Annual, Half yearly, Quarterly/ others) Please specify	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	Advertisements on print and electronic media, mail, voice call, webchat, contact form, social media	Regular	• Information about offers and promotions • Timely and efficient redressal of concerns • Receipt of feedback on the sale services offered by the Company
Employees	No	Company meetings, training programs, email, whatsapp group, in person discussion and workshops	Regular	• Training & Development initiatives • Safety and Well-being programmes • Performance review and career development • Employee recognition and engagement activities • Policy changes
Shareholders	No	Email, Annual General Meeting, Press Releases, Analyst / Investor Meetings, Statutory Electronic and Physical Correspondence	Need based / as per statutory requirements	• To appraise periodically on Company Performance. • Regular compliance reports and Periodic Business updates filing with the exchanges

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group	Channel of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, community meetings, Notice Board website), other	Frequency of engagement (Annual, Half yearly, Quarterly/ others) Please specify	Purpose and scope of engagement including key topics and concerns raised during such engagement
Business Partners/ Associates	No	Emails and Meetings	Regular	• Assessing supplier performance and addressing any queries • Understanding evolving industry trends and relevant best practices • Undertaking discussion on Sustainability Parameters
Regulatory Authorities/ Bodies	No	Electronic and Physical Correspondence, One-on-one meetings	As per statutory requirements	• Adherence to applicable laws and regulations • Timely response to any information sought

Leadership Indicators

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

The Company engages with its stakeholders through structured mechanisms such as customer feedback channels, employee interactions, vendor meetings and investor communications. These engagements help gather insights on economic, environmental, and social topics relevant to the business. While direct consultations with the Board may not occur in all instances, stakeholder feedback is systematically captured by respective department heads and functional teams. This information is then summarised and escalated to senior management through periodic reports, internal reviews, and sustainability assessments, ensuring that stakeholder perspectives are duly considered in strategic decision-making and risk management processes.

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

Yes, the Company actively leverages stakeholder feedback to identify and address key environmental and social challenges. It places a strong emphasis on inclusive consultations and stakeholder engagement. This collaborative approach enables the Company to pinpoint significant environmental and social aspects, ensuring that initiatives are aligned with both business objectives and stakeholder priorities. Feedbacks received from the consultative process acts as input for policy formation and decision making by the Management.

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.

The Company recognises its social responsibility towards vulnerable and marginalised stakeholder groups, particularly in the areas where it operates. It has undertaken initiatives such as local employment generation, educational support and skills training, community development programs aimed at improving livelihoods. Additionally, the Company ensures inclusivity in its hiring practices and provides support through fair wages, safe working conditions, and access to basic health and welfare amenities. These actions demonstrate the Company's commitment to addressing the needs and concerns of underserved populations and promoting equitable growth.

PRINCIPLE 5 Businesses should respect and promote human rights

Essential Indicators

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

Category	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
	Total (A)	No. of Employees / workers covered (B)	% (B / A)	Total (D)	No. of Employees / workers covered (C)	% (D / C)
Employees						
Permanent	6,315	4,209	67 %	6,442	3,996	62%
Other than permanent	-	-	-	-	-	-
Total Employees	**6,315**	**4,209**	**67 %**	**6,442**	**3,996**	**62%**

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

Category	FY 2025-26 Current Financial Year					FY 2024-25 Previous Financial Year				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Permanent	6,315	-	-	6,315	100%	6442	-	-	6315	100%
Male	3,783	-	-	3,783	100%	3958	-	-	3761	100%
Female	2,532	-	-	2,532	100%	2484	-	-	2554	100%
Other Permanent	-	-	-	-	-	-	-	-	-	-
Male		-	-	-	-	-	-	-	-	-
Female		-	-	-	-	-	-	-	-	-

3. **Details of remuneration/salary/wages**

a. **Median remuneration / wages:**

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	6	1,99,00,000	1	0
Key Managerial Personnel	2	58,75,000	0	0
Employees other than BoD and KMP	3,780	2,38,065	2,532	1,68,000

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

	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
Gross salaries paid to females as % of total salaries	27.37	32 %

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

The Company has constituted internal committees to periodically review and assess any matters relating to human rights and workplace conduct. These committees comprise functional heads and representatives from the Human Resources and Legal teams.

The committees objectively evaluate any identified issues or concerns and advise the management on appropriate processes, corrective measures and mechanisms for effective handling and resolution of such matters.

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

The Company has constituted an Internal Complaints Committee (ICC) in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, for prevention, redressal and resolution of complaints relating to sexual harassment at the workplace.

The Company also has an established Vigil Mechanism / Whistle Blower Policy that enables employees and stakeholders to report genuine concerns, unethical practices or instances of misconduct without fear of retaliation.

Further, the Company has adopted a Code of Conduct to promote ethical business practices and professional behaviour across the organisation. The framework ensures that concerns and issues, if any, are addressed promptly, fairly and with due attention.

6. Number of Complaints on the following made by employees.

Category	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	Nil	Nil	Nil	1	Nil	Nil
Discrimination at workplace	Nil	Nil	Nil	Nil	Nil	Nil
Child Labour	Nil	Nil	Nil	Nil	Nil	Nil
Forced Labour/Involuntary Labour	Nil	Nil	Nil	Nil	Nil	Nil
Wages	Nil	Nil	Nil	Nil	Nil	Nil
Other human Rights related issues	Nil	Nil	Nil	Nil	Nil	Nil

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

	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	1
Complaints on POSH as a % of female employees	Nil	Negligible
Complaints on POSH upheld	Nil	Nil

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

The Company has established robust mechanisms to prevent any adverse consequences to complainants in cases relating to discrimination, harassment or unethical conduct. The Company maintains a zero-tolerance approach towards retaliation, victimisation or unfair treatment against any individual raising a genuine concern or complaint.

Complaints are handled through established committees and formal grievance redressal mechanisms, including the Internal Complaints Committee (ICC) and Vigil Mechanism / Whistle Blower framework. Adequate safeguards are provided to ensure confidentiality of the complainant's identity and protection against any form of intimidation, discrimination or retaliation during and after the investigation process.

Further, complaints are addressed in a fair, impartial and time-bound manner, and access to appropriate support and escalation channels is made available to affected individuals, wherever required.

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

Yes, the Company ensures compliance with all applicable laws, rules and regulations, and the relevant compliance requirements are appropriately incorporated into its business agreements and contractual arrangements.

10. Assessments for the year

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	The Company has implemented mechanisms through relevant policies, internal checks & audits and reviews to avoid instances of human rights violations.
Forced / involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others, please specify	

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

Not Applicable.

Leadership Indicators

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

There were no grievances/ complaints received with respect to Human Rights, hence the need of modification of business process did not arise.

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

This aspect is being covered as part of the internal reviews and audits.

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

Yes, The company stores, warehouses and offices have been equipped with elevators and hand rails (for stairwells) to facilitate the movement of differently abled people.

4. Details on assessment of value chain partners:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	We have carried out random assessment of our vendors across merchandise and services through internal reviews to provide us assurance on continued compliance on these parameters.
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Other, please specify	

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

   All critical observations from our internal / external reviews are followed up for closure / corrections in a time bound manner.

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

Essential Indicators

1. **Details of total energy consumption (in Mega joules) and energy intensity, in the following format:**

Parameter	FY2025-26 (Current Financial Year)	FY2024-25 (Previous Financial Year)
From renewable sources		
Total electricity consumption (A)	-	-
Total fuel consumption (B)	-	-
Energy consumption sources (C)	-	-
Total energy consumed from renewable sources (A+B+C)	-	-
From non-renewable sources		
Total electricity consumption (D)	7,46,86,680	6,65,55,767
Total fuel consumption (E)	1,23,95,644	37,23,213
Energy consumption sources (F) through	-	-
Total energy consumed from non-renewable sources (D+E+F)	8,70,82,324	7,02,78,980
Total energy consumed (A+B+C+D+E+F)	8,70,82,324	7,02,78,980
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)	0.0052 MJ / INR	0.0048 MJ / INR
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)	-	-
Energy intensity in terms of physical output Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

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

2. **Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any. No**

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

Parameter	FY2025-26 (Current Financial Year)	FY2024-25 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	5,658
(ii) Groundwater	-	27,523
(iii) Third party water	1,605.83	4,849
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	1,605.83	38,030
Total volume of water consumption (in kilolitres)	1,605.83	38,030
Water intensity per rupee of turnover (Total water consumption / Revenue from operations)	0.000000097	0.0000026
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	-	-
Water intensity in terms of physical Output Water intensity (optional) – the relevant metric may be selected by the entity	-	-

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

4. Provide the following details related to water discharged: Not Applicable.

Parameter	FY2025-26 (Current Financial Year)	FY2024-25 (Previous Financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) To Groundwater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) To Seawater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(v) Others	-	
- No treatment	-	-
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)	-	

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

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.
Not applicable

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:
Not applicable

Parameter	Please specify unit	FY2025-26 (Current Financial Year)	FY2024-25 (Previous Financial Year)
NOx	Company is in the process of establishing systems for monitoring of air emissions.		
SOx			
Particulate matter (PM)			
Persistent organic pollutants (POP)			
Volatile organic compounds (VOC)			
Hazardous air pollutants (HAP)			
Others – please specify			

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

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

Parameter	Please specify unit	FY2025-26 (Current Financial Year)	FY2024-25 (Previous Financial Year)
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tons of CO2 equivalent	At present, company has not formally measured or reported its Scope 1 and Scope 2 greenhouse gas emissions. As a rapidly expanding stores, the company's immediate focus has been on strengthening operational efficiency, customer service. The Company are in the process of evaluating appropriate systems and processes to capture, monitor, and report emissions data in accordance with recognised frameworks	
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tons of CO2 equivalent		
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)			
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)			
Total Scope 1 and Scope 2 emission intensity in terms of physical output			
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity			

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

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

No

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

Parameter	FY2025-26 (Current Financial Year)	FY2024-25 (Previous Financial Year)
Total Waste generated (in metric tonnes)		
Plastic waste (A)	38.653	0.56
E-waste (B)	1.455	1.246
Bio-medical waste (C)	-	-
Construction and demolition waste (D)	-	-
Battery waste (E)	-	-
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G)	-	-
Other Non-hazardous waste generated (H). Please specify, if any.(Break-up by composition i.e. by materials relevant to the sector)	-	-
Total (A+B + C + D + E + F + G + H)	40.108	1.806
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	0.0000000243	0.0000000012
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	-	-

Parameter	FY2025-26 (Current Financial Year)	FY2024-25 (Previous Financial Year)
Waste intensity in terms of physical output Waste intensity (optional) – the relevant metric may be selected by the entity	-	-
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
(i) Category of waste Recycled	-	-
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	-	-
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste	-	-
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations	-	-
Total	-	-

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

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

The Company has implemented waste management strategies that prioritize waste prevention, reduction, reuse, removal, and disposal. Their goal is to minimize waste generation to the greatest extent possible. Regular visual inspections are conducted in all waste storage and collection areas to detect any accidental releases. As a retail business, the Company procures readymade garments from vendors and value chain partners, ensuring that no hazardous or toxic chemicals are used in their products.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

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

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

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
			-		

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

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

Leadership Indicators

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

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

   (i) Name of the area

   (ii) Nature of operations

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

   Water consumption at our premises is primarily for drinking, personal hygiene and general cleaning purposes. Excess waste water is discharged through local sewage systems or captive soak pits.

   Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No.

2. **Please provide details of total Scope 3 emissions & its intensity, in the following format: Not applicable**

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

3. **With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.** Not applicable

4. **If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:**

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome	of the initiative
-				

5. **Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.** No

6. **Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.**

   No adverse impact observed.

7. **Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

   Nil

PRINCIPLE 7 Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

1. a. **Number of affiliations with trade and industry chambers/ associations.**

   b. **List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.**

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
	-	

2. **Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities**

Name of the Authority	Brief of the Case	Corrective Action taken
	The Company is not engaged in any anti-competitive conduct.	

Leadership Indicators

S. No	Public Policy Advocated	Method resorted for Advocacy	Whether information available in public domain (Yes/No)	Frequency of Review by Board (Annually/ Half yearly / Quarterly / Others – please specify)	Web Link, if available
-	-	-	-	-	-

PRINCIPLE 8 Businesses should promote inclusive growth and equitable development

Essential Indicators

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.**

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
During the financial year under review, the Company did not undertake any projects requiring Social Impact Assessment (SIA) under the applicable regulatory framework.					

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format.** Not Applicable

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
			Nil			

3. **Describe the mechanisms to receive and redress grievances of the community.**

   The Company has established platforms through its websites and retail stores enabling stakeholders to share feedback, concerns and suggestions directly with the Company. Stakeholders also have the option to provide such feedback wherever preferred.

   The feedback received is reviewed by a designated team, and significant observations, concerns and suggestions are escalated to the Management for appropriate review and necessary action. This mechanism supports continuous improvement and ensures alignment with the Company's culture, values and stakeholder expectations.

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers: our company does not involve in manufacturing activities.**

Parameter	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
Directly sourced from MSMEs/ small producers	Not Applicable. Our company is not dealing with any input material as the company is not involved in manufacturing activity.	
Sourced directly from within the district and neighbouring districts		

5. **Job creation in smaller towns – Disclose wages paid to persons employed (including employees employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost**

Location	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
Rural	-	-
Semi-urban	10.11 %	7.32 %
Urban	18.76 %	13.07 %
Metropolitan	71.13 %	79.60 %

Leadership Indicators

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):** Not Applicable.

Details of negative social impact identified	Corrective action taken
-	-

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:** Nil, for further CSR details please refer the CSR annexure forming part of Annual report.

S. No.	State	Aspirational District	Amount spent (In INR)
-	-	-	-

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)

   (b) From which marginalized /vulnerable groups do you procure?

   (c) What percentage of total procurement (by value) does it constitute?

   The Company provides equal opportunity to vendors and suppliers to present and market their products through its retail network. suppliers and vendors are evaluated based on the quality standards and parameters prescribed by the Company.

   To encourage wider participation and vendor inclusivity, merchandise vendors are permitted to meet the Company's merchandise team at the Corporate Office on designated days to showcase their products and explore business opportunities with the Company.

   The Company's procurement and vendor onboarding principles are applied uniformly and fairly, including to vendors belonging to marginalised and vulnerable groups, thereby promoting equitable business opportunities and inclusive growth across the value chain.

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

Nil

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/ No)	Benefit shared (Yes / No)	Basis	of calculating benefit share
-	-	-	-	-	

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved

Nil

Name of authority	Brief of the Case	Corrective action taken
-	-	-

6. Details of beneficiaries of CSR Projects:

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
Details of the CSR is available in the Annexure titled Annual Report on Corporate Social Responsibility (CSR) Activities forming part of Annual Report			

PRINCIPLE 9 Businesses should engage with and provide value to their consumers in a responsible manner

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

Customer satisfaction remains one of the key priorities of the Company's business operations. Store personnel regularly interact with customers to understand their shopping experience and obtain feedback on products and services. The insights gathered help the Company continuously improve service quality and enhance overall customer satisfaction.

The Company actively encourages customers to share their valuable feedback and has established multiple communication channels for customer engagement and grievance redressal, including:

a. Store In-charges at respective stores

b. Feedback section available on the Company's corporate website

c. Central customer care helpline number

d. E-mail communication

e. Online review platforms such as Google Reviews and Facebook reviews.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

	As a percentage of total turnover
Environmental and social parameters relevant to the product	Nil
Safe and responsible usage	Nil
Recycling and/or safe disposal	Nil

3. Number of consumer complaints in respect of the following

	FY 2025-26 (Current Financial Year)		Remarks	FY 2024-25 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	Nil	Nil	NA	Nil	Nil	NA
Advertising	Nil	Nil	NA	Nil	Nil	NA
Cyber-security	Nil	Nil	NA	Nil	Nil	NA
Delivery of essential Services	Nil	Nil	NA	Nil	Nil	NA
Restrictive Trade Practices	Nil	Nil	NA	Nil	Nil	NA
Unfair Trade Practices	Nil	Nil	NA	Nil	Nil	NA
Other	Nil	Nil	NA	Nil	Nil	NA

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	0	NA
Forced recalls	0	NA

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/ No) If available, provide a web-link of the policy.

Yes, the Company has a policy on cyber security and risks related to data privacy

https://sskl.co.in/wp-content/uploads/2024/08/Cyber-security-data-privacy-policyV1-final.pdf

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

NIL

7. Provide the following information relating to data breaches:

a. Number of instances of data breaches: Nil

b. Percentage of data breaches involving personally identifiable information of customers: Nil

c. Impact, if any, of the data breaches: Nil

Leadership Indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

Details of all our services is available on our website: www.sskl.co.in

For Kalamandir format www.kalamandir.com

For Mandir format www.brandmandir.com

For Kanchipuram Varamahalakshmi Silks format www.kanchivml.com

For KLM fashionmall format www.klmfashionmall.com

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

Our product tags contain the information on the safe and responsible usage of the products such as wash care, drying and ironing instruction. We mention these instructions on all of our apparel products.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

The Company's operations and products/services do not qualify under essential services - hence this is not applicable for the Company.

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

Yes, the company ensures that all mandatory product information is displayed in accordance with applicable laws, including legal metrology requirements.

The Company also encourages customers to share their feedback and has established multiple communication channels for customer engagement and grievance redressal, including:

a. Store In-charges at respective stores

b. Central customer care helpline number

c. E-mail communication

d. Online review platforms such as Google Reviews and Facebook reviews.

Annexure – IX

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Scope and purpose:

The purpose of **Vigil Mechanism / Whistle Blower Policy** is to define the Company's policy on reporting irregularities and for submitting complaints regarding questionable accounting, internal accounting controls and auditing practices, to provide employees with procedures on reporting such irregularities and complaints, including confidential reporting, and to establish procedures for the receipt, retention and remedying of such irregularities and complaints.

This policy applies to all employees of the Company.

Roles and Responsibilities

Role	Responsibility
Audit Committee	Review, Investigate and Determine Course of Action
Nodal Officer	Review and Advise
Any Employee	Report irregularities and accounting complaints

How & Where to Report

You must report all suspected violations to (i) your immediate supervisor; (ii) the nodal officer, i.e., the Chairman of Audit Committee; at or (iii) anonymously, by sending an email to: secretarial@sskl.co.in

If you have reason to believe that your immediate supervisor or the Company Secretary is involved in the suspected violation, your report may be made to the Chairman of the Audit Committee at the registered office of the Company.

Because you have several means of reporting, you need never report to someone you believe may be involved in the suspected violation or from whom you would fear retaliation.

Post reporting Investigation

All reports under this Policy will be promptly and appropriately investigated, and all information disclosed during the course of the investigation will remain confidential, except as necessary to conduct the investigation and take any remedial action, in accordance with applicable law. Everyone working for or with the Company has a duty to cooperate in the investigation of reports of violations. Failure to cooperate in an investigation, or deliberately providing false information during an investigation, can be the basis for disciplinary action, including termination of employment. If, at the conclusion of its investigation, the Company determines that a violation has occurred, the Company will take effective remedial action commensurate with the nature of the offense. This action may include disciplinary action against the accused party, up to and including termination. Reasonable and necessary steps will also be taken to prevent any further violations of Company policy.

Zero - Retaliation policy

No one shall take any adverse action against any employee for complaining about, reporting, or participating or assisting in the investigation of, a reasonably suspected violation of any law, this Policy, or the Company's Code of Conduct and Ethics. The Company takes reports of such retaliation seriously. Incidents of retaliation against any employee reporting a violation or participating in the investigation of a reasonably suspected violation will result in appropriate disciplinary action against anyone responsible, including possible termination of employment. Those working for or with the Company who engage in retaliation against reporting employees may also be subject to civil, criminal and administrative penalties.

Modification

The Audit Committee or the Board of Directors of your Company can modify this Policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with national, state or local regulations and / or accommodate organizational changes within the Company.

Please sign the acknowledgment form below and return it to the Company Secretary. This will let the Company know that you have received the Policy and are aware of the Company's commitment to a work environment free of retaliation for reporting violations of any Company policies or any applicable laws.

For and on behalf of the Board of Directors

Sd/-	Sd/-
Nagakanaka Durga Prasad Chalavadi	**Kalyan Srinivas Annam**
Managing Director	Whole Time Director
DIN:01929166	DIN:02428313

Annexure – X

POLICY ON APPOINTMENT OF DIRECTORS & BOARD DIVERSITY

1. Objective & Scope

The objective of this policy is to lay down the criteria for appointment of Directors on the Board of Directors ("**Board**") of Sai Silks (Kalamandir) Limited ("**Company**") and the organization's approach to Board Diversity. This policy is to be read in conjunction with the Corporate Governance guidelines and Remuneration policy of the Company, as approved and amended from time to time.

The policy applies only to the appointment of Directors and not to any other employees.

2. Appointment of Directors

The Board, on the recommendations of the Nomination & Remuneration Committee, is responsible for selection and appointment of Directors on the Board of the Company and is subject to approval of Shareholders, wherever applicable.

The appointment of all Directors is subject to the articles of association of the Company, provisions of the Companies Act, 2013, the SEBI Listing Regulations, including any modifications thereto from time to time.

The re-appointments of Directors on the Board are also subject to the evaluation of the Director basis the performance of the concerned Director in the previous term.

3. Board Diversity

All appointments to the Board will continue to be made on merit. However, the Company believes that establishing and maintaining diversity of the Board is one of the key aspects of the selection and appointment of Board members.

The Company believes that, Board diversity basis the gender, race, age will help build diversity of thought and will set the tone at the top. A mix of individuals representing different geographies, culture, industry experience, qualification and skill set will bring in different perspectives and help the organization grow.

It is always the endeavor of the organization to maintain Board diversity while retaining its philosophy of selection and appointment of board member on the basis of merit.

The Board of Directors of the Company shall at all times have an optimum combination of executive and non-executive directors and independent Directors.

4. Criteria for Selection of Independent Directors and Key Skills, Expertise, and Core Competencies of the Board.

The Board of the Company comprises of eminent personalities and leaders in their respective fields. These Directors are nominated based on well-defined selection criteria.

The Board Governance, Nomination and Remuneration Committee:

a. considers, inter alia, key qualifications, skills, expertise and competencies, whilst recommending to the Board the candidature for appointment as Independent Director.

b. In case of appointment of Independent Directors, satisfies itself about the independence of the Directors vis-à-vis the Company to enable the Board to discharge its functions and duties effectively.

In the opinion of the Board and the Board Governance, Nomination and Remuneration Committee, the following is a list of core skills/expertise/competencies required in the context of the Company's business and which are available with the Board:

The following is only an indicative list all Board members need not possess all skill sets.

Wide management and leadership experience	Strong management and leadership experience, including in areas of business development, strategic planning and mergers and acquisitions, ideally with major public companies with successful multinational operations in technology, manufacturing, banking, investments and finance, international business, scientific research and development, senior level government experience and academic administration.
Information Technology	Expertise or experience in information technology business, technology consulting and operations, emerging areas of technology such as digital, cloud and cyber security, intellectual property in information technology domain, and knowledge of technology trends.
Diversity	Diversity of thought, experience, knowledge, perspective, gender and culture brought to the Board by individual members. Varied mix of strategic perspectives, geographical focus with knowledge and understanding of key geographies.
Functional and managerial experience	Knowledge and skills in accounting and finance, business judgment, general management practices and processes, crisis response and management, industry knowledge, macro-economic perspectives, human resources, labour laws, international markets, sales and marketing, and risk management.
Personal values	Personal characteristics matching the Company's values, such as integrity, accountability, and high-performance standards.
Corporate governance	Experience in developing and implementing good corporate governance practices, maintaining board and management accountability, managing stakeholders' interests and Company's responsibilities towards customers, employees, suppliers, regulatory bodies and the communities in which it operates. Experience in boards and committees of other large companies.

5. Review of the Policy

The Board of Directors is responsible for review of the policy from time to time.

For and on behalf of the Board of Directors

Sd/-	Sd/-
Nagakanaka Durga Prasad Chalavadi	**Kalyan Srinivas Annam**
Managing Director	Whole Time Director
DIN:01929166	DIN:02428313

Annexure – XI

REMUNERATION POLICY

Remuneration Policy for Directors, Key Managerial Personnel, and the Senior Management employees

1. Introduction:

Your Company recognizes the importance of aligning the business objectives with specific and measurable individual objectives and targets. The Company has therefore formulated the remuneration policy for its directors, key managerial personnel and the Senior Management employees keeping in view the following objectives:

a) Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate, to run the Company successfully.

b) Ensuring that relationship of remuneration to performance is clear and meets the performance benchmarks.

c) Ensuring that remuneration involves a balance between fixed and incentive pay reflecting short- and long-term performance objectives appropriate to the working of the Company and its goals.

2. Scope:

This Policy sets out the guiding principles for the Nomination and Remuneration Committee for recommending to the Board the remuneration of the directors, key managerial personnel and other employees of the Company.

Terms and References:

In this Policy, the following terms shall have the following meanings:

3.1 "Director" means a director appointed to the Board of the Company.

3.2 "Key Managerial Personnel" means

(i) the Chief Executive Officer or the Managing Director or the Manager;

(ii) the Company Secretary;

(iii) the Whole-time Director;

(iv) the Chief Financial Officer; and

(v) such other officer as may be prescribed under the Companies Act, 2013

3.3 "Nomination and Remuneration Committee" or NR Committee means the committee constituted by Board of Directors your Company in accordance with the provisions of Section 178 of the Companies Act, 2013.

4. Policy:

4.1 Remuneration to Executive Directors and Key Managerial Personnel

4.1.1 The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Executive Directors of the Company within the overall limits approved by the shareholders.

4.1.2 The Board, on the recommendation of the Nomination and Remuneration Committee, shall also review and approve the remuneration payable to the Key Managerial Personnel of the Company.

4.1.3 The remuneration structure to the Executive Directors and Key Managerial Personnel may include the following components:

(i) Basic Pay

(ii) Perquisites and Allowances

(iii) Commission

(iv) Retiral benefits

(v) Annual Performance Bonus

4.2 Remuneration to Non-Executive Directors

The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Non-Executive Directors of the Company within the overall limits approved by the shareholders, if any.

4.3 Remuneration to other employees

Employees may be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile, skill sets, seniority, experience, and prevailing remuneration levels for equivalent jobs.

For and on behalf of the Board of Directors

Sd/-	Sd/-
Nagakanaka Durga Prasad Chalavadi	**Kalyan Srinivas Annam**
Managing Director	Whole Time Director
DIN:01929166	DIN:02428313

Annexure – XII

DIVIDEND DISTRIBUTION POLICY

INTRODUCTION

The Securities Exchange Board of India (SEBI) on May 5th, 2021 has notified the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2021 (Regulations). Vide these Regulations, SEBI has inserted Regulation43Aafter Regulation43 of SEBI(ListingObligationsandDisclosureRequirements) Regulations,2015, which requires top One Thousand listed companies (based on market capitalization of every financial year) to formulate a Dividend Distribution Policy, which shall be disclosed in its Annual Report and on its website.

Regulation 43A of the Listing Regulations makes it mandatory for the top One Thousand listed companies based on their market capitalization calculated as on March 31 of every financial year to formulate Dividend Distribution Policy.

Sai Silks (Kalamandir) Limited (the "Company") has formulated Dividend Distribution Policy on Voluntary Basis, the Company has approved and adopted this Dividend Distribution Policy (the "Policy") at its Board meeting held on 04th June 2022, being the effective date of the Policy.

OBJECTIVE

Dividend is the payment made by a Company to its shareholders, usually in the form of distribution of its profits. The profits earned by the Company can either be retained in business or used for acquisitions, expansion, modernization or diversification, or it can be distributed to the shareholders. The Company may choose to retain a part of its profits and distribute the balance among its shareholders as dividend. This Policy aims to reconcile between all these needs.

The objective of this policy is to ensure a regular dividend income for the shareholders and long-term capital appreciation for all stakeholders of the Company. The Company would ensure to strike the right balance between the quantum of dividend paid and amounts of profits retained in the business for various purposes.

The Board of Directors will refer to the policy while declaring/recommending dividends on behalf of the Company. Through this policy, the Company would endeavour to maintain a consistent approach to dividend pay-out plans.

DEFINITIONS

The terms referred to in the policy will have the same meaning as defined under the Act and the Rules made thereunder, and the SEBI Regulations.

PARAMETERS/FACTORS TO BE CONSIDERED BEFORE DECLARING DIVIDEND

The dividend pay-out decision of the Board depends upon the following financial parameters and internal and external factors:

1. FINANCIAL PARAMETERS AND INTERNAL FACTORS:

The financial parameters and internal factors which would be considered while declaration of dividend by the Board are as follows:

i) Operating cash flow of the Company

ii) Profit earned during the year

iii) Profit available for distribution

iv) Earnings Per Share (EPS)

v) Working capital requirements

vi) Capital expenditure requirements

vii) Business expansion and growth

viii) Likelihood of crystallization of contingent liabilities, if any

ix) Additional investment in subsidiaries and associates of the company

x) Up gradation of technology and infrastructure

xi) Creation of contingency fund

xii) Acquisition of brands and business

xiii) Cost of Borrowing

xiv) Past dividend payout ratio /trends

2. EXTERNAL FACTORS

Certain external factors may impact the dividend payout for any financial year of the Company. Some of the external factors are hereunder:

i) Economic Environment

ii) Dividend payout ratios across Industries.

iii) Statutory provisions and guidelines

iv) Capital Markets

v) Inflation rate

vi) Industry outlook for future years

vii) Taxation

PARAMETERS THAT SHALL BE ADOPTED WITH REGARD TO VARIOUS CLASSES OF SHARES

The Company presently has only 1 (one) class of shares, i.e. Equity Shares. Hence, the parameters which are required to be adopted for various classes of shares do not apply to the Company. This Policy is subject to review and the Board shall consider and specify the other parameters to be adopted with respect to such class(es) of shares.

CIRCUMSTANCES UNDER WHICH SHAREHOLDERS MAY OR MAY NOT EXPECT DIVIDEND

The shareholders of the Company may not expect dividend in the following circumstances, subject to the discretion of the Board:

i. In the event of a growth opportunity where the Company may be required to allocate a significant amount of capital.

ii. In the event of higher working capital requirements for business operations or otherwise.

iii. When Company's liquidity is jeopardized for any reason, impairing its ability to pay the dividend.

iv. In the event of loss or inadequacy of profits.

The Board of Directors of the Company may not declare or recommend dividend for a particular period if it is of the view that it would be prudent to conserve capital for the then on going or planned business expansion or other factors which may be considered by the Board.

The Company will take a decision on the dividend distribution keeping all external and internal factors in view and duly adopting a judicious balance between directly rewarding the shareholders through dividend declaration on one hand and increasing shareholder's wealth in future through appropriate retention of projects and its realization for sustainable growth, on the other.

HOW THE RETAINED EARNINGS WILL BE UTILISED

The Company shall endeavor to utilize the retained earnings in a manner which shall be beneficial to the interests of the Company and also its shareholders.

The retained earnings of the Company may be used in any of the following ways:

i. Capital expenditure for working capital;

ii. Organic and/or inorganic growth;

iii. Investment in new business(es) and/or additional investment in existing business(es);

iv. Declaration of dividend;

v. Capitalization;

vi. Buy back of shares;

vii. General corporate purposes, including contingencies;

viii. Such other criteria's as the Board may deem fit from time to time; or

ix. Any other usage as permitted under applicable laws / regulations.

CONFLICT IN POLICY

In the event of a conflict between this policy and the statutory provisions, the statutory provisions shall prevail.

MODIFICATION OF THE POLICY

The Board is authorized to change or amend this policy from time to time at its sole discretion and/or in pursuance of any amendments made in the Act, the Regulations, or any other applicable law.

The modifications, if any, made to the policy shall be disclosed on the website and in the Annual Report.

DISCLOSURES

The Company shall make appropriate disclosures as required under the Listing Regulations and the Companies Act, 2013.

The Policy shall be disclosed in the Company's Annual Report and on the website https://sskl.co.in of the Company.

In case, the Company proposes to declare dividend on the basis of the parameters in addition to those as specified in this Policy and/or proposes to change any of the parameters, the Company shall disclose such changes along with the rationale in its Annual Report and on its website.

REVIEW OF POLICY:

The Policy may be amended, as and when deemed fit. The Board of Directors shall have the right to modify, amend or change any or all clauses of this Policy in accordance with the provisions of the Applicable laws/ Acts /Regulations or otherwise.

In case of any amendment(s), clarification(s), circular(s) etc. issued under any Applicable laws/ Regulations, which is not consistent with any of the provisions of this Policy, then such amendment(s), clarification(s), circular(s)etc. shall prevail upon the provisions hereunder and this Policy shall be deemed to be amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

AMENDMENTS TO THE POLICY

Any change in the Policy shall be approved by the Board of Directors of the Company. The Board of Directors shall have the right to withdraw and/or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding.

In case of any amendment(s), clarification(s), circular(s) etc., issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendments, clarification(s), circular(s)etc., shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

DISCLAIMER

This policy shall not be construed as a solicitation for investments in the Company's securities and shall neither act as an assurance of guaranteed returns (in any form), on investments in the Company's securities.

For and on behalf of the Board of Directors

Sd/-
Nagakanaka Durga Prasad Chalavadi
Managing Director
DIN:01929166

Sd/-
Kalyan Srinivas Annam
Whole Time Director
DIN:02428313

Independent Auditor's Report

To
The Members
Sai Silks (Kalamandir) Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Sai Silks (Kalamandir) Limited** (hereinafter referred to as "the Company"), which comprise the Balance Sheet as at **March 31, 2026**, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the " financial statements").

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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit, other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 independence requirements that are relevant to our audit of the 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 on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the 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.

Sl. No	Key Audit Matter	How our audit addressed the key audit matter
1	**Inventories valuation and existence:** (Refer Note 2(o) and 8 to the financial statements) The Company has Inventories of ₹ 815.93 Crores as at March 31, 2026 as detailed in Notes 8 to the financial statements. Inventories valuation and existence has been determined to be a key audit matter as inventories may be held for long periods of time before being sold making it vulnerable to obsolescence. This could result in an overstatement of the value of the inventories if the cost is higher than the net realisable value. Furthermore, the assessment and application of inventories provisions are subject to significant management judgment.	**Our procedures included, but was not limited to the following:** • Obtained a detailed understanding and evaluated the design and implementation of controls that the Company has established in relation to inventory valuation and existence. • Observed the physical verification of inventories count at the financial year end and assessed the adequacy of controls over the existence of inventories. • Obtained assurance over the appropriateness of management's assumptions applied in calculating the gross profit margin and discounts to be deducted from sales price to arrive at cost of goods. • Evaluated management judgment with regards to the application of provisions to the inventories.

Emphasis of Matter

We draw your attention to the followings forming part of the financial statements without modifying our opinion in respect of:

i. Note no. 38,39 of Notes forming part of accounts for the period ended 31st March 2026 which describes balance of trade receivables and trade payables are subject to confirmation/reconciliation and consequential adjustment, if any.

Our opinion is not modified in respect of these matters.

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

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance Report and Shareholder Information, but does not include the standalone financial statements and our auditor's report thereon. The other information as identified above is expected to be made available to us after the date of this Auditor's Report.

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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read those documents including Annexures, if any thereon, if we conclude that there is a material misstatement therein, we shall communicate the matter to those charged with the governance.

Responsibilities of Management and those charged with governance for the Financial Statements:

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind-AS) prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

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

In preparing the financial statements, the 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 Responsibility 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 SA's, we exercise professional judgement 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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 the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether

Independent Auditor's Report

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.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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 Section 143 (3) of the Act, based on our audit we report that;

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

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

   c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), Statement of changes in equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with the relevant rules issued thereunder.

   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 with reference to financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure -A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial control with reference to the financial statements.

   g) With respect to the other matters to be included in the auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act.

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

a. The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements – Refer Note 37 to the financial statements

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

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d. i. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
- Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

ii. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- Directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
- Provide any guarantee, security or the like form or on behalf of the Ultimate Beneficiaries; and

iii. Based on such audit procedures as 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 (d) (i) and (d)(ii) contain any material mis-statement.

e. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended 31st March 2026 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 and the audit trail has been preserved by the company as per the statutory requirements for record retention.

f. The final dividend proposed during the previous year, declared and paid by the company during the year is in accordance with section 123 of the Act, as applicable.

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

For Sagar & Associates
Chartered Accountants
Firm's Registration No: 003510S

Sd/-
CA B Aruna
Partner
Membership No.216454
UDIN: 26216454OBJTJY8220

Place: Hyderabad
Date: 12-05-2026

Annexure-A

to the Independent Auditors' Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Sai Silks (Kalamandir) Limited of even date)

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

We have audited the internal financial controls over financial reporting of Sai Silks (Kalamandir) Limited ("the Company") as of March 31st, 2026 in conjunction with our audit of the financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting with reference to financial statements:

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 authorizations 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 with reference to financial statements:

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.

Annexure-A

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 Sagar & Associates
Chartered Accountants
Firm's Registration No: 003510S

Sd/-
CA B Aruna
Partner
Membership No.216454
UDIN: 26216454OBJTJY8220

Place: Hyderabad
Date: 12-05-2026

Annexure-B

to the Independent Auditors' Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Sai Silks (Kalamandir) Limited of even date)

i. (a) (A) The Company has generally maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment including details of Right of Use Assets covered under Ind AS 116 "Leases".

(B) The Company has generally maintained proper records showing full particulars of Intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and equipment by which all the Property, Plant and equipment are physically verified by the management. In our opinion the periodicity of the physical verification is reasonable having regard to the size of the company and the nature of fixed assets. In accordance with this program, certain Property, Plant and equipment were verified during the year and no material discrepancies have been noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the company, title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including Right-of-use assets) or Intangible assets or both during the year. Accordingly, the provisions of the Clause 3 (i) (d) of the Order are not applicable.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory has been physically verified by the management during the year. In our opinion the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No material discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the company with such banks are in agreement with the books of account of the Company of the respective quarters.

(iii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company do not have any subsidiaries, joint ventures and associates. Accordingly, no balance outstanding as on 31st March 2026.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any advances in the nature of loans or security to any other entity during the year. Accordingly, clause 3(iii) (b) to (f) of the order is not applicable.

(iv) According to the information and explanation given to us and on the basis of our examination of the records, the Company has not given any loans, or provided any guarantee or security as specified under section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under section 186 of the Companies Act, 2013 in relation to loans given and investments made.

(v) In our opinion and according to the information and explanation given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits in accordance with the provisions of the Section 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, clause 3(v) of the order is not applicable.

(vi) According to the information and explanations given to us, Central Government has not prescribed the maintenance of cost records under section 148(1)

Annexure-B

of the Companies Act, 2013 for the products traded/ dealt by it (and or services provided by it). Accordingly, provisions of sub-section (1) of section 148 of the Companies Act, 2013 not applicable.

(vii) (a) According to the information and explanation given to us and on the basis of our examination of the records the Company, amounts deducted/ accrued in the books of accounts in respect of undisputed statutory dues including Goods and Services Tax ('GST'), provident fund Employees State Insurance, Income- tax, Duty of customs, Cess and other material statutory dues have generally been regularly deposited with the appropriate authorities.

According to the information and explanation given to us, no undisputed amounts payable in respect of GST, provident fund, Employees State Insurance, Income- tax, Duty of customs, Cess and other material statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us, there are no dues of GST, provident fund, employees State Insurance, Income- tax, Sales tax, Service tax, Duty of Customs, Value added tax, Cess or other statutory dues which have not been deposited by the Company on accounts of disputes.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the Tax assessments under the Income-tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year. Accordingly, clause 3 (ix) (a) of the order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) According to the information and explanations given to us by the management, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that funds have been raised on short- term basis, prima facie, not been used during the year for long term purposes by the Company.

(e) The company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) of the order is not applicable.

(f) The company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(f) of the order is not applicable.

(x) (a) In our opinion and according to the information and explanations given to us, the Company has not raised money during the year by way of initial public offer. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares of fully of partly convertible debentures during the year Accordingly, Clause 3(x) (b) of the order is not applicable.

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

(b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) Based on examination of the books and records of the Company and according to the information and explanations given to us, no whistle Blower complaints were received by the company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company, Accordingly, Clause 3(xii) of the order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with section 177 and 188 of the Companies Act, 2013, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports issued to the company during the year and covering the period upto March 31, 2026.

(xv) In our opinion and according to the information and explanations given us, the Company has not entered in to any non-cash transactions with its directors or persons connected to its directors and hence, provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934, Accordingly, Clause 3(xvi) (a) of the order is not applicable.

(b) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934, Accordingly, Clause 3(xvi) (b) of the order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, Clause 3(xvi) (c) of the order is not applicable.

(d) According to the information and explanations provided to us during the course of audit, the Group does not have any Core Investment Company, accordingly, the requirements of Clause 3(xvi) (d) are not applicable.

(xvii) The company has not incurred cash losses in the current and in the immediately preceding financial year. Accordingly, provisions of Clause 3 (xvii) of the Order are not applicable.

(xviii) There has been no resignation of the statutory auditors during the year, accordingly, Clause 3(xviii) of the order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payments of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the Balance sheet date. We however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, the Company has spent the amount required as per Section 135 (5) of the Companies Act, 2013 and there is no Unspent CSR amount for the year requiring a transfer to a fund specifies in Schedule VII to the Companies Act or special account in compliance with the provisions of sub-section (6) of Sec 135 of the said Act.

Accordingly, Clauses 3(xx)(a) and 3(xx)(b) are not applicable to the Company.

(xxi) The Company has no subsidiaries as on 31st March 2026. As such Clause 3(xxi) of the order is not applicable.

For Sagar & Associates
Chartered Accountants
Firm's Registration No: 003510S

Sd/-
CA B Aruna
Partner
Membership No.216454
UDIN: 26216454OBJTJY8220

Place: Hyderabad
Date: 12-05-2026

Balance Sheet

as at March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Particulars		Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS				
1	**Non-current assets**			
(a)	Property, Plant and Equipment	3	273.12	251.31
(b)	Capital work-in-progress	3	0.65	0.18
(c)	Other Intangible assets	4	0.09	1.19
(d)	Right-of-use assets	5(a)	309.87	212.75
(e)	Financial assets			
	(i) Other financial assets	6	33.83	33.15
(f)	Other non-current assets	7	17.63	16.98
			635.19	**515.56**
2	**Current assets**			
(a)	Inventories	8	815.93	777.82
(b)	Financial assets			
	(i) Trade receivables	9	2.38	2.51
	(ii) Cash and cash equivalents	10	19.38	85.30
	(iii) Bank balances other than (ii) above	11	329.04	209.41
	(iv) Loans	12	26.16	25.74
	(v) Other financial assets	13	1.32	4.27
(c)	Other current assets	14	19.51	20.04
			1,213.72	**1,125.09**
	Total Assets		**1,848.91**	**1,640.65**
EQUITY AND LIABILITIES				
1	**Equity**			
(a)	Equity share capital	15	29.47	29.47
(b)	Other equity	16	1,231.00	1,102.30
			1,260.47	**1,131.77**
2	**Liabilities**			
(1)	**Non-current liabilities**			
(a)	Financial liabilities			
	(i) Borrowings	17	12.96	17.64
	(ii) Lease liabilities	5(b)	323.60	221.42
	(iii) Other financial liabilities	18	1.53	1.96
(b)	Provisions	19	8.66	7.73
(c)	Deferred tax liabilities (Net)	20	7.53	8.81
			354.28	**257.56**
(2)	**Current liabilities**			
(a)	Financial liabilities			
	(i) Borrowings	21	7.26	148.90
	(ii) Lease liabilities	5(c)	17.40	17.06
	(iii) Trade payables	22		
	- Due to micro and small enterprises		-	-
	- Others		163.73	26.58
	(iv) Other financial liabilities	23	36.87	33.50
(b)	Other current liabilities	24	7.71	4.62
(c)	Provisions	25	1.18	0.95
(d)	Current tax liabilities (Net)	26	0.01	19.71
			234.16	**251.32**
	Total equity and liabilities		**1,848.91**	**1,640.65**
Corporate information and Material Accounting policies		1 & 2		

The accompanying notes are an integral part of the financial statements

As per our audit report of even date
For SAGAR & ASSOCIATES
Chartered Accountants

For and on behalf of the board

Sd/-
CA. B. Aruna
Partner
Membership No.216454
F. No. 003510S

Sd/-
Ch.N.K.D.Prasad
Managing Director
DIN : 01929166

Sd/-
Annam Kalyan Srinivas
Whole Time Director
DIN : 02428313

Place: Hyderabad
Date: 12th May, 2026

Sd/-
K.V.L.N. Sarma
Chief Financial Officer

Sd/-
R Balaji Bhardwaj
Chief Executive Officer

Sd/-
M K Bhaskara Teja
Company Secretary & Compliance officer

Statement of Profit and loss

for the period ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

	Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
	INCOME			
I	Revenue from operations	27	1,653.67	1,462.01
II	Other income	28	18.85	24.07
III	**Total Income (I+II)**		**1,672.52**	**1,486.08**
IV	**EXPENSES**			
	(a) Purchases of stock-in-trade	29	992.25	905.54
	(b) Changes in inventories	30	(34.24)	(54.40)
	(c) Employee benefit expense	31	226.04	198.14
	(d) Finance costs	32	30.90	40.28
	(e) Depreciation and amortization expense	33	59.00	52.70
	(f) Other expenses	34	209.02	201.10
	Total expenses (IV)		**1,482.97**	**1,343.36**
V	**Profit before exceptional items and tax (III-IV)**		189.55	142.72
VI	Exceptional Items		-	-
VII	**Profit before tax (V-VI)**		189.55	142.72
VIII	Tax expense:		48.63	57.33
	(a) Current Tax		50.76	37.88
	(b) Deferred Tax	20	(2.13)	(1.42)
	(c) Short/ (Excess) provision of earlier years		0.00	20.87
IX	**Profit for the year (VII-VIII)**		**140.92**	**85.39**
X	**Other Comprehensive Income**			
	Items that will not be reclassified to profit or loss			
	a) Remeasurements of the defined benefit plans	43(f)	3.36	0.01
	b) Income tax relating to Items that will not be reclassified to profit or loss	20	(0.85)	(0.00)
	Other comprehensive income for the year, net of tax		**2.515**	**0.01**
XI	**Total comprehensive income for the year (IX+X)**		**143.44**	**85.40**
XII	Earnings per equity share (Ref Note no. 35)	35		
	(a) Basic earnings per share of ₹ 2/- each		9.56	5.80
	(b) Diluted earnings per share of ₹ 2/- each		9.56	5.80
	Corporate information and Material Accounting policies	1 & 2		

The accompanying notes are an integral part of the financial statements

As per our audit report of even date
For SAGAR & ASSOCIATES
Chartered Accountants

For and on behalf of the board

Sd/-
CA. B. Aruna
Partner
Membership No.216454
F. No. 003510S

Sd/-
Ch.N.K.D.Prasad
Managing Director
DIN : 01929166

Sd/-
Annam Kalyan Srinivas
Whole Time Director
DIN : 02428313

Place: Hyderabad
Date: 12th May, 2026

Sd/-
K.V.L.N. Sarma
Chief Financial Officer

Sd/-
R Balaji Bhardwaj
Chief Executive Officer

Sd/-
M K Bhaskara Teja
Company Secretary & Compliance officer

Statement of Cash flows

for the period ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

		As at March 31, 2026	As at March 31, 2025
A)	**Cash Flows from Operating Activities**		
	Net profit before tax and exceptional items	189.55	142.72
	Adjustments for :		
	Amortisation of Right to use asset	29.63	25.20
	Unwinding of discount on security deposits (net)	24.97	20.33
	Actuarial gain / loss	3.36	0.01
	Depreciation on property, plant and equipment	28.27	25.37
	Amortisation on intangible assets	1.10	2.13
	Unrealized foreign exchange (gain)/ loss	0.20	0.05
	(Profit)/ Loss on sale of Property, Plant and Equipment	0.09	(0.07)
	Other Income	(3.60)	(4.78)
	Interest expense	30.84	39.96
	Interest income	(14.13)	(18.20)
	Operating profit before working capital changes	**290.28**	**232.72**
	Adjustments for working capital changes in :		
	Inventories	(38.10)	(54.60)
	Trade Receivables	0.14	0.79
	Other current financial and non financial asset	3.05	(3.13)
	Trade payables	137.14	(32.64)
	Other current liabilities	3.09	(1.66)
	Other financial liabilities	3.29	4.97
	Other financial and non-financial non-current assets	(6.64)	(1.66)
	Long-term provisions	0.93	1.81
	Other non-current financial liabilities	(0.43)	(0.63)
	Short term provisions	0.23	0.23
	Cash generated from operations	**392.98**	**146.20**
	Income tax paid	(70.46)	(39.42)
	Cash Flow Before Exceptional items	**322.52**	**106.78**
	Extra Ordinary Items	-	-
	Net Cash generated from/(used in) operating activities	**322.52**	**106.78**
B)	**Cash flows from Investing Activities**		
	Sale/ (Purchase) of Property, Plant and Equipment/CWIP (incl. capital advances)	(50.64)	(52.53)
	(Increase)/ Decrease in Deposits	(119.63)	147.96
	Interest income	14.13	18.20
	Other income	3.60	4.78
	Net Cash generated from/(used in) Investing Activities	**(152.54)**	**118.41**
C)	**Cash flows from Financing Activities**		
	Proceeds from issue of Share Capital/ Share Application Money	-	(1.84)
	Proceeds/ (repayment) from or of Long-term borrowings	(4.67)	(4.98)
	Increase/ (Decrease) in Short-term borrowings	(141.64)	(86.23)
	Increase/ (Decrease) in Payable to IPO Exp / Selling Share Holders	-	(0.61)
	Dividends Paid	(14.72)	(14.73)
	Principal payment of lease liability	(43.90)	(35.77)
	Interest paid and effect of foreign exchange	(30.98)	(40.00)
	Net Cash Flow from/(used in) Financing Activities	**(235.91)**	**(184.16)**
	Net change in cash and cash equivalents (A + B + C)	(65.92)	41.03
	Cash and Cash equivalents at the beginning of the year	85.30	44.27
	Cash and Cash equivalents at the end of the year (refer note 10)	**19.38**	**85.30**

The accompanying notes are an integral part of the financial statements

As per our audit report of even date
For SAGAR & ASSOCIATES
Chartered Accountants

For and on behalf of the board

Sd/-
CA. B. Aruna
Partner
Membership No.216454
F. No. 003510S

Sd/-
Ch.N.K.D.Prasad
Managing Director
DIN : 01929166

Sd/-
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Whole Time Director
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Place: Hyderabad
Date: 12th May, 2026

Sd/-
K.V.L.N. Sarma
Chief Financial Officer

Sd/-
R Balaji Bhardwaj
Chief Executive Officer

Sd/-
M K Bhaskara Teja
Company Secretary & Compliance officer

Statement of changes in equity

(All amounts are in ₹ Crores, except otherwise stated)

a. Equity share capital

Particulars	Notes	Amount
Balance as at March 31, 2024 (Incl. Treasury Stock)		**30.67**
Changes in equity share capital due to prior period errors		-
Restated balance as at April 01, 2024		-
Changes in equity share capital during the period		-
Treasury Stock*		(1.20)
Balance as at March 31, 2025	**15**	**29.47**
Balance as at March 31, 2025 (Incl. Treasury Stock)		**30.67**
Changes in equity share capital due to prior period errors		-
Restated balance as at April 01, 2025		-
Changes in equity share capital during the period		-
Treasury Stock*		(1.20)
Balance as at March 31, 2026	**15**	**29.47**

b. Other equity

Particulars	Notes	Reserves and surplus		Total Equity
		Securities premium	Retained Earnings	
Balance as at March 31, 2024	16	**593.61**	**439.86**	**1,033.47**
Profit for the year (Net)		-	85.39	85.39
Issue of equity shares		-	-	-
Other comprehensive income for the year		-	0.01	0.01
Provision for IPO Expenses		(1.84)	-	(1.84)
Dividend (Ref Note 16(b))		-	(14.73)	(14.73)
Treasury Stock*		-	-	-
Balance as at March 31, 2025	16	**591.77**	**510.53**	**1,102.30**
Profit for the year (Net)		-	140.92	140.92
Issue of equity shares		-	-	-
Other comprehensive income for the year		-	2.515	2.515
Provision for IPO Expenses		-	-	-
Dividend (Ref Note 16(b))		-	(14.73)	(14.73)
Treasury Stock*		-	-	-
Balance as at March 31, 2026	16	**591.77**	**639.23**	**1,231.00**

* Refer to point no.(w) of Note no.2 (Summary of Material Accounting policies)

The accompanying notes are an integral part of the financial statements

As per our audit report of even date
For SAGAR & ASSOCIATES
Chartered Accountants

For and on behalf of the board

Sd/-
CA. B. Aruna
Partner
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Sd/-
K.V.L.N. Sarma
Chief Financial Officer

Sd/-
R Balaji Bhardwaj
Chief Executive Officer

Sd/-
M K Bhaskara Teja
Company Secretary & Compliance officer

Material Accounting policies

(All amounts are in ₹ Crores, except otherwise stated)

Note 1: Corporate information

M/s Sai Silks (Kalamandir) Limited ("The Company") was incorporated under the Companies Act, 1956 in Hyderabad on 03-Jul-2008, presently the CIN is L52190TG2008PLC059968. The Company is engaged in the business of buying and selling of textile and textile articles as a Retailer in the name and style of "Kalamandir", "Varamahalakshmi", "Mandir", "KLM Fashions" and "Valli Silks" in the state of Telangana, Andhra Pradesh, Karnataka, Tamil Nadu and Puducherry.

Note 2: Summary of Material Accounting policies

This note provides a list of the Material Accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis for preparation

The Standalone financial statements presented herein reflect the company's result of operations, assets and liabilities, statement of changes in equity and cash flows as at and for the period ended March 31, 2026.

The Standalone financial statements of the company have been prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standards (Ind AS), prescribed under Section 133 of the Companies Act, 2013 (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India. The accounting policies followed in the preparation of the Standalone financial statements are consistent with those followed in the preparation of Financial statements as at and for the year ended March 31, 2026.

(b) Statement of Compliance

These financial statement of the Company have been prepared in accordance with Indian Accounting Standard (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

(c) Use of estimates and judgement

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amount of assets and liabilities, revenues and expenses and disclosure of contingent liabilities. Such estimates and assumptions are based on management's evaluation of relevant facts and circumstances as on the date of financial statements. The actual outcome may diverge from these estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

(i) Useful lives of property, plant and equipment:

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

(ii) Fair value of financial assets and liabilities and investments:

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair value measurement that are based on significant unobservable inputs (Level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values, etc. based on management's best estimate about future developments.

(iii) Provisions and contingent liabilities :

Provisions: A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of time value of money is material).

(All amounts are in ₹ Crores, except otherwise stated)

Contingent liabilities: Contingent liabilities are not recognised but are disclosed in notes to accounts.

(d) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (i.e. the "functional currency"). The financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Company.

(e) Revenue Recognition

a) **Sale of goods:** Revenue from the sale of goods is recognized at the point in time when control over the goods sold is transferred to the customer. Revenue is measured based on the transaction price, which is the consideration, net of discounts, variable considerations, other similar charges, as specified in the contract with the customer. Additionally, revenue excludes taxes collected from customers, which are subsequently remitted to governmental authorities.

b) **Interest income:** Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset of that asset's net carrying amount on initial recognition.

c) **Service Income:** Service income is recognized on rendering of services based on the agreements / arrangements with the concerned parties.

(f) Leases

The Company's lease asset classes consist of leases for buildings. The Company, at the inception of a contract, assesses whether the contract is a lease or not lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a time in exchange for a consideration. This policy has been applied to contracts existing and entered into on or after April 1, 2019 (standard effective date). The Company recognises a right-of-use asset and a lease liability at the later of lease commencement date or April 01, 2019. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the Company's incremental borrowing rate. It is premeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is premeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term (Non Cancellable) of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense over the lease term.

(g) Foreign currencies

Transactions in currencies other than the entity's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences on monetary items are recognised in the statement of profit and loss in the period in which they arise except for exchange differences on transactions designated as fair value hedge, if any.

(h) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale are added to the cost of those assets, until such time the assets are substantially ready for their intended use or sale.

(All amounts are in ₹ Crores, except otherwise stated)

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

(i) Employee benefits

Leave Encashment : Compensatory absence which accrue to the employees which are expected to be availed or encashed within twelve months after the end of the period in which the employees render the related service are short-term in nature. These compensatory absences require measurement on an actual basis and not on actuarial basis.

Defined contribution plan : The company makes defined contribution to Provident Fund and Employee State Insurance which are recognized in the statement of Profit and Loss on accrual basis.

Defined benefit plan : The company's liability towards gratuity is determined on the basis of year end actuarial valuations applying the Projected Unit Credit Method done by an independent actuary as on the Balance sheet date.

Actuarial losses and gains are recognized in Other Comprehensive Income (OCI) and are not reclassified to the statement of profit and loss in any subsequent periods. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in the statement of profit and loss as past service costs.

(j) Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

a) **Current tax:** Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961.

b) **Minimum Alternate Tax (MAT) :** paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

c) **Deferred tax:** Deferred tax is recognized using the balance sheet approach. Deferred tax assets and liabilities are recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be utilised. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

(k) Property, Plant and Equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated at cost less accumulated depreciation and accumulated impairment losses. Freehold land is carried at historical cost.

Property, plant and equipment are carried at cost less accumulated depreciation and impairment losses, if any. The cost of property, plant and equipment comprises its purchase price/ acquisition cost, net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying property, plant and equipment up to the date the asset is ready for its intended use. Subsequent expenditure on property, plant and equipment after its purchase / completion is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Depreciation on Property, plant and equipment (other than freehold land) has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013, except

(All amounts are in ₹ Crores, except otherwise stated)

in the case of fixtures at stores, has been provided based on the lease period of the respective premises.. The estimated useful life of the tangible assets and the useful life are reviewed at the end of the each financial year and the depreciation period is revised to reflect the changed pattern, if any. An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the statement of profit and loss. Any leasehold improvements is depreciated over the lease term.

(l) Investment Property

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirements for cost model. An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised. The depreciation on Property, plant and equipment (other than freehold land) has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

(m) Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment. Intangible assets are amortised over their respective estimated useful lives on a straight line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Estimated useful lives of the intangible assets is 10 years. The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of the each financial year and the amortisation period is revised to reflect the changed pattern, if any.

(n) Impairment of tangible and intangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss. When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in statement of profit and loss.

(o) Inventories

Inventories (including stock-in-transit) are stated at lower of cost or net realizable value. Cost is determined on the procurement cost basis. Due to a large number and diverse nature of inventory items, cost is estimated as near as possible for each stock keeping unit including freight and applicable taxes, etc.

Net realizable value represents the estimated selling price less all estimated costs necessary to make the sale.

No valuation is done for damaged stock since its realizable value, if any, is negligible.

(p) Provisions and contingencies

Provisions: A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

Material Accounting policies

(All amounts are in ₹ Crores, except otherwise stated)

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of time value of money is material).

Contingent liabilities: Contingent liabilities are not recognised but are disclosed in notes to accounts.

(q) Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial assets and liabilities are initially recognised at fair value. Transaction costs that are directly attributable to financial assets and liabilities [other than financial assets and liabilities measured at fair value through profit and loss (FVTPL)] are added to or deducted from the fair value of the financial assets or liabilities, as appropriate on initial recognition. Transaction costs directly attributable to acquisition of financial assets or liabilities measured at FVTPL are recognised immediately in the statement of profit and loss.

a) Non-derivative Financial assets: All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Financial assets at amortised cost

A financial asset is measured at amortised cost if both of the following conditions are met:

1) the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and

2) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Effective interest method:

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is that which exactly discounts estimated future cash receipts through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. Income is recognised on an effective interest basis for debt instruments other than those financial assets. Interest income is recognised in profit or loss and is included in the “Other income” line item.

b) Derecognition of financial assets: A financial asset is derecognised only when the Company:

- has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients. When the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

  Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. When the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

c) Foreign exchange gains and losses: The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in statement of profit and loss.

(All amounts are in ₹ Crores, except otherwise stated)

d) Financial liabilities: All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL - Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in statement of profit and loss. The net gain or loss recognised in statement of profit and loss incorporates any interest paid on the financial liability and is included in the 'Other income/ Other expenses' line item.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in the statement of profit and loss. The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in the statement of profit and loss.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.

(r) Segment reporting

Operating segments are reported in the manner consistent with the internal reporting provided to the Managing director, who is responsible for allocating resources to the segments and assessing their performance. The Company is reported at an overall level, as it operates in a single reportable segment in accordance with Ind AS 108.

(s) Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition) and highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

(t) Earnings per share (EPS)

Basic earnings per share are computed using the weighted average number of equity shares outstanding during the period.

Diluted EPS is computed by dividing the profit or loss attributable to ordinary equity holders by the weighted average number of equity shares considered for deriving basic EPS and also weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares, as appropriate.

(u) Operating Cycle

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation 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.

(v) Capital work-in-progress

Capital work in progress includes, cost of assets not yet commissioned, and incidental expenses during the construction period. Certain directly attributable pre-operative expenses during construction period

(All amounts are in ₹ Crores, except otherwise stated)

are included under Capital Work in Progress. These expenses are allocated to the cost of Fixed Assets when the same are ready for intended use.

(w) Note on ESOP Trust

The company has created "SSKL EmployeesTrust" for providing share based payments to its employees. The company uses SSKL EmployeesTrust as a vehicle for distributing shares to employees under the employee remuneration schemes.

For the said purpose, the ESOP Trust borrowed funds from the Company and paid the same towards acquisition of shares of the Company for allocatting the same to the eligible employees.

Own Equity instruments that are acquired (Treasury Shares) are recognised at Cost and deducted from Equity. No gain or loss is recognised in profit and loss on the purchase, sale, issue or cancellation of the Group's own equity instruments. Any difference between the Carrying amount and the consideration, if reissued / sold is recognised in Other Equity.

As the ESOP Trust carries out activities for the benefit of the employees of the Company, for appropriate presentation of the activity of the ESOP trust in the Standalone Financial Statements of the company, the Company has adopted the accounting policy to consolidate the ESOP Trust in the Standalone Financial Statements by treating the Trust as its extension.

Consequently, in the Standalone Financial Statements of the Company, the loan given to ESOP Trust is eliminated and the equity shares that are allotted to ESOP Trust (Treasury shares) are recognised at cost and disclosed as deduction from Equity.

Further, for the purpose of computation of Weighted Average Number of Equity shares outstanding for calculating Earnings per share, the weighted average number of Treasury shares outstanding are reduced from the number of shares at the end of the year.

(x) Basis for Accounting of invoices / Debit notes / Credit Notes towards procurement Goods / Services

We account the invoices / Debit notes / Credit Notes only after acceptance of the received goods / services related to that respective invoices / Debit notes / Credit Notes. And these goods becomes forming part of our inventory only after completion of accounting of respective invoices / Debit notes / Credit Notes.

Notes

for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 3 Property, Plant and Equipment

Description of Asset	Buildings & Civil structures	Plant and Equipment	Furniture and Fixtures	Vehicles	Computers	Total	Capital Work-In-Progress
Gross Carrying Amount							
As at 1 April, 2024	65.73	44.66	181.177	15.09	10.77	317.42	2.27
Additions	14.32	4.45	26.47	8.02	1.58	54.84	-
Disposals/adjustments	-	-	-	(0.78)	-	(0.78)	(2.09)
Closing Gross Carrying Amount (A)	**80.05**	**49.11**	**207.64**	**22.32**	**12.35**	**371.48**	**0.18**
Accumulated Depreciation and Impairment							
Opening accumulated depreciation	4.086	13.53	65.29	5.78	6.74	95.43	-
Depreciation charge for the year	1.15	2.96	17.19	2.12	1.95	25.37	-
Disposals/adjustments/Impairment	-	-	-	(0.63)	-	(0.63)	-
Closing Accumulated Depreciation and Impairment as at March 31, 2025 (B)	5.23	16.49	82.48	7.275	8.69	120.17	-
Net Carrying Amount as at March 31, 2025 (A-B)	**74.82**	**32.62**	**125.16**	**15.05**	**3.66**	**251.31**	**0.18**

Description of Asset	Buildings & Civil structures	Plant and Equipment	Furniture and Fixtures	Vehicles	Computers	Total	Capital Work-In-Progress
Gross Carrying Amount							
As at 1 April, 2025	80.05	49.11	207.64	22.32	12.35	371.475	0.18
Additions	10.59	6.71	26.31	5.90	1.02	50.53	0.46
Disposals/adjustments	-	(0.01)	-	(1.317)	-	(1.33)	-
Closing Gross Carrying Amount (A)	**90.64**	**55.81**	**233.95**	**26.91**	**13.37**	**420.68**	**0.649**
Accumulated Depreciation and Impairment							
Opening accumulated depreciation	5.23	16.49	82.48	7.28	8.69	120.17	-
Depreciation charge for the year	1.32	3.235	19.24	2.566	1.91	28.27	-
Disposals/adjustments/Impairment	-	(0.00)	-	(0.88)	-	(0.886)	-
Closing Accumulated Depreciation and Impairment as at March 31, 2026 (B)	**6.55**	**19.72**	**101.72**	**8.96**	**10.60**	**147.56**	**-**
Net Carrying Amount as at March 31, 2026 (A-B)	**84.09**	**36.09**	**132.23**	**17.95**	**2.77**	**273.12**	**0.649**

(i) Property, plant and equipment mortgaged as security

Refer to note 41 for information on property, plant and equipment mortgaged as security by the company.

(ii) Contractual obligations

Refer to note 37(b) for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(iii) Capital work-in-progress

The ageing of Capital work-in progress is provided in Note 40.

(iv) Ind AS 101 - Deemed Cost exemption

As per para D7AA of Ind AS 101, the company has adopted to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind ASs (01 April 2019), measured as per the previous GAAP and use that as its deemed cost as at the date of transition.

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 4 Other Intangible assets

Description of Asset	Software	Brands	Total
Gross Carrying Amount			
As at 1 April, 2024	0.68	15.71	16.39
Additions	-	-	-
Disposals/adjustments	-	-	-
Closing Gross Carrying Amount (A)	**0.68**	**15.71**	**16.39**
Accumulated Depreciation and Impairment			
Opening accumulated depreciation	0.53	12.54	13.07
Depreciation charge for the year	0.05	2.088	2.13
Disposals/adjustments/Impairment	-	-	-
Closing Accumulated Depreciation and Impairment as at March 31, 2025 (B)	0.58	14.63	15.20
Net Carrying Amount as at March 31, 2025 (A-B)	**0.10**	**1.08**	**1.19**

Description of Asset	Software	Brands	Total
Gross Carrying Amount			
As at 1 April, 2025	0.68	15.71	16.39
Additions	-	-	-
Disposals/adjustments	-	-	-
Closing Gross Carrying Amount (A)	**0.68**	**15.71**	**16.39**
Accumulated Depreciation and Impairment			
Opening accumulated depreciation	0.58	14.626	15.20
Depreciation charge for the year	0.04	1.05	1.09
Disposals/adjustments/Impairment	-	-	-
Closing Accumulated Depreciation and Impairment as at March 31, 2026 (B)	**0.62**	**15.68**	**16.296**
Net Carrying Amount as at March 31, 2026 (A-B)	**0.06**	**0.03**	**0.09**

Note No. 5 Leases

The Company has adopted Ind AS 116 'Leases' with the date of initial application being 01-Apr-2019. Ind AS 116 replaces Ind AS 17 – Leases and related interpretation and guidance. The Company has used simplified transition approach under Ind AS 116.

(a) Right-of-use assets

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	212.75	188.69
Transition to Ind AS 116	-	-
Additions during the year / period	126.755	49.26
Impact on lease termination	-	-
Impact on lease modification	-	-
Amortised during the year / period	(29.63)	(25.20)
Total	**309.87**	**212.75**

(All amounts are in ₹ Crores, except otherwise stated)

(b) Lease liabilities

The following are the movement in lease liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	238.48	206.48
Additions	120.23	46.42
Modifications	-	-
Deletions	-	-
Interest	26.18	21.36
Lease payments	(43.90)	(35.78)
Closing balance	**340.99**	**238.48**
Non-current lease liabilities	323.60	221.42

(c) Current lease liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current lease liabilities	17.399	17.06
Total	**17.40**	**17.06**

* Please refer note no. 36 for other additional disclosures relating to leases

Note No. 6 Other financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Rental deposits - at amortised cost - refer note (1) below	33.83	33.15
Total	**33.83**	**33.15**

(1) The company has paid an amount of INR 3.00 crores as interest free refundable security deposit for opening a new store at Chennai on lease. However, the parties failed to hand over the physical possession. Complaint was filed with Central Crime Station (CCS), Hyderabad PS vide FIR No. 219/2019. Upon investigation, charge sheet was filed and requested the bank to freeze the account of the defaulting party, where significant amount was parked. Management is confident of recovering the total deposit amount. Hence no provision has been made in this regard.

Note No. 7 Other non-current assets

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Advances for purchase of property, plant and equipment	14.99	14.42
(b) Deposits with govt. authorities	2.59	2.51
(c) Other deposits	0.05	0.05
Total	**17.63**	**16.98**

Note No. 8 Inventories

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Stock in trade	811.68	777.44
(b) Packing material and others	4.25	0.38
Total	**815.93**	**777.82**

Inventories are hypothecated as security against current borrowings, details of which have been disclosed in Note 41.

For mode of valuation of inventories refer Note 2(o) of Accounting Policies.

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 9 Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Considered good - Unsecured	2.38	2.51
Total	**2.38**	**2.51**

Trade receivables are hypothecated as Security for part of Cash Credit facilities (refer note 41) and ageing of trade receivables is provided in Note 38.

The Company generally operates on a cash and carry model, and hence the expected credit loss allowance for trade receivables is insignificant. The concentration of credit risk is also limited due to the fact that the customer base is large and unrelated.

Note No. 10 Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Balance with banks		
-In Current Accounts	14.55	71.52
-In Deposit Accounts	-	-
(with maturity of less than 3 months)		
(b) Cash on hand	2.23	4.81
(c) Others - Card Swiping receivables	2.60	8.97
Total	**19.38**	**85.30**

Note No. 11 Bank balances other than cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Fixed deposits (includes FDs held as margin money against borrowings as specified in Note no.41) (maturity of less than 12 months from the balance sheet date)^	329.02	209.40
Unpaid Dividend Account	0.02	0.01
Total	**329.04**	**209.41**

^ Other bank deposits represents, fixed deposit with banks with original maturity of more than 3 months.

Note No. 12 Loans

Particulars	As at March 31, 2026	As at March 31, 2025
Employee loans - at amortised cost	26.16	25.74
Total	**26.16**	**25.74**
Break-up of security details		
Loans considered good – unsecured	26.16	25.74

Note No. 13 Other financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
[Unsecured, considered good]		
Interest accrued on FDs	1.236	1.14
Others		
- Deposits given to BSE	-	3.00
- TDS Refund Due	0.09	0.13
Total	**1.32**	**4.27**

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 14 Other current assets

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Balances with statutory authorities		
- Other taxes	4.26	7.27
(b) Others		
- Advances to Suppliers	13.57	11.05
- Prepaid Expenses	1.68	1.72
Total	**19.51**	**20.04**

Note No. 15 Equity share capital

(i) Authorised equity share capital

Particulars	Number of Shares	Amount
As at 31st March, 2024 @ Face Value of 2/- each	21,00,00,000	42.00
Movement during the year	-	-
As at 31st March, 2025 @ Face Value of 2/- each	**21,00,00,000**	**42.00**
As at 31st March, 2025 @ Face Value of 2/- each	21,00,00,000	42.00
Movement during the year	-	-
As at March 31, 2026 @ Face Value of 2/- each	**21,00,00,000**	**42.00**

(ii) Movement in paid-up equity share capital

Particulars	Number of Shares	Amount
As at 31st March, 2024 @ Face Value of 2/- each (Incl. Treasury Stock)	15,33,66,112	30.67
Movement during the year @ Face Value of 2/- each	-	-
Treasury Stock*	(60,16,145)	(1.20)
As at 31st March, 2025 @ Face Value of 2/- each	**14,73,49,967**	**29.47**
As at 31st March, 2025 @ Face Value of 2/- each (Incl. Treasury Stock)	15,33,66,112	30.67
Movement during the year @ Face Value of 2/- each	-	-
Treasury Stock*	(60,16,145)	(1.20)
As at March 31, 2026 @ Face Value of 2/- each	**14,73,49,967**	**29.47**

Terms and Rights attached to Equity Shares

The Company has one class of equity shares having a par value of INR. 2/- each. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

* Refer to point no.(w) of Note no.2 (Summary of Material Accounting policies)

(iii) Details of shareholders holding more than 5% shares in the company

Name of the Shareholder	For the period ended March 31, 2026		For the year ended March 31, 2025	
	Number of shares	% holding	Number of shares	% holding
Chalavadi Naga Kanaka Durga Prasad	5,05,66,160	32.97	5,05,66,160	32.97
SSKL Family Trust	3,94,32,729	25.71	2,47,53,774	16.14

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

(iv) Shares held by promoters

Name of the Shareholder	% Share holding		
	As at March 31, 2026	As at March 31, 2025	% Change during the year
Chalavadi Naga Kanaka Durga Prasad	32.97	32.97	-
Chalavadi Jhansi Rani	2.28	2.28	-

(v) Aggregate number and class of shares allotted as fully paid up for consideration other than cash, bonus shares and shares bought back for the period of 5 years immediately preceding the Balance Sheet date:

Nil

Note No. 16 Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Securities premium (refer movement below)	591.77	591.77
(b) Retained Earnings including OCI (refer movement below)	639.23	510.53
	1,231.00	**1,102.30**

(a) Securities premium

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	591.77	593.61
Additions	-	-
Provision for IPO Expenses	-	(1.84)
Closing Balance	**591.77**	**591.77**

(b) Retained Earnings

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	510.53	439.86
Ind AS adjustments		
Balance after above Ind AS adjustments	510.53	439.86
Add: Net profit for the year	140.92	85.39
Less: Dividend*	(14.73)	(14.73)
	636.72	**510.52**
OCI on Gratuity and Leave Encashment	3.36	0.01
Deferred Tax on OCI portion	(0.85)	(0.00)
Closing Balance	**639.23**	**510.53**

* During the FY 2025-26 & FY 2024-25, the Company has declared and paid the final dividend of ₹1.00 (50 % of face value) per equity share of ₹ 2/- face value for the financial year ended March, 25 and March, 24 Respectively.

Note No. 17 Financial liabilities non-current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Secured - Long Term Loans from banks		
(a) Term loans from banks *	7.62	10.71
(b) Vehicle loans from banks #	5.34	6.93
Total	**12.96**	**17.64**

* Term Loans from Banks are secured by first charge on fixed assets of the company both present and future (For details Refer Note No 41)

Vehicles loans are secured by hypothecation of vehicles financed by respective banks. (For details Refer Note No 41)

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 18 Non-current other financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Security deposits - at amortised cost	1.53	1.96
	1.53	**1.96**

Note No. 19 Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Provision for employee benefits (refer note 43)	8.66	7.73
Total	**8.66**	**7.73**

Note No. 20 Deferred tax liabilities (Net)

Particulars	As at March 31, 2026	As at March 31, 2025
The balance comprises temporary differences attributable to:		
Deferred tax liabilities - Opening	8.81	10.22
Impact in the current year	(1.28)	(1.41)
Total	**7.53**	**8.81**

As at March 31, 2026

Particulars	Opening balance	Recognised in profit or loss	Recognised in OCI	Closing balance
Property, plant and equipment	11.00	(0.99)	-	10.01
Other Adjustments	(2.19)	(1.14)	0.85	(2.48)
Total	**8.81**	**(2.13)**	**0.85**	**7.53**

As at March 31, 2025

Particulars	Opening balance	Recognised in profit or loss	Recognised in OCI	Closing balance
Property, plant and equipment	11.90	(0.90)	-	11.00
Other Adjustments	(1.68)	(0.52)	0.01	(2.19)
Total	**10.22**	**(1.42)**	**0.01**	**8.81**

Note No. 21 Financial liabilities current borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Secured (refer note 41)		
(i) Loans repayable on demand from banks	-	137.05
(ii) Current maturities for long term debt	3.99	7.51
(iii) Current maturities of vehicle loans	3.27	2.94
(b) Unsecured (refer note 41)		
(i) Current maturities for long term debt*	-	1.40
Total	**7.26**	**148.90**

* Loans availed from NBFCs (for further details refer note no. 41)

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 22 Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Payables to third parties		
-Due to micro and small enterprises	-	-
- Others	163.73	26.58
Total	**163.73**	**26.58**

***Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**		
(a) Principal amount remaining unpaid to any supplier as at year end	-	-
(b) Interest due on above and remaining unpaid as at year end	-	-
(c) Principal/interest amount paid beyond the appointed day during the year	-	-
(d) Interest paid on payments made beyond the appointed day during the year u/s 16 of MSMED Act, 2006	-	-
(e) Interest due and Payable on payments made beyond the appointed day during the year other than MSMED Act, 2006	-	-
(f) Interest remaining due and payable for the period of delay in earlier years	-	-

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied upon by the auditors.

Refer Note No. 39 regarding Trade payables Ageing Schedule.

Note No. 23 Other financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Interest accrued on loans	0.06	-
(b) Employee benefits payable	14.64	14.25
(c) Capital Creditors	1.89	1.83
(d) Outstanding expenses	20.26	17.41
(e) Unclaimed Dividends	0.02	0.01
Total	**36.87**	**33.50**

Note No. 24 Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Statutory dues payable	5.36	2.60
(b) Advances received from customers	2.35	2.02
Total	**7.71**	**4.62**

Note No. 25 Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Provision for employee benefits (refer note 43)	1.18	0.95
Total	**1.18**	**0.95**

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 26 Current tax liabilities (Net)

Particulars	As at March 31, 2026	As at March 31, 2025
Current tax liabilities	0.01	19.71
Total	**0.01**	**19.71**

Note No. 27 Revenue from operations

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Sale of products		
- through showrooms	1,636.43	1,443.62
- through online channel	17.24	18.39
Total	**1,653.67**	**1,462.01**

Company adopted Ind AS 115 "Revenue from Contracts with Customers". Refer note 2(e) for the accounting policies followed pursuant to adoption of Ind AS 115. The adoption of Ind AS 115 did not have any material impact.

Note No. 28 Other income

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
(a) Interest Income		
- on fixed deposits	14.13	18.20
(b) Profit / (Loss) on Sale of Fixed Assets	(0.09)	0.07
(c) Interest unwinding on rental deposits	1.21	1.02
(d) Other non-operating income*	3.60	4.78
Total	**18.85**	**24.07**

* It includes subletting income

Note No. 29 Purchases of stock-in-trade

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
(a) Purchases of Stock in trade	987.05	900.64
(b) Other Direct Expenses	5.20	4.90
Total	**992.25**	**905.54**

Note No. 30 Changes in inventories

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Changes in inventories		
Stock at the end of the year		
Stock in trade	811.68	777.44
Stock at the beginning of the year		
Stock in trade	777.44	723.04
Total changes in inventories	**(34.24)**	**(54.40)**

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 31 Employee benefit expense

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
(a) Salaries and Wages (refer note 43)	193.86	172.37
(b) Director's remuneration (refer note 45)	7.38	7.38
(c) Staff Bonus	9.77	7.64
(d) Staff Welfare Expenses	4.37	4.89
(e) Contribution to Provident Fund & ESI (refer note 43)	6.14	3.81
(f) Gratuity (refer note 43)	4.52	2.05
Total	**226.04**	**198.14**

Note No. 32 Finance costs

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
(a) Interest on borrowings	4.64	17.12
(b) Interest on others	0.23	1.52
(c) Interest on lease rental discounting (refer note 36)	26.18	21.36
Other Borrowing Costs		
(d) Foreign Exchange (gain) / loss, net *	(0.20)	(0.05)
(e) Processing Charges	0.05	0.33
Total	**30.90**	**40.28**

*Forex (Gain) / Loss is arrived by year-ending valuation of advances made in foreign currency as per Ind AS 21

Note No. 33 Depreciation and amortization expense

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
(a) Depreciation of Property, Plant and Equipment (refer note 3)	28.27	25.37
(b) Amortisation of Intangible Assets (refer note 4)	1.10	2.13
(c) Amortisation of right-of-use assets (refer note 5)	29.63	25.20
Total	**59.00**	**52.70**

Note No. 34 Other expenses^

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
(a) Rent (refer note 36)	33.58	31.97
(b) Insurance	1.59	1.20
(c) Professional Charges	17.40	14.36
(d) Facility maintenance expenses	65.77	56.25
(e) Business promotion expenses	64.45	72.46
(f) Other expenses	23.10	21.94
(g) Audit Fee		
-for audit	0.26	0.28
-for tax audit	0.09	0.09
(h) CSR Expenditure (refer note below)	2.78	2.55
Total	**209.02**	**201.10**

^ Refer note no. 34A for detailed breakup of Other Expenses

(All amounts are in ₹ Crores, except otherwise stated)

*Disclosures in relation to corporate social responsibility expenditure

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Amount required to be spent as per Section 135 of the Act	2.74	2.34
Amount spent during the year on		
(i) Construction/acquisition of an asset		-
(ii) On purposes other than (i) above		
- For Current Year	2.78	2.55
- For Previous Years		-
Amount unspent		-

Note no. 34A Other Expenses

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Administration Expenses		
(a) Rent (refer note 36)		
Rent	33.39	31.79
Rent cum Commission	0.19	0.18
	33.58	**31.97**
(b) Insurance		
Insurance	1.59	1.20
(c) Professional Charges		
Professional Charges	17.40	14.36
(d) Facility maintenance expenses		
Security Charges	2.70	2.37
Electricity Charges	26.77	23.46
Generator maintenance	3.49	1.96
Office & Stores Maintenance	17.51	13.99
Alteration, Rolling & Polishing Charges	0.84	0.92
Repairs & Maintenance		
Computers & Softwares	3.27	2.27
Plant & Machinery	4.11	3.24
Building	2.80	3.54
Furniture & Fixtures	4.16	4.33
Others	0.12	0.17
	65.77	**56.25**
(e) Business promotion expenses		
Advertisement	28.50	36.62
Business Promotion	25.20	26.46
Packing Material	10.75	9.38
	64.45	**72.46**
(f) Other expenses		
Printing, Postage & Stationery	1.21	1.58
Telephone & Internet Charges	0.78	0.71
Travelling Expenses	3.58	4.57
Computer Software Maintenance	0.44	0.83
Conveyance	5.78	4.26
Festival & Functional Expenses	1.55	1.28

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Directors Sitting Fee	0.16	0.14
Professional Tax	0.04	0.00
Vehicle Maintenance	1.04	0.75
Subscription	0.02	0.02
Rates & Taxes	1.55	1.19
Donations (Not eligible as CSR)	0.00	0.05
Bank Charges (Incl Cash Pickup & CC Swiping Charges)	6.95	6.56
	23.10	**21.94**
(g) Audit Fee		
Audit Fee	0.35	0.38
(h) CSR Expenditure		
CSR Expenditure	2.78	2.55

Note No. 35 Earnings per equity share (Ref Note no. 35)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Profit after tax	140.92	85.39
Add / Less: Dividend tax	-	-
Profit after tax attributable for equity share holders	140.92	85.39
Number of equity shares (nos.)	14,73,49,967	14,73,49,967
Weighted average number of equity shares (nos.) - (Share split done on May 18, 2022)	14,73,49,967	14,73,49,967
Face value of equity share (in ₹ rupees)	₹ 2.00	₹ 2.00
Earnings per share (in ₹ rupees)		
Basic	9.56	5.80
Diluted	9.56	5.80

Note No. 36 Right-of-use assets and Lease liabilities

The Company has adopted Ind AS 116 'Leases' with the date of initial application being 01-Apr-2019. Ind AS 116 replaces Ind AS 17 – Leases and related interpretation and guidance. The Company has used simplified transition approach under Ind AS 116.

(a) Right-of-use assets

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	212.75	188.69
Add: Addition during the year	126.755	49.26
Less: Impact on lease termination	-	-
Less: Impact on lease modification	-	-
Less: Amortised during the year	(29.63)	(25.20)
Total	**309.87**	**212.75**

(b) Lease liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	238.48	206.48
Additions	120.23	46.42
Modifications	-	-
Deletions	-	-
Interest	26.18	21.36
Lease payments	(43.90)	(35.78)
Closing balance	**340.99**	**238.48**

(All amounts are in ₹ Crores, except otherwise stated)

(i) Amounts recognised in the statement of profit and loss

The statement of profit or loss shows the following amounts relating to leases

Particulars	As at March 31, 2026	As at March 31, 2025
Depreciation charge of right-of-use assets (refer note 33)	29.63	25.20
Interest expense (included in finance costs) (refer note 32)	26.18	21.36
Interest unwinding on rental deposits (refer note 28)	(1.21)	(1.02)
Expense relating to short-term leases (refer note 34)	33.58	31.97

(ii) Contractual maturities of lease liabilities on an undiscounted basis

Particulars	Less than 1 year	1-5 years	More than 5 years	Total
Mar 31, 2025	39.82	173.08	190.42	403.31
Mar 31, 2026	50.28	239.41	319.81	609.50

(iii) Extension and termination options

Extension and termination options are included in a number of property and equipment leases across the company. These are used to maximise operational flexibility in terms of managing the assets used in the company's operations. The majority of termination options held are exercisable only by the company and not by the respective lessor. In case the company wishes to extend the lease, the same can be done on mutually agreeable basis with the lessor.

Critical judgements in determining the lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not to be terminated). Also the company has used the discounting rate as 10% (the borrowing rate from the banks) for the purpose of arriving at present value.

For leases of retail stores, the following factors are normally the most relevant

(a) If any leasehold improvements are expected to have a significant remaining value, the company is typically reasonably certain to extend (or not to terminate).

(b) Most extension options in retail leases have been included in the lease liability, because the company only has the right to extend the lease (only with the approval of the lessor) and has incurred lease hold improvements in them.

(c) 'The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee.

(d) If there are significant penalty payments to terminate (or not to extend), the company is typically reasonably certain to extend (or not to terminate).

(iv) The company is operating through 81 showrooms & 5 warehouses spread across the southern part of India and on evaluation of those rental agreements, 58 showrooms & 5 warehouses have come under the purview of Ind AS 116 and impact of the same has been provided in the financials (refer note 5). As per the terms and conditions stipulated in the lease deeds/agreements of the remaining 23 showrooms, the termination option is available with both lessor and lessee leading to the same being treated as short term and the impact appears in the rental expenses (refer note 34).

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 37 Contingent liabilities and commitments

(a) Contingent liabilities

1. The company has filed Rectification u/s 154 in relation to the below.

Particulars	As at March 31, 2026	As at March 31, 2025
Income Tax		
AY 2012-13	-	0.06
AY 2016-17	0.89	0.89
	0.89	**0.95**

2. One of our lessors namely M/s. Profit shoe company Private Limited (Lessor of our showroom at Rajahmundry) had increased the rent abnormally in deviation to the rent escalation clause as mentioned in the agreement and the company disagreed for the same. So, the lessor has filed a suit for vacation of the premises and we filed counter against it. The matter is pending before the Addl. District Judge, Rajahmundry with case no. 75 of 2024.

3. The company received a notice from Greater Hyderabad Municipal Corporation (GHMC) pursuant to a written complaint by residents alleging noise and traffic nuisance resulting from presence of our stores. The company filed response to such notice by providing clarifications and requesting relief in the matter. Consequently, a petition was preferred before the High Court of Telangana by the complainants to direct GHMC to stop the alleged activity against which an interim injunction was obtained by our company. Thereafter another contempt petition was filed by the complainants against the company and the matter is still pending.

4. A legal notice dated August 16, 2022 was received by the company and its directors, alleging that the company is playing various sound recordings, copyrights of which vests with Phonographic performance limited without an appropriate copyright license and paying a sum of ₹ 5 Crores as damages. The company filed a reply to the above notice stating that the complainant does not have a statutory right to raise the demands given in the notice. Consequently, a commercial suit was filed vide suit no.37964 of 2022 along with an interim application no.37970 of 2022, dated December 5, 2022 before the Hon'ble Bombay High court praying for an order of injunction restraining the company to use the above mentioned intellectual property. Consequently, the company made a statement before the Court that none of the Sound recordings for which the complainant claims to have copyright shall be played in the malls and stores run by the Company which was taken on record by the Court on December 19, 2022. The matter is currently pending before the Court.

(b) Commitments

Particulars	As at March 31, 2026	As at March 31, 2025
Estimated amount of contracts remaining to be executed on capital account (net of capital advances)	5.00	4.62
Estimated amount of contracts remaining to be executed on account of other purchase commitments	-	-
Net Capital Commitments	**5.00**	**4.62**
Total (a) + (b)	**5.89**	**5.57**

Note: As disclosed in the Prospectus, The Company intends to open 30 new stores (Around 1.42 Lac sft) & 2 ware houses in the span of 2 years with an amount of ₹ 125.08 crores & 25.40 crores respectively. Out of which 24 stores (with an extent of 1.83 lac sft approximately) were opened and spent an amount of ₹108.74 crores upto 31st March, 2026.

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 38 Trade Receivables Ageing Schedule

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Undisputed Trade receivables – considered good		
Less than 6 Months	1.43	1.85
6 Months - 1 Year	0.42	0.52
1 - 2 Years	0.53	0.14
2 - 3 Years	-	-
More than 3 Years	-	-
Total	**2.38**	**2.51**

Note No. 39 Trade payables Ageing Schedule

Particulars	As at March 31, 2026	As at March 31, 2025
(i) MSME		
Less than 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More than 3 years	-	-
(ii) Others		
Less than 1 year	163.69	26.58
1 - 2 years	0.04	0.00
2 - 3 years	-	0.00
More than 3 years	-	-
Total	**163.73**	**26.58**

Note No. 40 CWIP ageing schedule

Particulars	As at March 31, 2026	As at March 31, 2025
Projects in progress		
Less than 1 year	0.65	0.18
1 - 2 years	-	-
2 - 3 years	-	-
More than 3 years	-	-
Total	**0.65**	**0.18**

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 41

(a) For the period ended March 31, 2026

1.0 Nature of Security and terms of repayment for term loans from banks:

Sl No.	Lender	Primary Security	Collateral Security	Terms of Payment	Int. Rate
1	Canara Bank Term Loan	Showcases, Furniture and Fixtures and other fixed assets of 6 showrooms - Exclusive First charge by way of hypothecation	1. Paripassu II Charge on Stock & Book Debts. 2. For Term Loan and WC Limits together, the company offered Collateral security as detailed below Lien was marked on Fixed Deposits of ₹ 4 Crores and Personal Guarantee of M/s. NAGA KANAKA DURGA PRASAD CHALAVADI	Repayable in 14 Ballooning Quarterly instalments commencing from Q1 FY 2023-24. The quarterly instalment of each financial year is as follows : FY 2023-24 : ₹ 1.25 Crores Per quarter FY 2024-25 and FY 2025-26 : ₹ 1.50 Per quarter FY 2026-27 : Two quarterly instalments of ₹ 1.235 Crores each	1 year MCLR + 3.30%
2	Canara Bank Housing Loan - 1	Mortgage of Flat / Houses to be purchased out of loan proceeds. Margin Up to 10%	Personal Guarantee of M/s. NAGA KANAKA DURGA PRASAD CHALAVADI	Repayable in 180 EMIs	RLLR + 0.1%
3	Canara Bank Housing Loan - 2	EMT / MODTD of Residential Houses / Flats undivided share purchased with this loan in the name of the company for using as staff quarters. Margin is 13.04%	Lien was marked on Fixed Deposits of ₹ 2 Crores. And Personal Guarantee of M/s. NAGA KANAKA DURGA PRASAD CHALAVADI	Repayable in 180 Monthly principal instalments (₹ 10,55,556/-) commencing from November 2022;	1 year MCLR + 2.40%

1.1 Nature of Security and terms of repayment for working capital limits from banks:

Sl No.	Lender	Security	Terms of Payment	Int. Rate Per Annum	Guarantee
1	ICICI Bank (CC and WCDL)	1st Pari-passu Charge on entire current assets of the company. 2nd Pari-passu Charge on Unencumbered movable fixed Assets of the company	Personal Guarantee of M/s. NAGA KANAKA DURGA PRASAD CHALAVADI	On demand DP Margins : Inventory -25% Debtors - 25% (Cover period is 90 Days) Sundry Creditors to be reduced for the purpose of drawing power calculation	on CC limit: 6 Months MCLR + 0.10% on WCDL Limit: Repo Rate + Spread (As decided on the date of availment)
2	HDFC Bank (CC and WCDL)	1st Pari-passu Charge on entire current assets of the company. 2nd Pari-passu Charge on all movable fixed Assets of the company (excluding Vehicles)	Personal Guarantee of M/s. NAGA KANAKA DURGA PRASAD CHALAVADI	On demand DP Margins : Inventory -25% Debtors - 25% Sundry Creditors to be reduced for the purpose of drawing power calculation	8%

(All amounts are in ₹ Crores, except otherwise stated)

1.2 Nature of Security and terms of repayment for vehicle loans from banks:

Sl No.	Lender	Primary Security	Terms of Payment	Int. Rate Per Annum
1	Canara Bank Vehicle Loan - 4929603000020	Hyundai Creta	Repayable in 84 monthly installments of ₹ 24,646/- each commencing from Sep'2020.	7.85%
2	Canara Bank Vehicle Loan - 4929603000022	Skoda	Repayable in 78 monthly installments of ₹ 52,506/- each commencing from Sep'2020.	7.85%
3	Canara Bank Vehicle Loan - 4929603000024	Innova	Repayable in 81 monthly installments of ₹ 33,205/- each commencing from Sep'2020.	7.50%
4	HDFC Vehicle Loan - 123507760	Toyota Vellfire	Repayable in 60 monthly installments of ₹1,83,062/- each commencing from Nov'2021.	7.10%
5	HDFC BANK Vehicle Loan - 126956703	Innova	Repayable in 60 monthly installments of ₹47,220/- each commencing from Apr'2022.	7.10%
6	ICICI Vehicle Loan - LAHYD00045304127	THAR	Repayable in 60 monthly installments of ₹33,307/- each commencing from Apr'2022.	7.40%
7	HDFC Vehicle Loan - 130976729	Range rover sport version	Repayable in 60 monthly installments of ₹236,806/- each commencing from Jul'2022.	7.35%
8	HDFC Light Commercial Vehicle Loan - 133120420	Eicher Vehicle	Repayable in 48 monthly installments of ₹40,180/- each commencing from Sep'2022.	8.35%
9	HDFC Light Commercial Vehicle Loan - 134948629	Eicher Vehicle	Repayable in 48 monthly installments of ₹37,715/- each commencing from Nov'2022.	8.50%
10	Union Bank Vehicle Loan - 013916520000058	Innova	Repayable in 48 monthly installments of ₹55,458/- each commencing from Oct'2022.	8.50%
11	HDFC Bank Vehicle Loan -138174629	Mahindra XUV 700	Repayable in 48 monthly installments of ₹52,933/- each commencing from Mar'2023.	8.50%
12	HDFC Bank Vehicle Loan -137570765	Eicher Vehicle	Repayable in 48 monthly installments of ₹36,950/- each commencing from Feb'2023.	9.00%
13	ICICI Bank Vehicle Loan - LAHYD00047811784	MG ZS EV Vehicle	Repayable in 60 monthly installments of ₹ 59,118/- each commencing from Jun'2023.	8.95%
14	ICICI Bank Vehicle Loan - LAHYD00047818265	NEXON 2.O MAX XZ EV	Repayable in 60 monthly installments of ₹ 38,838/- each commencing from Jun'2023.	9.00%
15	HDFC Bank Vehicle Loan - 142250994	Mahindra XUV 400 (EL5S WQ)	Repayable in 36 monthly installments of ₹ 61,835/- each commencing from Jul'2023.	9.30%
16	HDFC Bank Vehicle Loan - 143260510	Mercedes-Benz E-Class E 220d	Repayable in 60 monthly installments of ₹ 165,692/- each commencing from Oct'2023.	8.50%
17	HDFC Bank Vehicle Loan - 146275707	TATA NEXON	Repayable in 48 monthly installments of ₹ 45,186/- each commencing from Dec'2023.	8.85%
18	HDFC Bank Vehicle Loan - 147982880	Toyota innova crysta	Repayable in 48 monthly installments of ₹ 70,156/- each commencing from Feb'2024.	8.80%
19	UNION Bank Vehicle Loan - 013916120000005	Eicher Vehicle	Repayable in 60 monthly installments of ₹ 26,910/- each commencing from Dec'2023.	12.05%
20	ICICI Bank Vehicle Loan - LVHYD00049637696	Ashok Leyland Bada Dost i4	Repayable in 35 monthly installments of ₹ 26,660/- each commencing from Apr'2024.	10.00%
21	ICICI Bank Vehcile Loan - LVHYD00049637697	Ashok Leyland Bada Dost i4	Repayable in 35 monthly installments of ₹ 26,660/- each commencing from Apr'2024.	10.00%
22	Kotak Bank Vehcile Loan - CF-23429114	Innova Hycross	Repayable in 60 monthly installments of ₹ 64,191/- each commencing from May'2024.	9.27%
23	ICICI Bank Vehcile Loan - LVHYD00049828343	Ashok Leyland Bada Dost i4	Repayable in 36 monthly installments of ₹ 25,765/- each commencing from Jun'2024.	10.00%
24	ICICI Bank Vehcile Loan - LVHYD00049931822	Ashok Leyland Bada Dost i4	Repayable in 36 monthly installments of ₹ 25,779/- each commencing from Jul'2024.	10.00%
25	ICICI Bank Vehcile Loan - LVHYD00049931823	Ashok Leyland Bada Dost i4	Repayable in 36 monthly installments of ₹ 25,779/- each commencing from Jul'2024.	10.00%
26	ICICI Bank Vehcile Loan - LVHYD00050015725	Mahindra Bolero Pik-Up Maxx Pup HD 2.0L LX CBC	Repayable in 35 monthly installments of ₹ 29,358/- each commencing from Jul'2024.	10.00%

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Sl No.	Lender	Primary Security	Terms of Payment	Int. Rate Per Annum
27	HDFC Bank Vehcile Loan - 154064601	Benz X167 GLS 450d 4MATIC	Repayable in 60 monthly installments of ₹ 3,01,657/- each commencing from Sep'2024.	8.80%
28	HDFC Bank Vehcile Loan - 154853826	TATA TIAGO EV XT	Repayable in 39 monthly installments of ₹ 28,378/- each commencing from Sep'2024.	9.50%
29	ICICI Bank Vehcile Loan - LVHYD00050198178	Ashok Leyland Bada Dost i4	Repayable in 35 monthly installments of ₹ 26,697/- each commencing from Sep'2024.	10.00%
30	ICICI Bank Vehcile Loan - LVHYD00050198183	Ashok Leyland Bada Dost i4	Repayable in 35 monthly installments of ₹ 26,697/- each commencing from Sep'2024.	10.00%
31	HDFC Bank Vehcile Loan - 155029281	Toyota Vellfire	Repayable in 48 monthly installments of ₹ 3,27,543/- each commencing from Oct'2024.	8.85%
32	HDFC Bank Vehcile Loan - 157568844	Lexus Lm 350h 4s Ultra Luxury	Repayable in 60 monthly installments of ₹ 6,16,219/- each commencing from Jan'2025.	8.55%
33	ICICI Bank Vehcile Loan - LVHYD00050547499	Mahindra Bolero Pik-Up Maxx Pup HD 2.0L LX CBC	Repayable in 36 monthly installments of ₹ 28,759/- each commencing from Dec'2024.	10.00%
34	ICICI Bank Vehicle Loan - LVHYD00050385017	Commercial Bada Dost i4	Repayable in 36 monthly installments of ₹ 26,080/- each commencing from Nov'2024.	10.00%
35	ICICI Bank Vehicle Loan - LVHYD00050384881	Eicher	Repayable in 36 monthly installments of ₹ 47,456/- each commencing from Nov'2024.	9.55%
36	ICICI Bank Vehicle Loan - LVHYD00051214923	Ashok Leyland Bada Dost ₹5	Repayable in 36 monthly installments of ₹ 28,954/- each commencing from Jul'2025.	9.85%
37	ICICI Bank Vehicle Loan - LAHYD00051400114	Range Rover Sport HSE Dynamic 3.0	Repayable in 48 monthly installments of ₹ 434,803/- each commencing from Sep'2025.	8.50%
38	ICICI Bank Vehicle Loan - LVHYD00051375454	Mahindra Bolero Pik-Up Maxx Pup HD 2.0L	Repayable in 36 monthly installments of ₹ 30,224/- each commencing from Sep'2025.	9.85%

(b) For the period ended March 31, 2025

1.0 A. Nature of Security and terms of repayment for term loans from banks:

Sl No.	Lender	Primary Security	Collateral Security	Terms of Payment	Int. Rate
1	Canara Bank Term Loan	Showcases, Furniture and Fixtures and other fixed assets of 6 showrooms - Exclusive First charge by way of hypothecation	1. Paripassu II Charge on Stock & Book Debts. 2. For Term Loan and WC Limits together, the company offered Collateral security as detailed below	Repayable in 14 Ballooning Quarterly instalments commencing from Q1 FY 2023-24. The quarterly instalment of each financial year is as follows : FY 2023-24 : ₹ 1.25 Crores Per quarter FY 2024-25 and FY 2025-26 : ₹ 1.50 Per quarter FY 2026-27 : Two quarterly instalments of ₹ 1.235 Crores each	1 year MCLR + 2.20%
2	Canara Bank Housing Loan - 1	Mortgage of Flat / Houses to be purchased out of loan proceeds. Margin Up to 10%	Nil	Repayable in 180 EMIs	RLLR + 0.1%
3	Canara Bank Housing Loan - 2	EMT / MODTD of Residential Houses / Flats undivided share purchased with this loan in the name of the company for using as staff quarters. Margin is 13.04%	Nil	Repayable in 180 Monthly principal instalments (₹ 10,55,556/-) commencing from November 2022;	1 year MCLR + 1.30%

(All amounts are in ₹ Crores, except otherwise stated)

1.0 B. Nature and terms of repayment for loans availed from NBFCs:

Sl. No	Lender	Security	Terms of Payment	Int. Rate Per Annum	Guarantee
1	Tata Capital Financial Services Limited	Collateral security with a Fixed Deposit of ₹ 1.00 Cr	Term loan Repayable in 24 EMIs of ₹ 47,54,182/- starting from Jun-2023	LTLR less 8.55 %	Personal Guarantee from Durgarao D K Chalavadi, Kalyan Srinivas Annam, Naga Kanaka Durga Prasad Chalavadi

1.1 Nature of Security and terms of repayment for working capital limits from banks:

Sl No.	Lender	Security	Terms of Payment	Int. Rate Per Annum	Guarantee
1	ICICI Bank (CC and WCDL)	1st Pari-passu Charge on entire current assets of the company. 2nd Pari-passu Charge on Unencumbered movable fixed Assets of the company	Personal Guarantee of M/s. NAGA KANAKA DURGA PRASAD CHALAVADI	On demand DP Margins : Inventory -25% Debtors - 25% (Cover period is 90 Days) Sundry Creditors to be reduced for the purpose of drawing power calculation	"on CC limit: 6 Months MCLR + 0.10% on WCDL Limit: Repo Rate + Spread (As decided on the date of availment)"
2	Yes Bank (CC and WCDL)	1st Pari-passu Charge on entire current assets of the company. 2nd Pari-passu Charge on all movable fixed Assets of the company (excluding Vehicles)	Personal Guarantee of M/s. NAGA KANAKA DURGA PRASAD CHALAVADI	On demand DP Margins : Inventory -25% Debtors - 25% (Cover period is 120 Days) Sundry Creditors to be reduced for the purpose of drawing power calculation	on CC limit: Overnight MCLR+0.05% on WCDL Limit: As decided on the date of disbursement

1.2 Schedule of Collateral property with the above Banks (Which are under the process of discontinuance)

Sl No.	Lender	Security	Terms of Payment	Int. Rate Per Annum	Guarantee
1	Open Plot (Admeasuring 540 Sq Yards)	M/s. Sai Readymade	Plot no. OS-2, Ramky Pearls in Sy no.143,144,145,146,147, 149,150,151,152,153,154,155 & 156, Kukatpalli, Medchal-Malkajgiri Dist., Hyd.,TG	CANARA Bank	Personal Guarantee from NAGA KANAKA DURGA PRASAD CHALAVADI
2	Open Plot (Admeasuring 540 Sq Yards)	M/s. Sai Readymade	Plot no. OS-13, Ramky Pearls in Sy no.143,144,145,146,147 ,149,150,151,152,153,154,155 & 156, Kukatpalli, Medchal-Malkajgiri Dist., Hyd.,TG	CANARA Bank	Personal Guarantee from Durgarao D K Chalavadi, Kalyan Srinivas Annam, Naga Kanaka Durga Prasad Chalavadi
3	Flat.1 (Admeasuring 2,500 Sft)	Ch.N.K.D.Prasad (MD)	H no. 6-3-790/8, Flat no.1, Ground Floor, Bathina Apt, Ameerpet, Hyderabad - 500016	CANARA Bank	
4	Flat.8 (Admeasuring 1,450 Sft)	Ch.N.K.D.Prasad (MD)	H no. 6-3-790/8, Flat no.8, 2nd Floor, Bathina Apt, Ameerpet, Hyderabad - 500016	CANARA Bank	
5	Land and Building (Admeasuring 268.53 Sq.Yds) G + 1 Floors built-up area of 1,840 Sft	Ch.N.K.D.Prasad (MD)	H no. 6-3-841/E/1, Ameerpet, Hyderabad	CANARA Bank	
6	Land and Building (Admeasuring 288.88 Sq.Yds) A.C sheet room of 275 sft	Ch.N.K.D.Prasad (MD)	H no. 33-10-17, Mogalrajpuram, Seetharampuram, Srinivasarao Street, Vijayawada	CANARA Bank	

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

1.3 Personal Guarantees of the following persons (Which are under the process of discontinuance):

Sl No.	Particulars	Offered to
1	Sri Chalavadi Naga Kanaka Durga Prasad S/o C. Krishna Murthy	Canara Bank
2	Sri Annam Kalyan Srinivas S/o A Chandra Sekhar	Canara Bank
3	Sri Chalavadi DK Durga Rao S/o C Krishna Murthy	Canara Bank
4	Sri Annam Venkata Rajesh S/o A Chandra Sekhar	Canara Bank
5	Sri Annam Subhash Chandra Mohan S/o A, Chandra Sekhar	Canara Bank
	Corporate Guarantor	
1	M/s. Sai Readymade (Partnership Firm)	CANARA Bank

1.4 Nature of Security and terms of repayment for vehicle loans from banks:

Sl.No	Lender	Primary Security	Terms of Payment	Int. Rate
1	HDFC Vehicle Loan - 112686183	Vellfire	Repayable in 60 monthly installments of ₹1,93,309/- each commencing from Oct'2020.	7.75%
2	Canara Bank Vehicle Loan - 4929603000020	Hyundai Creta	Repayable in 84 monthly installments of ₹ 24,646/- each commencing from Sep'2020.	7.85%
3	Canara Bank Vehicle Loan - 4929603000022	Skoda	Repayable in 78 monthly installments of ₹ 52,506/- each commencing from Sep'2020.	7.85%
4	Canara Bank Vehicle Loan - 4929603000024	Innova	Repayable in 81 monthly installments of ₹ 33,205/- each commencing from Sep'2020.	7.50%
5	HDFC Vehicle Loan - 123507760	Toyota Vellfire	Repayable in 60 monthly installments of ₹1,83,062/- each commencing from Nov'2021.	7.10%
6	HDFC BANK Vehicle Loan - 126956703	Innova	Repayable in 60 monthly installments of ₹47,220/- each commencing from Apr'2022.	7.10%
7	ICICI Vehicle Loan - LAHYD00045304127	THAR	Repayable in 60 monthly installments of ₹33,307/- each commencing from Apr'2022.	7.40%
8	HDFC Vehicle Loan - 130976729	Range rover sport version	Repayable in 60 monthly installments of ₹236,806/- each commencing from Jul'2022.	7.35%
9	HDFC Vehicle Loan - 133073148	WAGON R ZXI	Repayable in 39 monthly installments of ₹19,517/- each commencing from Oct'2022.	8.25%
10	HDFC Light Commercial Vehicle Loan - 133120420	Eicher Vehicle	Repayable in 48 monthly installments of ₹40,180/- each commencing from Sep'2022.	8.35%
11	HDFC Light Commercial Vehicle Loan - 134948629	Eicher Vehicle	Repayable in 48 monthly installments of ₹37,715/- each commencing from Nov'2022.	8.50%
12	Union Bank Vehicle Loan - 013916520000058	Innova	Repayable in 48 monthly installments of ₹55,458/- each commencing from Oct'2022.	8.50%
13	HDFC Bank Vehicle Loan -138174629	Mahindra XUV 700	Repayable in 48 monthly installments of ₹52,933/- each commencing from Mar'2023.	8.50%
14	HDFC Bank Vehicle Loan -137570765	Eicher Vehicle	Repayable in 48 monthly installments of ₹36,950/- each commencing from Feb'2023.	9.00%
15	ICICI Bank Vehicle Loan - LAHYD00047811784	MG ZS EV Vehicle	Repayable in 60 monthly installments of ₹ 59,118/- each commencing from Jun'2023.	8.95%
16	ICICI Bank Vehicle Loan - LAHYD00047818265	NEXON 2.O MAX XZ EV	Repayable in 60 monthly installments of ₹ 38,838/- each commencing from Jun'2023.	9.00%
17	HDFC Bank Vehicle Loan - 142250994	Mahindra XUV 400 (EL5S WQ)	Repayable in 36 monthly installments of ₹ 61,835/- each commencing from Jul'2023.	9.30%
18	HDFC Bank Vehicle Loan - 143260510	Mercedes-Benz E-Class E 220d	Repayable in 60 monthly installments of ₹ 165,692/- each commencing from Oct'2023.	8.50%
19	HDFC Bank Vehicle Loan - 146275707	TATA NEXON	Repayable in 48 monthly installments of ₹ 45,186/- each commencing from Dec'2023.	8.85%
20	HDFC Bank Vehicle Loan - 147982880	Toyota innova crysta	Repayable in 48 monthly installments of ₹ 70,156/- each commencing from Feb'2024.	8.80%
21	UNION Bank Vehicle Loan - 013916120000005	Eicher Vehicle	Repayable in 60 monthly installments of ₹ 26,910/- each commencing from Dec'2023.	12.05%

(All amounts are in ₹ Crores, except otherwise stated)

Sl.No	Lender	Primary Security	Terms of Payment	Int. Rate
22	ICICI Bank Vehicle Loan - LVHYD00049637696	Ashok Leyland Bada Dost i4	Repayable in 35 monthly installments of ₹ 26,660/- each commencing from Apr'2024.	10.00%
23	ICICI Bank Vehcile Loan - LVHYD00049637697	Ashok Leyland Bada Dost i4	Repayable in 35 monthly installments of ₹ 26,660/- each commencing from Apr'2024.	10.00%
24	Kotak Bank Vehcile Loan - CF-23429114	Innova Hycross	Repayable in 60 monthly installments of ₹ 64,191/- each commencing from May'2024.	9.27%
25	ICICI Bank Vehcile Loan - LVHYD00049828343	Ashok Leyland Bada Dost i4	Repayable in 36 monthly installments of ₹ 25,765/- each commencing from Jun'2024.	10.00%
26	ICICI Bank Vehcile Loan - LVHYD00049931822	Ashok Leyland Bada Dost i4	Repayable in 36 monthly installments of ₹ 25,779/- each commencing from Jul'2024.	10.00%
27	ICICI Bank Vehcile Loan - LVHYD00049931823	Ashok Leyland Bada Dost i4	Repayable in 36 monthly installments of ₹ 25,779/- each commencing from Jul'2024.	10.00%
28	ICICI Bank Vehcile Loan - LVHYD00050015725	Mahindra Bolero Pik-Up Maxx Pup HD 2.0L LX CBC	Repayable in 35 monthly installments of ₹ 29,358/- each commencing from Jul'2024.	10.00%
29	HDFC Bank Vehcile Loan - 154064601	Benz X167 GLS 450d 4MATIC	Repayable in 60 monthly installments of ₹ 3,01,657/- each commencing from Sep'2024.	8.80%
30	HDFC Bank Vehcile Loan - 154853826	TATA TIAGO EV XT	Repayable in 39 monthly installments of ₹ 28,378/- each commencing from Sep'2024.	9.50%
31	ICICI Bank Vehcile Loan - LVHYD00050198178	Ashok Leyland Bada Dost i4	Repayable in 35 monthly installments of ₹ 26,697/- each commencing from Sep'2024.	10.00%
32	ICICI Bank Vehcile Loan - LVHYD00050198183	Ashok Leyland Bada Dost i4	Repayable in 35 monthly installments of ₹ 26,697/- each commencing from Sep'2024.	10.00%
33	HDFC Bank Vehcile Loan - 155029281	Toyota Vellfire	Repayable in 48 monthly installments of ₹ 3,27,543/- each commencing from Oct'2024.	8.85%
34	HDFC Bank Vehcile Loan - 157568844	Lexus Lm 350h 4s Ultra Luxury	Repayable in 60 monthly installments of ₹ 6,16,219/- each commencing from Jan'2025.	8.55%
35	ICICI Bank Vehcile Loan - LVHYD00050547499	Mahindra Bolero Pik-Up Maxx Pup HD 2.0L LX CBC	Repayable in 36 monthly installments of ₹ 28,759/- each commencing from Dec'2024.	10.00%
36	ICICI Bank Vehcile Loan - LVHYD00050385017	Commercial Bada Dost i4	Repayable in 36 monthly installments of ₹ 26,080/- each commencing from Nov'2024.	10.00%
37	ICICI Bank Vehicle Loan - LVHYD00050384881	Eicher	Repayable in 36 monthly installments of ₹ 47,456/- each commencing from Nov'2024.	9.55%

Note No. 42 Reconciliation between the income tax expense and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Profit before tax-A	189.55	142.72
Tax rate - B	25.17%	25.17%
Income tax expense - A*B	47.71	35.92
Tax effect of depreciation in determining taxable profit	1.72	(1.54)
Tax effect of expenses other than depreciation that are not deductible in determining taxable profit	0.48	3.49
Adjustments recognised in the current year in relation to prior years	0.00	20.87
Effect of Deferred Tax (refer note 20)	(1.28)	(1.41)
Income tax expense recognised in profit or loss	**48.63**	**57.33**

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 43 Employee benefits

(a) Salaries and Wages

Compensatory absence which accrue to the employees which are expected to be availed or encashed within twelve months after the end of the period in which the employees render the related service are short-term in nature. These compensatory absences require measurement on an actual basis and not on actuarial basis.

As per the leave policy of the company, the compensatory absences are paid within the next month from the date they are due and there is no accrual benefit that needs to be accounted as per Ind AS 19. They are processed along with monthly payroll.

(b) Defined contribution plan

The Company makes provident fund and pension fund contributions, which is a defined contribution plan, for qualifying employees. Additionally, the Company also provides, for covered employees, health insurance through the Employee State Insurance scheme. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable to these plans by the Company are at rates specified in the rules of the Schemes. Expenses recognized against defined contribution plans:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Contribution to Provident Fund & ESI	6.14	3.81

(c) Defined benefit plans

The Company operates a gratuity plan covering qualifying employees. The benefit payable is calculated as per the Payment of Gratuity Act, 1972 and the benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The present value of the defined benefit obligation, and the related current service cost and paid service cost, were measured using the projected unit cost credit method. The company has obtained actuarial report from Mr. I. Sambasiva Rao (Membership No. 158 of Institute of Actuaries of India) under Ind AS 19 for March 31, 2026 and March 31, 2025 vide reports dated April 16,2026 and April 17, 2025 respectively.

(d) Other disclosures of defined benefit plans as required under Ind AS–19 are as under:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Service Cost	3.91	1.57
Interest Cost	0.60	0.48
Components of defined benefit costs recognised in statement of profit or loss - (A)	**4.51**	**2.05**
Actuarial (gain) / loss on plan obligations	(3.36)	(0.01)
Difference between actual return and interest income on plan assets - (gain) /loss	-	-
Components of defined benefit costs recognised in other comprehensive income - (B)	**(3.36)**	**(0.01)**
Total (A+B)	**1.15**	**2.04**

(e) The amount included in the balance sheet arising from the entity's obligation in respect of defined benefit plan is as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Present value of defined benefit obligation	9.84	8.69
Less: Fair value of plan assets	-	-
Net liability recognised in the balance sheet	9.84	8.69
Current portion of the above (refer note 25)	1.18	0.95
Non-current portion of the above (refer note 19)	8.66	7.74

(All amounts are in ₹ Crores, except otherwise stated)

(f) Movement in the present value of the defined benefit obligation are as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Present value of defined benefit obligation at the beginning of the year	8.69	6.65
Expenses Recognised in statement of Profit & Loss		
Current Service cost	1.69	1.57
Past Service Cost	2.22	-
Interest cost	0.60	0.48
Expenses Recognised in statement of OCI		
Actuarial (gain)/loss	(3.36)	(0.01)
Benefits paid by the company		
Present value of the defined benefit obligation at the end of year	9.84	8.69

(g) Sensitivity analysis

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Present value of the defined benefit obligation at the end of year	9.84	8.69
Impact of the change in the discount rate		
Impact due to increase of 1.00%	9.13	8.01
Impact due to decrease of 1.00%	10.67	9.47
Impact of the change in the withdrawal rate		
Impact due to increase of 1.00%	10.05	8.83
Impact due to decrease of 1.00%	9.61	8.52
Impact of the change in the salary		
Impact due to increase of 1.00%	10.70	9.49
Impact due to decrease of 1.00%	9.09	7.98

(h) Maturity profile - Expected Future Cash flows (Undiscounted)

Particulars	As at March 31, 2026	As at March 31, 2025
0 to 1 year	1.20	0.97
1 to 2 year	0.69	0.56
2 to 3 year	1.05	0.59
3 to 4 year	0.94	0.93
4 to 5 year	0.93	0.82
above 5 Years	16.90	14.46

(i) Actuarial assumptions

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Discount rate	7.73%	6.98%
Salary escalation	4.00%	4.00%
Withdrawal rate	5.00%	5.00%

(j) The past service cost of ₹ 2.22 Crores is the increase in liability due to the implementation of new wage code and should be shown as past service cost as of 31-12-2025 as per regulations. As this is a one time recognition, the same amount was shown in the 31st March 2026 valuation as it is being compared with 31st March 2025.

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 44 Segment reporting

The Company is primarily engaged in the business of retail trade through retail and departmental stores facilities, which in terms of Ind AS 108 on 'Operating Segments', constitutes a single reporting business segment.

There are no material individual markets outside India and hence the same is not disclosed for geographical segments for the segment revenues or results or assets. During the year ended 31 March 2026 and March 2025 the revenue from transactions with a single external customer did not amount to 10 percent or more of the Company's revenues from the external customers.

Note No. 45 Related Party Disclosures

a) List of related parties

Index No	Nature of relationship	Name of the related party
1	Key Managerial Personnel (KMP)	(a) Naga Kanaka Durga Prasad Chalavadi - MD
		(b) Kalyana Srinivas Annam - WTD
		(c) Doodeswara Kanaka Durga Rao Chalavadi - Director
		(d) Koti Bhaskara Teja Matte - Company Secretary
		(e) Konduri V L N Sarma - CFO From March 01, 2022
2	Independent Directors	(a) Mamidipudi Ravindra Vikram - w.e.f. February 18, 2022
		(b) Pramod Kasat - w.e.f. February 18, 2022
		(c) K.V.Ramakrishna - w.e.f. June 04, 2022
		(d) Sirisha Chintapalli
3	Relative of KMP	(a) Jhansi Rani Chalavadi
		(b) Venkata Rajesh Annam
		(c) Sowjanya Annam
		(d) Suchitra Annam
		(e) Mohana Durga Rao Chalavadi
		(f) Supriya Padarthy
		(g) Bhavani Annam
		(h) Lavanya Mankal
		(i) Subash Chandra Mohan Annam
		(j) Devamani Venkata Kanaka Hanisha Chalavadi
		(k) Balaji Bharadwaj Rachamadugu
		(l) Sumaja Annam
4	Enterprises over which director is having significant influence	(a) Sai Readymades
		(b) Sai Retail India Limited
		(c) SSS Marketing
		(d) Sumaja Creations
		(e) Kalamandir Foundation
		(f) Varamahalakshmi Holdings Private Limited
		(g) Soul of Pluto Tech LLP
		(h) AC Holdings
5	Enterprises over which Company is having significant influence	(a) SSKL Employees Trust

(All amounts are in ₹ Crores, except otherwise stated)

(b) Transactions with related parties are set out in the table below

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
(i) Rent (Expense)		
(a) AC Holdings	2.35	1.19
(ii) Other Income - Rent		
(a) Soul of Pluto Tech LLP	0.14	0.14
(iii) Salary / Remuneration (Short Term Employee Benefits)		
(a) Naga Kanaka Durga Prasad Chalavadi	5.00	5.00
(b) Jhansi Rani Chalavadi	1.00	1.00
(c) Kalyana Srinivas Annam	1.99	1.99
(d) Doondeswara Kanaka Durga Rao Chalavadi	0.39	0.39
(e) Venkata Rajesh Annam	0.89	0.89
(f) Sowjanya Annam	0.27	0.27
(g) Suchitra Annam	0.27	0.27
(h) Mohana Durga Rao Chalavadi	0.39	0.39
(i) Supriya Padarthy	0.11	0.11
(j) Bhavani Annam	0.21	0.21
(k) Lavanya Mankal	0.11	0.11
(l) Devamani Venkata Kanaka Durga Hanisha Chalavadi	0.12	0.12
(m) Balaji Bharadwaj Rachamadugu	0.54	0.54
(n) Konduri V L N Sarma	1.08	1.08
(o) Koti Bhaskara Teja Matte	0.10	0.09
(p) Subash Chandra Mohan Annam	0.89	0.82
(q) Sumaja Annam	0.04	-
(iv) Rent expenses - Commission		
(a) AC Holdings	0.19	0.18
(v) Business Promotion Expenses - Advertisement		
(a) Sumaja Creations	-	1.44
(vi) Professional charges - Software Consultation / Maintenance (Exp)		
(a) Soul of Pluto Tech LLP	4.55	4.20
(vii) Other Expenses - Sitting fees		
(a) Mamidipudi Ravindra Vikram	0.04	0.04
(b) Pramod Kasat	0.04	0.04
(c) K.V.Ramakrishna	0.04	0.04
(d) Sirisha Chintapalli	0.04	0.04
(viii) Donations (Partly qualified as CSR Exp)		
(a) Kalamandir Foundation	0.98	1.83
(ix) Rent-Deposit (Received back)		
(a) Naga Kanaka Durga Prasad Chalavadi	-	0.11
(b) Jhansi Rani Chalavadi	-	0.02
(c) SSS Marketing	-	0.12
(x) Rent-Deposit (Given)		
(a) AC Holdings	-	0.25

*This amount is held in the IPO Public Offer account in a fiduciary capacity on behalf of the Selling Shareholders.

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for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

c. Related party balances: (Payable)/Receivable

Particulars	As at March 31, 2026	As at March 31, 2025
(a) SSS Marketing		
- Other Current Financial Liabilities	0.03	0.03
- Other Non Current Financial Assets	-	-
	0.03	**0.03**
(b) Soul of Pluto Tech LLP		
- Other Current Financial Liabilities	0.56	(0.87)
- Other Non Current Financial Liabilities	(0.06)	(0.06)
	0.50	**(0.93)**
(c) Varamahalakshmi Holdings Pvt Ltd. - Other Current Financial Liabilities	(0.06)	(0.06)
(d) Naga Kanaka Durga Prasad Chalavadi		
- Other Current Financial Liabilities	(0.33)	(0.42)
- Other Non Current Financial Assets	-	-
	(0.33)	**(0.42)**
(e) Jhansi Rani Chalavadi		
- Other Current Financial Liabilities	(0.09)	(0.11)
- Other Non Current Financial Assets	-	-
	(0.09)	**(0.11)**
(f) SSKL Employee Trust		
- Loans Given	13.25	13.25
- Shares allotted	(13.24)	(13.24)
	0.01	**0.01**
(g) AC Holdings		
- Other Current Financial Liabilities	(0.22)	(0.12)
- Other Non Current Financial Assets	0.25	0.25
	0.03	**0.13**
Other Current Financial Liabilities		
(h) Kalyana Srinivas Annam	(0.11)	(0.11)
(i) Doondeswara Kanaka Durga Rao Chalavadi	(0.03)	(0.03)
(j) Annam Subhash	(0.05)	(0.06)
(k) Venkata Rajesh Annam	(0.06)	(0.06)
(l) Sowjanya Annam	(0.02)	(0.02)
(m) Suchitra Annam	(0.02)	(0.02)
(n) Mohana Durga Rao Chalavadi	(0.03)	(0.03)
(o) Supriya Padarthy	(0.01)	(0.01)
(p) Bhavani Annam	(0.02)	(0.02)
(q) Lavanya Mankal	(0.01)	(0.01)
(r) Devamani Venkata Kanaka Durga Hanisha Chalavadi	(0.01)	(0.01)
(s) Balaji Bharadwaj Rachamadugu	(0.03)	(0.04)
(t) Sumaja Annam	(0.01)	-
(u) Konduri V L N Sarma	(0.07)	(0.08)
(v) Koti Bhaskara Teja Matte	(0.01)	(0.01)
(w) Mamidipudi Ravindra Vikram	(0.01)	-
(x) Pramod Kasat	(0.01)	-
(y) K.V.Ramakrishna	(0.01)	-
(z) Sirisha Chintapalli	(0.01)	(0.00)

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 46 Capital and Financial risk management objectives and policies

(a) Risk management framework

Company is being driven by the market forces, its businesses are subject to several risks and uncertainties including financial risks. The Company's documented risk management policies act as an effective tool in mitigating the various financial risks to which the business is exposed to, in the course of their daily operations.

The risk management policies cover areas around all identified business risks including commodity price risk, foreign exchange risk etc., Risks are identified through a formal risk management programme with active involvement of senior management personnel and business managers. The Company has in place risk management processes in line with the Company's policy. Each significant risk has an owner, who coordinates the risk management process.

The risk management framework aims to:

- Better understand our risk profile;
- Understand and better manage the uncertainties which impact our performance;
- Contribute to safeguarding Company value and interest of various stakeholders;
- Ensure that sound business opportunities are identified and pursued without exposing the business to an unacceptable level of risk;
- Improve compliance with good corporate governance guidelines and practices as well as laws & regulations; and
- Improve financial returns

Treasury management

The Company's treasury function provides services to the business, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Company through internal risk reports which analyse exposures by degree and magnitude of risks. These risks include market risk (including currency risk, fair value interest rate risk and price risk), credit risk, liquidity risk and cash flow interest rate risk.

Treasury management focuses on capital protection, liquidity maintenance and yield maximization. The treasury operates as per the delegation of authority from the Board. Day-to-day treasury operations are managed by Company's finance team. Long-term fund raising including strategic treasury initiatives are handled by a Treasury team. The Company has a strong system of internal control which enables effective monitoring of adherence to Company's policies.

Financial risk

The Company's Board approved financial risk policies comprise liquidity, currency, interest rate and counterparty risk. The Company does not engage in speculative treasury activity but seeks to manage risk and optimize interest through proven financial instruments.

(i) Liquidity

The Company requires funds both for short-term operational needs as well as for long-term investment programmes mainly in growth projects. The Company generates sufficient cash flows from the current operations which together with the available cash and cash equivalents and short-term investments provide liquidity both in the short-term as well as in the long-term.

The Company has been rated by "India Ratings" for its banking facilities in line norms.

The Company remains committed to maintaining a healthy liquidity, gearing ratio, deleveraging and strengthening balance sheet. The maturity profile of the Company's financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below. The figures reflect the contractual undiscounted cash obligation of the Company.

The Company has hypothecated its trade receivables, inventory, advances and other current assets in order to fulfil the collateral requirements for the financial facilities in place. There are no other significant terms and conditions associated with the use of collateral.

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Maturity profile of financial liabilities

The table below provides the details regarding the remaining contractual maturities of financial liabilities at the reporting date

Particulars	Carrying value	less than 1 year	more than 1 year
March 31, 2026			
Lease liabilities	340.99	17.40	323.60
Borrowings (Non Current)	12.96	-	12.96
Other financial non-current liabilities	1.53	-	1.53
Borrowings (Current)	7.26	7.26	-
Trade payables	163.73	163.73	-
Other financial liabilities	36.87	36.87	-
Total	**563.35**	**225.25**	**338.10**
March 31, 2025			
Lease liabilities	238.48	17.06	221.42
Borrowings (Non Current)	17.64	-	17.64
Other financial non-current liabilities	1.96	-	1.96
Borrowings (Current)	148.90	148.90	-
Trade payables	26.58	26.58	-
Other financial liabilities	33.50	33.50	-
Total	**467.06**	**226.04**	**241.02**

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the other payables. The risks primarily relate to fluctuations in US Dollar, GBP against the functional currencies of the Company. The Company's exposure to foreign currency changes for all other currencies is not material. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks.

(iii) Credit risk

Credit risk is the risk that the counter party will not meet its obligation under a financial instrument, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks, foreign exchange transactions and other financial instruments. The carrying amount of trade receivables, advances, deposits, cash and bank balances, bank deposits and interest receivable on deposits represents company's maximum exposure to the credit risk.

Credit risk from balances with banks is managed by the Company's treasury department in accordance with Company's policy. No other financial asset carry a significant exposure with respect to the credit risk. Bank deposits and cash balances are placed with reputable banks and deposits are with reputable government, public bodies and others.. Since company operates on business model of primarily cash and carry, credit risk from receivable perspective is insignificant.

(All amounts are in ₹ Crores, except otherwise stated)

(b) Capital management and Gearing Ratio

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the company's capital management is to maximise the shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is debt divided by total capital. The Company includes within debt, interest bearing loans and borrowings.

Particulars	As at March 31, 2026	As at March 31, 2025
Borrowings		
Non current	12.96	17.64
Current	7.26	148.90
Total Debt	**20.22**	**166.53**
Equity share capital	29.47	29.47
Other equity	1,231.00	1,102.30
Total capital	**1,260.47**	**1,131.77**
Gearing ratio in (Capital/Debt)	**62.34**	**6.80**

Note No. 47 Financial instrument and risk management

(a) Categories of financial instruments

The carrying value of the financial instruments by categories

Particulars	Carrying Value	
	As at March 31, 2026	As at March 31, 2025
Financial assets		
Measured at amortised cost		
Other financial non-current assets	33.83	33.15
Trade receivables	2.38	2.51
Cash and cash equivalents	19.38	85.30
Bank balances other than cash and cash equivalents	329.04	209.41
Loans	26.16	25.74
Other financial assets	1.32	4.27
Total	**412.11**	**360.38**
Financial liabilities		
Measured at amortised cost		
Lease liabilities (Current & Non Current)	340.99	238.48
Borrowings (Non Current)	12.96	17.64
Other financial non-current liabilities	1.53	1.96
Borrowings (Current)	7.26	148.90
Trade payables	163.73	26.58
Other financial liabilities	36.87	33.50
Total	**563.35**	**467.06**

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Particulars	Fair Value	
	As at March 31, 2026	As at March 31, 2025
Financial assets		
Measured at amortised cost		
Other financial non-current assets	33.83	33.15
Trade receivables	2.38	2.51
Cash and cash equivalents	19.38	85.30
Bank balances other than cash and cash equivalents	329.04	209.41
Loans	26.16	25.74
Other financial assets	1.32	4.27
Total	**412.11**	**360.38**
Financial liabilities		
Measured at amortised cost		
Lease liabilities (Current + Non Current)	340.99	238.48
Borrowings (Non Current)	12.96	17.64
Other financial non-current liabilities	1.53	1.96
Borrowings (Current)	7.26	148.90
Trade payables	163.73	26.58
Other financial liabilities	36.87	33.50
Total	**563.35**	**467.06**

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

(i) The Company has disclosed financial instruments such as borrowings, trade payable, and other current liabilities, loans, trade receivable, cash and cash equivalents and bank balances other than cash and cash equivalents at carrying value because their carrying values are a reasonable approximation of the fair values due to their short term nature.

(ii) Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counter party.

(iii) Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: Other techniques for which all inputs that have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: Techniques that use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

(All amounts are in ₹ Crores, except otherwise stated)

Disclosures of fair value measurement hierarchy for financial instruments are given below

Particulars	Fair Value	
	As at March 31, 2026	As at March 31, 2025
Level 3		
Financial Assets, measured at Amortised Cost		
Other financial non-current assets	33.83	33.15
Trade receivables	2.38	2.51
Cash and cash equivalents	19.38	85.30
Bank balances other than cash and cash equivalents	329.04	209.41
Loans	26.16	25.74
Other financial assets	1.32	4.27
Total	**412.11**	**360.38**
Financial liabilities		
Measured at amortised cost		
Lease liabilities (Current & Non Current)	340.99	238.48
Borrowings (Non Current)	12.96	17.64
Other financial non-current liabilities	1.53	1.96
Borrowings	7.26	148.90
Trade payables	163.73	26.58
Other financial liabilities	36.87	33.50
Total	**563.35**	**467.06**

Note No. 48 Key Ratios

	Particulars	As at March 31, 2026	As at March 31, 2025	Variance	Remarks for variance More than 25%
a)	**Current Ratio:**	**5.18**	**4.48**	**15.78%**	Not Applicable
	Current Assets	1,213.72	1,125.09		
	Current Liabilities	234.16	251.32		
b)	**Debt Equity:**	**0.29**	**0.36**	**-19.92%**	Total Debt as at 31.03.26 = Lease Liabilities of ₹ 341 Cr + actual borrowings of ₹ 20.22 Cr
	Total Debt (long-term and short-term)	361.22	405.02		
	Shareholder's Equity	1,260.47	1,131.77		
c)	**Debt Service Coverage Ratio:**	**4.83**	**4.36**	**10.55%**	Debt Service (Obligation) FY 25-26= Lease liabilities with Interest is of ₹43.90 Cr + Repayment of actual borrowings with Interest is of ₹ 13.77 Cr
	Earnings available for Debt Service	278.24	234.69		
	Debt Service (Obligation)	57.67	53.77		
d)	**Return on Equity:**	**11.78%**	**7.78%**	**51.40%**	Improvement in operations vis-a-vis PAT
	Net Profits after taxes	140.92	85.39		
	Average Shareholder's Equity	1,196.12	1,097.35		
e)	**Inventory Turnover Ratio:**	**2.08**	**1.95**	**6.53%**	Not Applicable
	Total Sales	1,653.67	1,462.01		
	Average Inventory	796.87	750.52		
f)	**Trade Receivables Turnover:**	**676.19**	**502.37**	**34.60%**	There is an improvement in this parameter due to increased Turnover and reduced receivables.
	Total Sales	1,653.67	1,462.01		
	Average Accounts Receivable	2.45	2.91		
g)	**Trade Payables Turnover:**	**10.43**	**21.11**	**-50.59%**	Company optimised Trade Creditors levels b/w 45 to 60 days
	Total Purchases	992.25	905.54		
	Average Trades Payable	95.16	42.90		

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

Particulars		As at March 31, 2026	As at March 31, 2025	Variance	Remarks for variance More than 25%
h)	**Net Capital Turnover:**	**1.78**	**1.72**	**3.98%**	There is an improvement in this parameter
	Total Sales	1,653.67	1,462.01		
	Average Working Capital	926.66	851.90		
i)	**Net Profit Ratio:**	**8.52%**	**5.84%**	**45.90%**	Due to increased operations, better profitability for the current year
	Net Profit	140.92	85.39		
	Total Sales	1,653.67	1,462.01		
j)	**Return on Capital Employed:**	**13.53%**	**11.85%**	**14.19%**	Not Applicable
	Earning before interest and taxes	220.45	183.01		
	Capital Employed	1,629.12	1,544.41		
k)	**Return on Investment***	NA	NA		Not Applicable

* There are no investments made by the company, as such the ratio is not applicable.

Financial Performance Indicators (KPIs):

Particulars	As at March 31, 2026	As at March 31, 2025
Revenue from Operations	1,653.67	1,462.01
EBITDA	260.59	211.64
EBITDA Margin	15.76%	14.48%
Gross Margin	**695.66**	**610.88**
Gross Margin (%)	42.07%	41.78%

Note No. 49 Reconciliation of quarterly bank returns

Name of Bank	Particulars	Quarter	Amount as per books of Accounts	Amount as reported in quarterly returns	Amount of difference
Working Capital Lenders	Inventories	June - 25	827.73	827.73	-
	Receivables (Subject to DP)	June - 25	1.81	1.81	-
	Trade Payables	June - 25	107.21	107.21	-
Working Capital Lenders	Inventories	September - 25	916.51	916.51	-
	Receivables (Subject to DP)	September - 25	2.23	2.23	-
	Trade Payables	September - 25	237.28	237.28	-
Working Capital Lenders	Inventories	December - 25	880.66	880.66	-
	Receivables (Subject to DP)	December - 25	1.98	1.98	-
	Trade Payables	December - 25	125.75	125.75	-
Working Capital Lenders	Inventories	March - 26	811.68	811.68	-
	Receivables (Subject to DP)	March - 26	1.96	1.96	-
	Trade Payables	March - 26	163.73	163.73	0.00

*ICICI Bank & HDFC Bank are represented as Working Capital Lenders as at 31st Mar, 2026.

Note No. 50 Foreign exchange earnings and outgo

Particulars	FY 2025-26	FY 2024-25
CIF Value of imports	-	-
Value of import of Services	-	-
Expenditure in foreign currency	-	-

(All amounts are in ₹ Crores, except otherwise stated)

Note No. 51

(a) Title deeds of immovable properties

Title deeds of immovable properties are held in the name of the Company.

(b) Valuation of Property Plant & Equipment, intangible asset

The Company has not revalued its fixed assets.

(c) Loans or advances to specified persons

No loans or advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013) either severally or jointly with any other person, that are repayable on demand or without specifying any terms or period of repayment.

(d) Details of benami property held

The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company.

(e) Borrowing secured against current assets

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

(f) Wilful defaulter

The Company has not been declared as wilful defaulter by any bank or financial institution or other lender.

(g) Relationship with struck off companies

The Company does not have any transactions with companies struck off.

(h) Registration of charges or satisfaction with Registrar of Companies (ROC)

There were no charges whose particulars of creation were pending to be filed / registered with the Registrar of Companies (MCA) beyond the time period prescribed under the applicable provisions of the Companies Act, 2013.

(i) Compliance with number of layers of companies

The Section 2(87) of the Companies Act, 2013 read with Companies (Restriction on number of layers) Rules, 2017 is not applicable to the company.

(j) Compliance with approved scheme(s) of arrangements

The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(k) Utilisation of borrowed funds and securities premium

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:

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

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

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

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

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

Notes
for the year ended March 31, 2026

(All amounts are in ₹ Crores, except otherwise stated)

(l) Undisclosed income
The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(m) Details of crypto currency or virtual currency
The Company has not traded or invested in Crypto currency or Virtual Currency.

(n) Utilisation of borrowings availed from banks and financial institutions
The borrowings obtained by the Company from the Banks and Financial Institutions have been applied for the purposes for which such loans were taken.

As per our audit report of even date
For SAGAR & ASSOCIATES
Chartered Accountants

For and on behalf of the board

Sd/-
CA. B. Aruna
Partner
Membership No.216454
F. No. 003510S

Sd/-
Ch.N.K.D.Prasad
Managing Director
DIN : 01929166

Sd/-
Annam Kalyan Srinivas
Whole Time Director
DIN : 02428313

Sd/-
K.V.L.N. Sarma
Chief Financial Officer

Sd/-
R Balaji Bhardwaj
Chief Executive Officer

Sd/-
M K Bhaskara Teja
Company Secretary & Compliance officer

Place: Hyderabad
Date: 12th May, 2026

SSKL

SAI SILKS (KALAMANDIR) LIMITED

Sai Silks (Kalamandir) Limited

Registered Office

6-3-790/8, Flat NO. 1, Bathina Apartments,
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