CIN - L51494PB2008PLC032059

MONTE CARLO
It's the way you make me feel

MONTE CARLO FASHIONS LIMITED

Regd. Office : B-XXIX-106, G.T. Road, Sherpur, Ludhiana - 141003 (Pb.) India.
Tel.: 91-161-5048610, 5048620, 5048630, 5048640 Fax : 91-161-5048650

MCFL/SE/2026-27 **August 31, 2026**

National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G-Block, Bandra-Kurla Complex, Bandra (E), Mumbai-400051.	**BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbal-400001.
Symbol: MONTECARLO	**Scrip Code: 538836**

SUB: Annual Report for the Financial Year 2025-2026

Pursuant to Regulation 34 read with Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Report of the Company for the financial year 2025-2026 to be approved and adopted in the 18th (Eighteenth) Annual General Meeting (AGM) of the Company scheduled to be held on Monday, September 28, 2026 at 11:00 A.M. (IST) through Video Conferencing/ Other Audio Visual Means.

In compliance with relevant circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Notice convening the AGM and the Annual Report of the Company for the financial year 2025-2026 is being sent through electronic mode to all the members of the Company whose email addresses are registered with the Company/ Company's RTA or Depository Participant(s).

Further, a letter has been sent to the members whose email addresses are not registered with the Company/ Company's RTA or Depository Participant(s), providing the Web-link, path and QR code for accessing the Notice convening the AGM and the Annual Report of the Company.

This Annual Report is also available on the website of the Company i.e. www.montecarlocorporate.com

Request you to kindly take the same on record.

Thanking You,

Yours Faithfully

For MONTE CARLO FASHIONS LIMITED

ANKUR GAUBA Digitally signed by ANKUR GAUBA Date: 2026.08.31 09:30:31 +05'30'

ANKUR GAUBA
COMPANY SECRETARY & COMPLIANCE OFFICER
ICSI Membership No: FCS 10577
Encl: as above

MONTE CARLO

It's the way you make me feel

18th Annual Report 2025 2026

MONTE CARLO FASHIONS LIMITED

REGISTERED OFFICE: B-XXIX-106, G.T. ROAD, SHERPUR, LUDHIANA-141003

investor@montecarlocorporate.com | www.montecarlocorporate.com | CIN: L51494PB2008PLC032059

BOARD OF DIRECTORS	
Sh. Jawahar Lal Oswal	Chairman & Managing Director
Sh. Sandeep Jain	Executive Director
Smt. Ruchika Oswal	Executive Director
Smt. Monica Oswal	Executive Director
Sh. Rishabh Oswal	Executive Director
Sh. Dinesh Gogna	Non-Executive Director
Dr. Anchal Kumar Jain	Independent Director
Sh. Manikant Prasad Singh	Independent Director
Sh. Parvinder Singh Pruthi	Independent Director
Dr. Prem Lata Singla	Independent Director
Dr. Roshan Lal Behl	Independent Director
Dr. Yash Paul Sachdeva	Independent Director

CHIEF FINANCIAL OFFICER
Sh. Raj Kapoor Sharma

COMPANY SECRETARY
Sh. Ankur Gauba

STATUTORY AUDITORS
Deloitte Haskins & Sells
7th Floor, Building 10, Tower B
DLF Cyber City Complex
DLF City Phase II, Gurgaon-122002
Haryana, India

SECRETARIAL AUDITORS
P. S. Dua & Associates
Company Secretaries
5 SF, Sant Isher Nagar,
Pakhowal Road, Ludhiana -141002,
Punjab, India

REGISTRAR & SHARE TRANSFER AGENT
MUFG Intime India Private Limited
(Formerly Link Intime India Private Limited)

REGISTERED OFFICE:
C-101, 247 Park,
L.B.S. Marg, Vikhroli (West),
Mumbai – 400 083

BANKERS
State Bank of India
Federal Bank Limited
ICICI Bank Limited
HDFC Bank Limited

WORKS
B-XXIX-106, G.T.Road, Sherpur, Ludhiana
231, Industrial Area-A, Ludhiana
Plot No-425 & 427, Near Textile Colony, Ludhiana
B-XXX-1781/784, Old C-12, Phase V, Focal Point, Ludhiana

18th ANNUAL GENERAL MEETING
DAY : Monday
DATE : September 28, 2026
TIME : 11.00 A.M.

THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM)

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MONTE CARLO FASHIONS LIMITED

(CIN: L51494PB2008PLC032059)
Registered Office: B-XXIX-106, G.T. Road, Sherpur, Ludhiana-141003
Telephone Nos.: 91-161-5048610-40, Fax: 91-161-5048650
Email: investor@montecarlocorporate.com, Website: www.montecarlocorporate.com

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given pursuant to Sections 96 and 101 of the Companies Act, 2013 ("the Act") that the **18th (Eighteenth)** Annual General Meeting ("AGM") of the Members of Monte Carlo Fashions Limited will be held on **Monday, September 28, 2026 at 11:00 A.M.** through electronic mode [video conference ("VC") / other audio visual means ("OAVM")] to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT the Audited Standalone Financial Statements of the Company along with the Reports of the Directors and Auditors thereon for the financial year ended on March 31, 2026 along with Annexures as laid before this Annual General Meeting be and are hereby received, considered, approved and adopted."

2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the Reports of the Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT the Audited Consolidated Financial Statements of the Company along with the Reports of the Auditors thereon for the financial year ended on March 31, 2026 along with Annexures as laid before this Annual General Meeting be and are hereby received, considered, approved and adopted."

3. To declare dividend on Equity Shares of the Company for the Financial Year ended March 31, 2026 and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT a Dividend at the rate of Rs. 20.00/- (Rupees Twenty only) per share on 2,07,32,064 Equity Shares of Rs. 10/- each as recommended by the Board of Directors be and is hereby declared for the financial year ended March 31, 2026 and the same be paid out of the profits of the Company."

4. To appoint a Director in place of Sh. Sandeep Jain (DIN: 00565760), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT Sh. Sandeep Jain (DIN: 00565760), a Director of the Company who retires by rotation at this Meeting, being eligible for re-appointment as Director of the Company be and is hereby re- appointed as a Director of the Company whose period of office shall be liable to determination by retirement of Director by rotation."

5. To appoint a Director in place of Sh. Dinesh Gogna (DIN: 00498670), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** Sh. Dinesh Gogna (DIN: 00498670), a Director of the Company who retires by rotation at this Meeting, being eligible for re-appointment as Director of the Company be and is hereby re-appointed as a Director of the Company whose period of office shall be liable to determination by retirement of Director by rotation."

SPECIAL BUSINESS:

6. To re-appoint Sh. Jawahar Lal Oswal (DIN: 00463866) as Chairman & Managing Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and such other approvals as may be required, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, consent and approval of the Members of the Company be and is hereby accorded to re-appoint Sh. Jawahar Lal Oswal (DIN: 00463866), who has attained the age of 70 years, as Chairman & Managing Director of the Company, for a period of 5 (five) years with effect from August 10, 2026, and he shall not be liable to retire by rotation, on the terms and conditions including remuneration as detailed below:

REMUNERATION:

A. Basic Salary: Rs 75,00,000/- (Rupees Seventy Five Lacs only) per month with such annual increase as may be decided by the Board (which includes a committee thereof) from time to time, but subject to maximum Basic Salary of Rs. 1,00,00,000/- per month during the aforesaid term.

B. Commission

2% of the Net Profit of the Company calculated as per Section 198 of the Companies Act, 2013.

C. Perquisites and Allowances:

In addition to the salary, the following perquisites and allowances shall be allowed:

I. House Rent Allowance: Free Residential Accommodation or House Rent Allowance @ 50% of Basic Salary.

II. Bonus/Ex-Gratia and Encashment of Leave: As per rules of the Company.

III. Employer's contribution to Provident fund/Superannuation fund: As per rules of the Company.

IV. Gratuity/Contribution to Gratuity Fund: Gratuity shall be paid as per rules of the Company.

V. Medical Allowance: One month basic salary per year.

VI. Leave Travel Concession: Total Fare for self and family once in a year to any destination within or outside India. Family defined as spouse and two dependent children.

VII. Club Fees: Fees and expenses at clubs subject to a maximum of two clubs. This will not include admission and life membership fees.

VIII. Personal Accident Insurance: The Company shall pay/reimburse Personal Accident Insurance Premium as per rules of the Company.

IX. Car/Telephone: Car with driver and telephone at his residence. Provision of car for use on company's business and telephone facilities at residence will not be considered as perquisites.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Sh. Jawahar Lal Oswal as Chairman & Managing Director, the remuneration approved herein shall be paid to him as minimum remuneration, in accordance with the applicable provisions of Schedule V to the Companies Act, 2013, for a period not exceeding three (3) years from the date of his re-appointment.

RESOLVED FURTHER THAT pursuant to the prescribed provisions of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and other applicable regulations, and subject to the maximum remuneration approved by the Members, approval of the Members of the Company be and is hereby accorded for payment of remuneration to Sh. Jawahar Lal Oswal, Chairman & Managing Director and Promoter of the Company, as per the requirements of Regulation 17(6)(e) of the Listing Regulations.

RESOLVED FURTHER THAT the Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee of the Board, if any, be and is hereby authorized to alter, amend, vary the terms and conditions of appointment including remuneration as may be agreed between the Board of Directors and Sh. Jawahar Lal Oswal, subject to the limits prescribed in the Companies Act, 2013 read with Schedule V or subject to such approvals as may be required and to do all such acts, deeds, matters and things as may be deemed necessary to give effect to above resolution."

7. To re-appoint Smt. Ruchika Oswal (DIN:00565979) as an Executive Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and such other approvals as may be required, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, consent and approval of the Members of the Company be and is hereby accorded to re-appoint Smt. Ruchika Oswal (DIN: 00565979) as the Executive Director of the Company for a period of 5 (five) years with effect from August 10, 2026, liable to retire by rotation, on the terms and conditions including remuneration as detailed below:-

REMUNERATION:

A. Basic Salary: Rs. 4,50,000/- (Rupees Four Lakhs Fifty Thousand only) per month with such increase as may be decided by the Board (which includes a committee thereof) from time to time, but subject to maximum Basic Salary of Rs. 10,00,000/- (Rupees Ten Lakhs only) per month during the aforesaid term.

B. Perquisites and Allowances:

In addition to the Basic salary, the following perquisites and allowances shall be allowed:

- **I. House Rent Allowance:** Free Residential Accommodation or House Rent Allowance @ 30% of Basic Salary.
- **II. Bonus/Ex-Gratia and Encashment of Leave:** As per rules of the Company.
- **III. Employer's contribution to Provident fund/Superannuation fund:** As per rules of the Company.
- **IV. Gratuity/Contribution to Gratuity Fund:** Gratuity shall be paid as per rules of the Company.
- **V. Medical Allowance :** One month basic salary per year.
- **VI. Leave Travel Concession:** Total Fare for self and family once in a year to any destination within or outside India. Family defined as spouse and two dependent children.
- **VII. Club Fees:** Fees and expenses at clubs subject to a maximum of two clubs. This will not include admission and life membership fees.
- **VIII. Personal Accident Insurance:** The Company shall pay/reimburse Personal Accident Insurance Premium as per rules of the Company.

IX. **Car/Telephone:** Car with driver and telephone at his residence. Provision of car for use on company's business and telephone facilities at residence will not be considered as perquisites.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Smt. Ruchika Oswal as Executive Director, the remuneration approved herein shall be paid to her as minimum remuneration, in accordance with the applicable provisions of Schedule V to the Companies Act, 2013, for a period not exceeding three (3) years from the date of her re-appointment.

RESOLVED FURTHER THAT pursuant to the prescribed provisions of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and other applicable regulations, and subject to the maximum remuneration approved by the Members, approval of the Members of the Company be and is hereby accorded for payment of remuneration to Smt. Ruchika Oswal as Executive Director and Promoter of the Company, as per the requirements of Regulation 17(6)(e) of the Listing Regulations.

RESOLVED FURTHER THAT the Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee of the Board, if any, be and is hereby authorized to alter, amend, vary the terms and conditions of appointment including remuneration as may be agreed between the Board of Directors and Smt. Ruchika Oswal , subject to the limits prescribed in the Companies Act, 2013 read with Schedule V or subject to such approvals as may be required and to do all such acts, deeds, matters and things as may be deemed necessary to give effect to above resolution."

8. To re-appoint Smt. Monica Oswal (DIN: 00566052) as an Executive Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and such other approvals as may be required, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, consent and approval of the Members of the Company be and is hereby accorded to re-appoint Smt. Monica Oswal (DIN: 00566052) as the Executive Director of the Company for a period of 5 (five) years with effect from August 10, 2026, liable to retire by rotation, on the terms and conditions including remuneration as detailed below:-

REMUNERATION:

A. **Basic Salary:** Rs. 4,50,000/- (Rupees Four Lakhs Fifty Thousand only) per month with such increase as may be decided by the Board (which includes a committee thereof) from time to time, but subject to maximum Basic Salary of Rs. 10,00,000/- (Rupees Ten Lakhs only) per month during the aforesaid term.

B. **Perquisites and Allowances:**

In addition to the Basic salary, the following perquisites and allowances shall be allowed:

I. **House Rent Allowance:** Free Residential Accommodation or House Rent Allowance @ 30% of Basic Salary.

II. **Bonus/Ex-Gratia and Encashment of Leave:** As per rules of the Company.

III. **Employer's contribution to Provident fund/Superannuation fund:** As per rules of the Company.

IV. **Gratuity/Contribution to Gratuity Fund:** Gratuity shall be paid as per rules of the Company.

V. **Medical Allowance:** One month basic salary per year.

VI. Leave Travel Concession: Total Fare for self and family once in a year to any destination within or outside India. Family defined as spouse and two dependent children.

VII. Club Fees: Fees and expenses at clubs subject to a maximum of two clubs. This will not include admission and life membership fees.

VIII. Personal Accident Insurance: The Company shall pay/reimburse Personal Accident Insurance Premium as per rules of the Company.

IX. Car/Telephone: Car with driver and telephone at his residence. Provision of car for use on company's business and telephone facilities at residence will not be considered as perquisites.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Smt. Monica Oswal as Executive Director, the remuneration approved herein shall be paid to her as minimum remuneration, in accordance with the applicable provisions of Schedule V to the Companies Act, 2013, for a period not exceeding three (3) years from the date of her re-appointment.

RESOLVED FURTHER THAT pursuant to the prescribed provisions of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and other applicable regulations, and subject to the maximum remuneration approved by the Members, approval of the Members of the Company be and is hereby accorded for payment of remuneration to Smt. Monica Oswal (DIN: 00566052), Executive Director and Promoter of the Company, as per the requirements of Regulation 17(6)(e) of the Listing Regulations.

RESOLVED FURTHER THAT the Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee of the Board, if any, be and is hereby authorised to alter, amend or vary the terms and conditions of appointment, including remuneration, as may be agreed between the Board of Directors and Smt. Monica Oswal, subject to the limits prescribed under the Companies Act, 2013 read with Schedule V thereto or subject to such approvals as may be required, and to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution."

9. To re-appoint Sh. Manikant Prasad Singh (DIN: 01790672) as an Independent Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT in accordance with the provisions of Sections Sections 149, 150 and 152 and all other applicable provisions of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and such other approvals as may be required, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, consent and approval of the Members of the Company be and is hereby accorded to re-appoint Sh. Manikant Prasad Singh (DIN: 01790672) as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years commencing from February 01, 2027 and ending on January 31, 2032, and who, being eligible for re-appointment as an Independent Director, has given his consent to act as a Director and furnished a declaration confirming that he meets the criteria for independence under Section 149(6) of the Act, the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director.

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 in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution."

10. To re-appoint Sh. Parvinder Singh Pruthi (DIN: 07481899) as an Independent Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT in accordance with the provisions of Sections Sections 149, 150 and 152 and all other applicable provisions of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and such other approvals as may be required, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, consent and approval of the Members of the Company be and is hereby accorded to re-appoint Sh. Parvinder Singh Pruthi (DIN: 07481899) as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years commencing from February 01, 2027 and ending on January 31, 2032, and who, being eligible for re-appointment as an Independent Director, has given his consent to act as a Director and furnished a declaration confirming that he meets the criteria for independence under Section 149(6) of the Act, the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director.

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such other approvals, consents and permissions as may be required, the consent and approval of the Members of the Company be and is hereby accorded for the continuation in office of Sh. Parvinder Singh Pruthi (DIN: 07481899) as a Non-Executive Director of the Company after attaining the age of seventy-five (75) years during his aforesaid tenure, on the terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

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 in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution."

By order of the Board
For Monte Carlo Fashions Limited

Place: Ludhiana
Date: August 05, 2026

Ankur Gauba
(Company Secretary)
ICSI Membership No. FCS-10577

NOTES:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts in respect of businesses to be transacted at the Annual General Meeting ("AGM") as set out under item no. 6 to 10 above and the relevant details of Directors as mentioned under item no. 4 & 5 above as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard- 2 on General Meetings issued by the Institute of Company Secretaries of India, is annexed as **Annexure-A**

2. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular dated September 22, 2025 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the registered office of the Company.

   In accordance with the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), the 18th AGM of the Company shall be conducted through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company i.e. B-XXIX-106, G.T. Road, Sherpur, Ludhiana-141003.

3. In compliance with the aforesaid MCA and SEBI Circulars, Notice of the AGM and Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the RTA/Depositories. Members may note that the Notice of the AGM and Annual Report will also be available on the Company's website at www.montecarlocorporate.com, 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 and the same may also be accessed by the members from the website of CDSL i.e. www.evotingindia.com. A letter will be sent by the Company providing the web-link, including the exact path where complete details of the Annual Report to those shareholder(s) who have not registered their e-mail address with the Company / Depositories / RTA.

   However, the Company shall send a hard copy of the Annual Report 2025-26 to those Members who will request for the same. Members who require a hard copy of the Annual Report may send their requests to the E-mail ID: investor@montecarlocorporate.com.

   For any communication, the members may also send requests to the Company's dedicated investor email- id: investor@montecarlocorporate.com.

4. Since this AGM is being held pursuant to the 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, route map and Attendance Slip are not annexed to this Notice. However, Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013. Members are permitted to join the AGM through VC/OAVM, Thirty (30) minutes before the scheduled time of commencement of AGM by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available on first come first served basis.

6. Institutional Investors / Corporate members (i.e. other than Individual / HUF / NRI etc) can appoint their authorised representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC / OAVM or to vote through remote e-Voting. They are requested to send a certified copy of the Board Resolution of authorisation to the Scrutinizer by e-mail at cspsdua@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com.
7. In case of joint holders, only such joint holder who is higher in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
8. Only bona fide members of the Company whose name appear first on the Register of Members, will be permitted to attend the meeting through VC/ OAVM. The Company reserves its right to take all necessary steps as may be deemed necessary to restrict non-members from attending the meeting.
9. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act will be available for inspection by the Members in electronic mode during the AGM. Members who wish to seek inspection, may send their request through an email at investor@montecarlocorporate.com up to the date of AGM.
10. The name of the Registrar and Transfer Agent (RTA) of the Company has been changed from "Link Intime India Private Limited" to "MUFG Intime India Private Limited" (MUFG Intime/RTA) with effect from December 31, 2024.
11. **Book Closure, Record Date and Dividend:**
    i) Pursuant to Section 91 of the Companies Act, 2013 and Rule 10 of the Companies (Management and Administration) Rules, 2014 read with Regulation 42(5) of the Listing Regulations, the Share Transfer Books and Register of Members of the Company will remain closed from **Tuesday, September 22, 2026 to Monday, September 28, 2026 (both days inclusive).**
    ii) The Board of directors of the Company at its meeting held on May 18, 2026 has recommended a dividend @200% i.e. Rs. 20/- per Equity Share on the paid up equity share capital of the Company. The Company has fixed **Monday**, **September 21, 2026 as the "Record Date"** for determining entitlement of Members for final dividend for the financial year ended March 31, 2026, if approved at the AGM.
    iii) The dividend, if declared at the Annual General Meeting, will be paid subject to deduction of income-tax at source ('TDS'), wherever applicable within a period of 30 days from the date of declaration to the members as under:
        a) To all the Beneficial Owners as on **Monday, September 21, 2026** as per the list of beneficial owners to be furnished by the National Securities Depository Limited and Central Depository Services (India) Limited 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 and transposition in respect of valid requests lodged with the Company/Registrar and Share Transfer Agent as on **Monday, September 21, 2026.**
    iv) With effect from April 1, 2024, SEBI has mandated that the Members, who hold shares in Physical mode and whose folios are not updated with any of the KYC Details [viz. (i) PAN, (ii) contact details including mobile no (iii) bank account details and (iv) Signature], shall be eligible to get dividend only in electronic mode. Accordingly, Payment of dividend subject to approval at the AGM, shall be paid to physical shareholders only after the above details are updated in their folios. Members are requested to complete their KYC by writing to Company's Registrar and Transfer Agent (RTA), MUFG Intime India Private Limited (Formerly Link Intime India Private Limited).
    v) Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of the members w.e.f. April 1, 2020 and the Company is required to deduct TDS from dividend paid to the Members at prescribed rates in the Income Tax Act, 1961 ('the IT Act') in general, to enable compliance with TDS requirements. For the prescribed rates for various categories, the members are requested to refer to the Finance Act, 2020 and amendments thereof.

vi) A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source, by email to investor@montecarlocorporate.com by Monday, September 21, 2026. Members are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Non-resident members can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to investor@montecarlocorporate.com. The aforesaid declarations and documents need to be submitted by the members by Monday, September 21, 2026. For detailed instructions and formats of the Forms and documents to be submitted, please visit www.montecarlocorporate.com.

vii) Further, in order to receive the dividend in a timely manner, Members holding shares in physical form and not updated their mandate for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other means are requested to mail the following documents to Company's Registrars and Transfer Agents viz. MUFG Intime India Private Limited ("RTA"), so that it reaches to them latest by Monday, September 21, 2026:

a. signed request letter mentioning their name, folio number, complete address and following details relating to bank account in which the dividend is to be received:
   - Name and Branch of Bank and Bank Account type;
   - Bank Account Number & Type allotted by the Bank after implementation of Core Banking Solutions;
   - 11 digit IFSC Code.

b. self-attested copy of cancelled cheque bearing the name of the Member or first holder, in case shares are held jointly;

c. self-attested copy of the PAN Card; and

d. self-attested copy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.

viii) Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/ addition/ deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to update their Electronic Bank Mandate with their respective Depository Participants (DPs). Further, please note that instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applicable to the dividend paid on shares held in electronic form.

ix) Members are requested to note that, pursuant to the provisions of Sections 124 and 125 of the Act read with the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, dividends which remain unclaimed / unpaid for a period of 7 years are required to be transferred to Investor Education and Protection Fund. The Company requests the Members to claim the unclaimed dividends within the prescribed period and contact MUFG Intime India Private Limited, Registrar and Share Transfer Agent (RTA) for claiming the unclaimed dividends standing to the credit in their account. The details of the unclaimed dividends are also available on the Company's website at https://www.montecarlocorporate.com/investor-relation/UNCLAIMED%20DIVIDEND%20AMOUNTS and Ministry of Corporate Affairs at www.iepf.gov.in. The Members, whose unclaimed dividends/ shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on https://www.iepf.gov.in/IEPF/refund.html.

12. SEBI vide its notifications dated June 8, 2018, November 30, 2018 and January 24, 2022, mandated that securities of listed companies can be transferred only in dematerialized form. Accordingly, the Company has stopped accepting any fresh lodgement of transfer of shares in physical form including transmission and transposition requests. In view of the above and to avail various benefits of dematerialization, Members holding shares in physical form are requested to dematerialize the shares held by them in physical form.

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; renewal/exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Further SEBI vide its circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated May 18, 2022 has simplified the procedure and standardized the format of documents for transmission of securities. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Forms ISR-4 & ISR-5, as the case may be. The said forms can be downloaded from the Company's website at www.montecarlocorporate.com.

14. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participants (DPs) in case the shares are held in electronic form and to Company's Registrar and Transfer Agent (RTA) i.e. M/s MUFG Intime India Private Limited in case the shares are held in physical form.

15. SEBI, vide its circular dated November 03, 2021 (subsequently amended by circulars dated December 14, 2021, March 16, 2023, September 26, 2023 and November 17, 2023 and June 10, 2024) as consolidated vide Master Circular HO/38/13/ (4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026 has mandated for furnishing/ updating PAN, KYC details (Address, Mobile No., E-mail ID, Bank Details) and Nomination details by all the holders of physical securities in listed company in the prescribed forms i.e. ISR-1, ISR-2, SH-13/ISR-3/SH-14. In Compliance thereof, the Company has already sent the communication alongwith prescribed forms to all the Physical members at their registered address. Members are requested to forward the duly filled in Forms along with the related proofs to the Company at its Registered Office. The aforesaid forms can be downloaded from the website of the Company i.e. www.montecarlocorporate.com.

16. As per the provisions of the Companies Act, 2013 and applicable SEBI Circular, Members holding shares in physical form may file nomination in the prescribed Form SH- 13 with Registrar and Share Transfer Agents or make changes to their nomination details through Form SH-14 and Form ISR-3. In respect of shares held in dematerialized form, the nomination form may be filed with the respective DP. For relevant forms, please visit the Company's website at www.montecarlocorporate.com.

17. Pursuant to SEBI Circular No. HO/38/13/11(2)2026 –MIRDPOD/I/3750/2026 dated January 30, 2026, all shareholders are hereby informed that a Special Window for transfer and dematerialization of Physical Shares has been opened for a period of one year, from February 5, 2026 to February 4, 2027, to facilitate transfer and dematerialisation of physical securities which were sold/purchased prior to April 01, 2019. The said special window shall also be available for such transfer requests which were submitted earlier and were rejected/returned/ not attended to due to deficiency in the documents/process/ or otherwise. Further, the securities so transferred shall be mandatorily credited to the transferee only in demat mode and shall be under lock-in for a period of one year from the date of registration of transfer. Such securities shall not be transferred/lien-marked/pledged during the said lock-in period.

18. 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_ IAD1/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 and the same can also be accessed through the Company's Website: www.montecarlocorporate.com

19. To support the 'Green Initiative', the Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with M/s MUFG Intime India Private Limited ('RTA') in case the shares are held by them in physical form.

20. i) Members who wish to inspect the relevant documents referred to in the Notice can send an e-mail to investor@montecarlocorporate.com by mentioning their DP ID & Client ID/ Physical Folio Number.

    ii) Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Monday, September 21, 2026 through email on investor@montecarlocorporate.com. The same will be replied by the Company suitably.

21. Remote e-Voting before/during the AGM:

a) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and the MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with CDSL for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member using remote e-Voting system as well as remote e-Voting during the AGM will be provided by CDSL.

b) Members of the Company holding shares either in physical form or in electronic form as on the cut-off date i.e. Monday, September 21, 2026 may cast their vote by remote e-Voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as remote e-Voting during the AGM. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut- off date i.e. Monday, September 21, 2026, may obtain the User ID and Password by sending a request at helpdesk.evoting@cdslindia.com.

c) The remote e-Voting period commences on Friday, September 25, 2026 at 9.00 a.m. (IST) and ends on Sunday, September 27, 2026 at 5.00 p.m. (IST). The remote e-Voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Monday, September 21, 2026.

d) Members will be provided with the facility for voting through electronic voting system during the VC proceedings at the AGM and Members participating at the AGM, who could not cast their vote by remote e-Voting. They will be eligible to exercise their right to vote at the end of discussion on the resolutions on which voting is to be held, upon announcement by the Chairman. Members who have cast their vote on resolution(s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM through VC/ OAVM but shall not be entitled to cast their vote on such resolution(s) again. The e-Voting module on the day of the AGM shall be disabled by CDSL for voting 15 minutes after the conclusion of the Meeting. The Members who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

e) Pursuant to SEBI Circular No. SEBI/HO/FD/ CMD/CIR/P/2020/242 dated December 9, 2020, under regulation 44 of the Listing Regulations; listed companies 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 members / retail members is at a negligible level. Currently there are multiple e-voting service providers ("ESPs") providing e-voting facility to listed companies in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the members. 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.

f) In view of the aforesaid SEBI Circular dated December 9, 2020, individual members holding shares in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email ID in their demat accounts in order to access e-voting facility.

g) **THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND JOINING VIRTUAL GENERAL MEETING ARE AS UNDER:**

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

In view of the aforesaid SEBI Circular no.SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, individual members holding shares in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email ID in their demat accounts in order to access e-voting facility.

Pursuant to the aforesaid SEBI Circular dated December 9, 2020, login method for e-voting and joining virtual meetings for individual members holding shares in demat mode is given below:

Type of shareholders	Login Method
Individual Members holding securities in Demat mode with CDSL	a) 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and My Easi New (Token) tab. b) 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 are 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. c) 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. 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 Members securities in demat mode with **NSDL** Depository	a) 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. b) 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/Ideas DirectReg.jsp c) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e- Voting service provider website for casting your vote during the remote e-Voting period. d) 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 Participation	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 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 above mentioned website.

Helpdesk for Individual Members 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.

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

The shareholders should log on to the e-voting website www.evotingindia.com.

a) Click on "Shareholders" module.

b) Now enter your User ID

c) For CDSL: 16 digits beneficiary ID,

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

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

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

e) 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.

f) 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.

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

iii. Members 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.

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

v. Click on the **EVSN: 260817029** for **"MONTE CARLO FASHIONS LIMITED"** on which you choose to vote.

vi. 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.

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

viii. 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.

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

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

xi. If 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.

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

xiii. 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 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; cspsdua@gmail.com and investor@montecarlocorporate.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

xiv. Process For Those Members Whose Email Ids/Mobile No. Are Not Registered:

- For Members holding Shares in the physical form - Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card, self-attested scanned copy of Aadhar Card by email to the Company: investor@montecarlocorporate.com
- For Demat Shareholders- Please update your email id & Mobile No. with your respective Depository Participants (DP).
- 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.

xv. If you have any queries or issues regarding attending AGM & e-voting from the e-voting system, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact at toll free number 18002109911.

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

xvii. Name, designation, address, e-mail ID and phone number of the person responsible to address the grievances connected with the e-voting:

Sh. Ankur Gauba,
Company Secretary and Compliance Officer
B-XXIX-106, G.T. Road, Sherpur, Ludhiana – 141003,
Ph. 0161-5066628, E-mail Id: investor@montecarlocorporate.com.

xviii. Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. Monday, September 21, 2026 may follow the same instructions as mentioned above for e-Voting.

h) INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC / OAVM AND E-VOTING DURING AGM ARE AS UNDER:

i) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

ii) 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 Remote e-voting.

iii) Members 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.

iv) Members are encouraged to join the Meeting through Laptops / IPads for better experience.

v) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

vi) 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.

vii) Members who would like to express their views/ ask questions during the AGM may preregister themselves as a speaker by sending their request in advance at least 7 days prior to the AGM mentioning their name, demat account number / folio number, email id, mobile number at the Company's email Id: investor@montecarlocorporate.com. Those Members who have registered themselves as a speaker will be allowed to express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

viii) The members who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to the AGM mentioning their name, demat account number/ folio number, email id, mobile number at the Company's email Id investor@montecarlocorporate.com. These queries will be replied to by the Company suitably by email.

ix) Only those members, 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.

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

22. Other Instructions:

i) Sh. P.S. Dua, Practicing Company Secretary, (Membership No. 4552, COP No. 3934), have been appointed as the Scrutinizer by the Board to scrutinize remote e-Voting process before the AGM as well as remote e-Voting during the AGM in a fair and transparent manner.

ii) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of remote e-voting system for all those Members who are present during the AGM through VC/ OAVM but have not cast their votes by availing the remote e-Voting facility.

iii) The Scrutinizer will submit his report to the Chairman or to any other person authorised by the Chairman after completion of scrutiny of the votes cast through remote e-Voting before/during the AGM, within the time stipulated under the applicable laws. The results declared along with the Scrutinizer's report shall be communicated to the Stock Exchanges on which the Company's shares are listed and will also be displayed on the Company's website at www.montecarlocorporate.com; CDSL website at www.evotingindia.com and Notice Board at the Registered Office of the Company.

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

In accordance with Section 102 of the Companies Act, 2013, the Explanatory Statement setting out all the material facts concerning each item of Special Business is produced here under:

ITEM NO.6

The Members of the Company at the Annual General Meeting of the Company held on September 24, 2021 had re-appointed Sh. Jawahar Lal Oswal as Chairman and Managing Director of the Company for a period of five (5) years with effect from August 10, 2021, under the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, the present term of Sh. Jawahar Lal Oswal as Chairman and Managing Director comes to an end on August 9, 2026.

Accordingly, the Board of Directors of the Company, at its meeting held on August 5, 2026, subject to the approval of the Members, has re-appointed Sh. Jawahar Lal Oswal as Chairman and Managing Director of the Company for a further period of five (5) years with effect from August 10, 2026, upon the expiry of his present term, who shall not be liable to retire by rotation, on such terms and conditions, including remuneration, as recommended by the Nomination and Remuneration Committee and approved by the Board. The approval of the Members is being sought for the said re-appointment and remuneration payable to Sh. Jawahar Lal Oswal as Chairman and Managing Director of the Company.

Sh. Jawahar Lal Oswal, aged 83 years, is the Chairman and Managing Director of the Company and has been associated with the Company since its inception. He holds a Bachelor's Degree in Commerce and has more than 62 years of rich experience in the textile and woollen industry. Sh. Jawahar Lal Oswal is presently also serving as Chairman and Managing Director of Oswal Woollen Mills Limited and holds the position of Chairman on the Board of various other Group Companies. He has been conferred with several awards and recognitions, including the 'Punjab Ratan' at the Punjab State Intellectual's Conference in 2003 by the All India Conference of Intellectuals, the 'Udyog Ratna Award' by the PHD Chamber of Commerce and Industry in 2005, the 'LMA-Sat Paul Mittal Life Time Achievement Award' by the Ludhiana Management Association in 2012 and the 'Achievers of the North' by The Economic Times in 2013.

Taking into consideration his rich experience, expertise, leadership and invaluable contribution to the Company, the Board is of the opinion that Sh. Jawahar Lal Oswal possesses the requisite knowledge, experience and capability and is best suited for the position of Chairman and Managing Director. Accordingly, the Board considers it to be in the best interests of the Company to retain his services as Chairman and Managing Director for another term of five (5) years.

In compliance with the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, the requisite details of Sh. Jawahar Lal Oswal are provided in Annexure-A to the Notice.

In accordance with the provisions of Section 196 and Schedule V of the Companies Act, 2013 (the "Act"), no company shall appoint or re-appoint a person who has attained the age of 70 years as Managing Director, Whole-time Director or Manager unless his appointment is approved by a Special Resolution. As Sh. Jawahar Lal Oswal has already attained the age of 70 years and satisfies the applicable conditions prescribed under the Act, approval of the Members by way of Special Resolution is being sought for his re-appointment as Chairman and Managing Director in compliance with the applicable provisions of the Act.

Further, where a person is a managerial person in more than one company, he shall draw remuneration from one or both the companies, provided the total remuneration drawn from the companies does not exceed the higher maximum limit admissible from any one of the companies of which he is the managerial person. As Sh. Jawahar Lal Oswal is also the Chairman and Managing Director of Oswal Woollen Mills Limited, he shall be eligible to draw remuneration from both the companies, subject to the applicable provisions of the Act and the total remuneration drawn from both the companies not exceeding the higher maximum limit admissible from any one of the companies of which he is the managerial person.

Further, in accordance with Part II, Section II of Schedule V to the Companies Act, 2013, where in any financial year during the tenure of a managerial person, the Company has no profits or its profits are inadequate, the Company may pay remuneration to such managerial person by way of minimum remuneration, subject to the applicable conditions and disclosures prescribed thereunder. Accordingly, in the event of absence or inadequacy of profits in any financial year during the tenure of Sh. Jawahar Lal Oswal as Chairman and Managing Director, the remuneration approved by the Members may be paid to him as minimum remuneration for a period not exceeding three (3) years from the date of his re-appointment, subject to compliance with the applicable provisions and conditions prescribed under the Act and Schedule V thereto. The requisite disclosures pursuant to Schedule V of the Companies Act, 2013 are annexed as Annexure-B to the Notice.

Further, pursuant to Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and other applicable provisions, approval of the Members by way of Special Resolution is being sought for payment of remuneration to Sh. Jawahar Lal Oswal, being the Chairman and Managing Director and Promoter of the Company, in accordance with the requirements of Regulation 17(6)(e) of the SEBI Listing Regulations and subject to the maximum remuneration approved by the Members.

Sh. Jawahar Lal Oswal has furnished the requisite consent(s), declarations and disclosures for his re-appointment as required under the Act, the Rules made thereunder and the SEBI Listing Regulations. He satisfies the applicable conditions prescribed under Part-I of Schedule V to the Act and is not disqualified from being appointed or continuing as a director under sub-section (3) of Section 196 read with Section 164 of the Act. Further, he has not been debarred or disqualified from being appointed or continuing as a Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory authority.

Accordingly, the Board considers the re-appointment of Sh. Jawahar Lal Oswal as Chairman and Managing Director to be in the best interests of the Company and recommends the Special Resolution set out at Item No. 6 of the Notice for approval of the Members.

This Explanatory Statement may also be regarded as an appropriate disclosure under the SEBI Listing Regulations.

MEMORANDUM OF INTEREST

Except Sh. Jawahar Lal Oswal, being the appointee, Sh. Sandeep Jain, Smt. Ruchika Oswal, Smt. Monica Oswal and Sh. Rishabh Oswal, being relatives of Sh. Jawahar Lal Oswal, are deemed to be concerned or interested in the resolution proposed in respect of his re-appointment. None of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO.7

The Members of the Company at the Annual General Meeting of the Company held on September 24, 2021 had re-appointed Smt. Ruchika Oswal as Executive Director of the Company for a period of five (5) years with effect from August 10, 2021, under the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, the present term of Smt. Ruchika Oswal as Executive Director comes to an end on August 9, 2026.

Accordingly, the Board of Directors of the Company, at its meeting held on August 5, 2026, subject to the approval of the Members, has re-appointed Smt. Ruchika Oswal as Executive Director of the Company for a further period of five (5) years with effect from August 10, 2026, upon the expiry of her present term, on such terms and conditions, including remuneration, as recommended by the Nomination and Remuneration Committee and approved by the Board. The approval of the Members is being sought for the said re-appointment and remuneration payable to Smt. Ruchika Oswal as Executive Director of the Company.

Smt. Ruchika Oswal holds a Bachelor's Degree in Commerce and has more than 26 years of experience in the field of Garment Manufacturing, Designing and Administration. Previously, she has worked with Oswal Woollen Mills Limited and has been associated with the Board of the Company since August 30, 2010. She has been instrumental in the growth and development of the Company and has made valuable contributions towards strengthening its operations and business.

Taking into consideration her knowledge, experience, expertise and invaluable contribution to the Company, particularly in the areas of Manufacturing, Designing and Administration, the Board is of the opinion that Smt. Ruchika Oswal possesses the requisite knowledge, experience and capability and is well suited for the position of Executive Director. Accordingly, the Board considers it to be in the best interests of the Company to retain her services as Executive Director for another term of five (5) years.

In compliance with the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, the requisite details of Smt. Ruchika Oswal are provided in Annexure-A to the Notice.

Further, in accordance with Part II, Section II of Schedule V to the Companies Act, 2013, where in any financial year during the tenure of a managerial person, the Company has no profits or its profits are inadequate, the Company may pay remuneration to such managerial person by way of minimum remuneration, subject to the applicable conditions and disclosures prescribed thereunder. Accordingly, in the event of absence or inadequacy of profits in any financial year during the tenure of Smt. Ruchika Oswal as Executive Director, the remuneration approved by the Members may be paid to her as minimum remuneration for a period not exceeding three (3) years from the date of her re-appointment, subject to compliance with the applicable provisions and conditions prescribed under the Act and Schedule V thereto. The requisite disclosures pursuant to Schedule V of the Companies Act, 2013 are annexed as Annexure-B to the Notice.

Further, pursuant to Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and other applicable provisions, approval of the Members by way of Special Resolution is being sought for payment of remuneration to Smt. Ruchika Oswal, being the Executive Director and Promoter of the Company, in accordance with the requirements of Regulation 17(6)(e) of the SEBI Listing Regulations and subject to the maximum remuneration approved by the Members.

Smt. Ruchika Oswal has furnished the requisite consent(s), declarations and disclosures for her re-appointment as required under the Act, the Rules made thereunder and the SEBI Listing Regulations. She satisfies the applicable conditions prescribed under Part-I of Schedule V to the Act and is not disqualified from being appointed or continuing as a director under sub-section (3) of Section 196 read with Section 164 of the Act. Further, she has not been debarred or disqualified from being appointed or continuing as a Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory authority.

Accordingly, the Board considers the re-appointment of Smt. Ruchika Oswal as Executive Director to be in the best interests of the Company and recommends the Special Resolution set out at Item No. 7 of the Notice for approval of the Members. This Explanatory Statement may also be regarded as an appropriate disclosure under the SEBI Listing Regulations.

MEMORANDUM OF INTEREST

Except Smt. Ruchika Oswal, being the appointee, Sh. Jawahar Lal Oswal, Sh. Sandeep Jain, Smt. Monica Oswal and Sh. Rishabh Oswal, being relatives of Smt. Ruchika Oswal, are deemed to be concerned or interested in the resolution proposed in respect of her re-appointment. None of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO.8

The Members of the Company at the Annual General Meeting of the Company held on September 24, 2021 had re-appointed Smt. Monica Oswal as Executive Director of the Company for a period of five (5) years with effect from August 10, 2021, under the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, the present term of Smt. Monica Oswal as Executive Director comes to an end on August 9, 2026.

Accordingly, the Board of Directors of the Company, at its meeting held on August 5, 2026, subject to the approval of the Members, has re-appointed Smt. Monica Oswal as Executive Director of the Company for a further period of five (5) years with effect from August 10, 2026, upon the expiry of her present term, on such terms and conditions, including remuneration, as recommended by the Nomination and Remuneration Committee and approved by the Board. The approval of the Members is being sought for the said re-appointment and remuneration payable to Smt. Monica Oswal as Executive Director of the Company.

Smt. Monica Oswal holds a Bachelor's Degree in Commerce and has more than 26 years of experience in the field of Retail, Branding and Advertisement. Due to her dynamism and relentless efforts, the Company has achieved new heights in the field of retail sales and cost savings. Previously, she has worked with Oswal Woollen Mills Limited as CEO–Retail and thereafter joined the Board of the Company with effect from August 30, 2010.

Having regard to her expert knowledge, experience and valuable contribution to the Company, particularly in the field of Retail Marketing and Branding, the Board is of the opinion that Smt. Monica Oswal possesses the requisite knowledge, experience and capability and is well suited for the position of Executive Director. Accordingly, the Board considers it to be in the best interests of the Company to retain her services as Executive Director for another term of five (5) years.

In compliance with the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, the requisite details of Smt. Monica Oswal are provided in Annexure-A to the Notice.

Further, in accordance with Part II, Section II of Schedule V to the Companies Act, 2013, where in any financial year during the tenure of a managerial person, the Company has no profits or its profits are inadequate, the Company may pay remuneration to such managerial person by way of minimum remuneration, subject to the applicable conditions and disclosures prescribed thereunder. Accordingly, in the event of absence or inadequacy of profits in any financial year during the tenure of Smt. Monica Oswal as Executive Director, the remuneration approved by the Members may be paid to her as minimum remuneration for a period not exceeding three (3) years from the date of her re-appointment, subject to compliance with the applicable provisions and conditions prescribed under the Act and Schedule V thereto. The requisite disclosures pursuant to Schedule V of the Companies Act, 2013 are annexed as Annexure-B to the Notice.

Further, pursuant to Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and other applicable provisions, approval of the Members by way of Special Resolution is being sought for payment of remuneration to Smt. Monica Oswal, being the Executive Director and Promoter of the Company, in accordance with the requirements of Regulation 17(6)(e) of the SEBI Listing Regulations and subject to the maximum remuneration approved by the Members.

Smt. Monica Oswal has furnished the requisite consent(s), declarations and disclosures for her re-appointment as required under the Act, the Rules made thereunder and the SEBI Listing Regulations. She satisfies the applicable conditions prescribed under Part-I of Schedule V to the Act and is not disqualified from being appointed or continuing as a director under sub-section (3) of Section 196 read with Section 164 of the Act. Further, she has not been debarred or disqualified from being appointed or continuing as a Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory authority.

Accordingly, the Board considers the re-appointment of Smt. Monica Oswal as Executive Director to be in the best interests of the Company and recommends the Special Resolution set out at Item No. 8 of the Notice for approval of the Members. This Explanatory Statement may also be regarded as an appropriate disclosure under the SEBI Listing Regulations.

MEMORANDUM OF INTEREST

Except Smt. Monica Oswal, being the appointee, Sh. Jawahar Lal Oswal, Sh. Sandeep Jain, Smt. Ruchika Oswal and Sh. Rishabh Oswal, being relatives of Smt. Monica Oswal, are deemed to be concerned or interested in the resolution proposed in respect of her re-appointment. None of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

ITEM No.9

Sh. Manikant Prasad Singh was appointed as a Non-Executive Independent Director of the Company for his first term commencing from February 1, 2022. During his tenure, he has made significant contributions to the deliberations of the Board and its Committees by providing valuable guidance and strategic inputs based on his vast administrative experience and expertise in governance, finance, taxation and regulatory matters. The Board, upon evaluation of his performance, has found his continued association to be beneficial and in the best interests of the Company.

Sh. Manikant Prasad Singh is a retired Indian Administrative Service (IAS) Officer of the 1986 Batch and holds a B.Tech. (Hons.) Degree in Mechanical Engineering from IIT Kharagpur. During his distinguished career, he served in various senior administrative positions in the Government of Punjab, including Sub-Divisional Magistrate, Additional Deputy Commissioner, Deputy Commissioner and Excise & Taxation Commissioner. He has also served as Managing Director of Punjab State Federation of Cooperative Sugar Mills, Director of Punjab Genco Limited, Nominee Director on the Boards of Punjab Agro Industries Corporation Limited and Punjab State Forest Development Corporation Limited, and held the positions of Secretary, Principal Secretary and Additional Chief Secretary to the Governor of Punjab. His extensive experience in public administration, governance, policy formulation and management has been instrumental in strengthening the Board's deliberations.

Based on the recommendation of the Nomination and Remuneration Committee and considering his performance evaluation, skills, expertise, integrity, knowledge and rich experience, the Board of Directors, at its meeting held on August 5, 2026, approved the re-appointment of Sh. Manikant Prasad Singh as a Non-Executive Independent Director of the Company for a second consecutive term of five (5) years commencing from February 1, 2027 up to January 31, 2032, pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), subject to the approval of the Members by way of a Special Resolution.

The Company has received from Sh. Manikant Prasad Singh his consent to act as a Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has not been debarred or disqualified from being appointed or continuing as a Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory authority. The Company has also received a declaration from Sh. Manikant Prasad Singh confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act, Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014 and the SEBI Listing Regulations.

Sh. Manikant Prasad Singh is not inter-se related to any other Director or Key Managerial Personnel of the Company. He does not hold any shares in the Company. The copy of the letter of appointment of Sh. Manikant Prasad Singh setting out the terms and conditions of his appointment shall be available for inspection by the Members.

A brief profile of Sh. Manikant Prasad Singh, in terms of Regulation 36(3) of the SEBI Listing Regulations and the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, is provided in the Annexure-A to the Notice. As an Independent Director of the Company, Sh. Manikant Prasad Singh will be entitled to sitting fees and reimbursement of expenses for attending meetings of the Board and its Committees, as may be decided by the Board of Directors from time to time.

In the opinion of the Board, Sh. Manikant Prasad Singh fulfils the conditions for re-appointment as an Independent Director as specified under the Act and the SEBI Listing Regulations. Sh. Manikant Prasad Singh is a person of integrity, is independent of the Management and possesses the requisite skills, experience and knowledge. Considering his extensive knowledge and experience in the field of regulatory governance, the Board is of the opinion that his re-appointment as a Non Executive Independent Director is in the interest of the Company and recommends the Special Resolution set out at Item No. 9 of the Notice for approval of the Members. This Explanatory Statement may also be regarded as an appropriate disclosure under the SEBI Listing Regulations.

MEMORANDUM OF INTEREST

Except Sh. Manikant Prasad Singh, being the appointee, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution with regard to his re-appointment.

ITEM No.10

Sh. Parvinder Singh Pruthi was appointed as a Non-Executive Independent Director of the Company for his first term commencing from February 1, 2022. During his tenure, he has made significant contributions to the deliberations of the Board and its Committees by providing valuable guidance and strategic inputs based on his vast administrative experience and expertise in governance, finance, taxation and regulatory matters. The Board, upon evaluation of his performance, has found his continued association to be beneficial and in the best interests of the Company.

Sh. Parvinder Singh Pruthi is a retired Indian Revenue Service (Indirect Taxes) Officer and former Chief Commissioner of Customs and Central Excise with over four decades of distinguished experience in indirect taxation, customs, excise, public administration and corporate governance. During his illustrious career, he served as Member (Technical) of the Customs, Excise and Service Tax Appellate Tribunal (CESTAT). He has also served as the Managing Director of Punjab Alkalies and Chemicals Limited (PACL) and Punjab National Fertilizers & Chemicals Limited (PNFC), Executive Director (Vigilance) at the Semi-Conductor Complex (a Central PSU), and Deputy Director in the Directorate of Revenue Intelligence. His extensive experience in production, procurement, marketing, finance, business development and regulatory affairs has enabled him to provide valuable guidance to the Board and its Committees.

Based on the recommendation of the Nomination and Remuneration Committee and considering his performance evaluation, skills, expertise, integrity, knowledge and rich experience, the Board of Directors, at its meeting held on August 5, 2026, approved the re-appointment of Sh. Parvinder Singh Pruthi as a Non-Executive Independent Director of the Company for a second consecutive term of five (5) years commencing from February 1, 2027 up to January 31, 2032, pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), subject to the approval of the Members by way of a Special Resolution.

The Company has received from Sh. Parvinder Singh Pruthi his consent to act as a Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has not been debarred or disqualified from being appointed or continuing as a Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory authority. The Company has also received a declaration from Sh. Parvinder Singh Pruthi confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act, Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014 and the SEBI Listing Regulations.

Further, pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, no listed entity shall appoint or continue the directorship of any person as a Non-Executive Director who has attained the age of seventy-five years unless a Special Resolution is passed to that effect. Since Sh. Parvinder Singh Pruthi, who is presently aged seventy-two (72) years, will attain the age of seventy-five (75) years during the proposed second term, the approval of the Members by way of a Special Resolution is also being sought for his continuation as a Non-Executive Independent Director upon attaining the age of seventy-five (75) years. The Board, considering his extensive experience, expertise and valuable contribution to the Company, is of the view that his continued association with the Company is in the best interests of the Company.

The Company has received from Sh. Parvinder Singh Pruthi his consent to act as a Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has not been debarred or disqualified from being appointed or continuing as a Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory authority. The Company has also received a declaration from Sh. Parvinder Singh Pruthi confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act, Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014 and the SEBI Listing Regulations.

Sh. Parvinder Singh Pruthi is not inter-se related to any other Director or Key Managerial Personnel of the Company. He does not hold any shares in the Company. The copy of the letter of appointment of Sh. Parvinder Singh Pruthi setting out the terms and conditions of his appointment shall be available for inspection by the Members.

A brief profile of Sh. Parvinder Singh Pruthi, in terms of Regulation 36(3) of the SEBI Listing Regulations and the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, is provided in the Annexure-A to the notice. As an Independent Director of the Company, Sh. Parvinder Singh Pruthi will be entitled to sitting fees and reimbursement of expenses for attending meetings of the Board and its Committees, as may be decided by the Board of Directors from time to time.

In the opinion of the Board, Sh. Parvinder Singh Pruthi fulfils the conditions for continuation as an Independent Director as specified under the Act and the SEBI Listing Regulations. Sh. Parvinder Singh Pruthi is a person of integrity, is independent of the Management and possesses the requisite skills, experience and knowledge. Considering his extensive knowledge and experience in the fields of finance, taxation and regulatory governance, the Board is of the opinion that his continued association as a Non Executive Independent Director, including continuation in office after attaining the age of seventy-five (75) years, is in the interest of the Company and recommends the Special Resolution set out at Item No. 10 of the Notice for approval of the Members.

This Explanatory Statement may also be regarded as an appropriate disclosure under the SEBI Listing Regulations.

MEMORANDUM OF INTEREST

Except Sh. Parvinder Singh Pruthi, being the appointee, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution with regard to his re-appointment.

By order of the Board
For Monte Carlo Fashions Limited

Place: Ludhiana
Date: August 5, 2026

Ankur Gauba
(Company Secretary)
ICSI Membership No. FCS-10577

Annexure-A

Details of the Directors pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, as applicable

<table>
<tr><th>Names</th><th>Sh. Sandeep Jain</th><th colspan="3">Sh. Dinesh Gogna</th></tr>
<tr><td>Designation</td><td>Executive Director</td><td colspan="3">Non-Executive Director</td></tr>
<tr><td>Date of birth/ age</td><td>24.12.1971 / 55 Years</td><td colspan="3">07.07.1953 / 73 Years</td></tr>
<tr><td>Date of appointment</td><td>01.07.2008</td><td colspan="3">01.07.2008</td></tr>
<tr><td>Qualification</td><td>Bachelor’s degree in Pharmacy, Diploma in Export Management, Certificate course in wool from the AWTA Limited</td><td colspan="3">Bachelor's Degree in Law, Completed the United States Money and Capital Market Seminar conducted by New York Institute of Finance.</td></tr>
<tr><td>Experience</td><td>More than 32 years of experience in the field of administration.</td><td colspan="3">More than 42 years of experience in the field of Corporate Finance and Taxation.</td></tr>
<tr><td>Terms of appointment</td><td>Liable to retire by rotation</td><td colspan="3">Liable to retire by rotation</td></tr>
<tr><td>Remuneration for the Financial Year 2025-26</td><td>Rs 279 Lakhs</td><td colspan="3">Rs 1.00 Lakhs</td></tr>
<tr><td>Disclosure of relationship</td><td>Sh. Sandeep Jain is husband of Smt. Ruchika Oswal, Executive Director, Son In Law of Sh. Jawahar Lal Oswal, Chairman and Managing Director and Brother in law of Smt. Monica Oswal, Executive Director of the company. He is not related to any other Director(s) and Key Managerial Personnel of the Company.</td><td colspan="3">Sh. Dinesh Gogna is not related to any Director(s) and Key Managerial Personnel of the Company</td></tr>
<tr><td>Shareholding</td><td>None</td><td colspan="3">2000 Equity Shares</td></tr>
<tr><td>No. of Board Meetings attended during the year</td><td>4</td><td colspan="3">4</td></tr>
<tr><td rowspan="5">Directorships in other Listed Companies as on March 31, 2026</td><td rowspan="5">Nil</td><td colspan="3">Nahar Industrial Enterprises Limited</td></tr>
<tr><td colspan="3">Nahar Poly Films Limited</td></tr>
<tr><td colspan="3">Nahar Spinning Mills Limited</td></tr>
<tr><td colspan="3">Nahar Capital & Financial Services Limited</td></tr>
<tr><td colspan="3">Oswal Leasing Limited</td></tr>
<tr><td rowspan="8">Membership/ Chairmanship of Committees of other Listed Companies as on March 31, 2026</td><td rowspan="8">Nil</td><td>Name of the Company</td><td>Name of the Committee</td><td>Designation</td></tr>
<tr><td rowspan="3">Nahar Industrial Enterprises Limited</td><td>Audit</td><td>Member</td></tr>
<tr><td>Stakeholders Relationship</td><td>Chairman</td></tr>
<tr><td>Corporate Social Responsibility</td><td>Member</td></tr>
<tr><td rowspan="4">Nahar Poly Films Limited</td><td>Audit</td><td>Member</td></tr>
<tr><td>Stakeholders Relationship</td><td>Member</td></tr>
<tr><td>Corporate Social Responsibility</td><td>Member</td></tr>
<tr><td>Share Transfer</td><td>Member</td></tr>
</table>

		Nahar Capital & Financial Services Limited	Share Transfer	Member
			Corporate Social Responsibility	Member
			Risk Management	Member
			Investment	Member
		Nahar Spinning Mills Limited	Audit	Member
			Share Transfer	Member
			Corporate Social Responsibility	Member

Names	**Sh. Jawahar Lal Oswal**	**Smt. Ruchika Oswal**
Designation	Chairman & Managing Director	Executive Director
Date of birth/ age	01.10.1943/ 83 Years	25.02.1972/ 55 Years
Date of appointment	10.08.2011	10.08.2011
Qualification	Bachelor's Degree in Commerce	Bachelor's Degree in Commerce
Experience	More than 62 years of experience in the Textile and Woollen Industry.	More than 26 years of experience in the field of Garment Manufacturing, Designing & Administration.
Terms of appointment	5 Years, Not Liable to retire by rotation	5 Years, Liable to retire by rotation
Remuneration for the Financial Year 2025-26	Rs 986 Lakhs	Rs 86 Lakhs
Disclosure of relationship	Sh. Jawahar Lal Oswal is Father of Smt. Ruchika Oswal and Smt. Monica Oswal, Executive Directors of the Company, Grand father of Sh. Rishabh Oswal, Executive Director and Father in law of Sh. Sandeep Jain, Executive Director of the Company. He is not related to any of the other Director and Key Managerial Personnel of the Company.	Smt. Ruchika Oswal is Daughter of Sh. Jawahar Lal Oswal, Chairman & Managing Director, Sister of Smt. Monica Oswal, Spouse of Sh. Sandeep Jain and Aunt of Sh. Rishabh Oswal, Executive Director of the Company. She is not related to any of the other Director and Key Managerial Personnel of the Company.
Shareholding	1,20,059 Equity Shares	5,15,838 Equity Shares
No. of Board Meetings attended during the year	4	4
Directorships in other Listed Companies as on March 31, 2026	Nahar Industrial Enterprises Limited	Nil
	Nahar Poly Films Limited	
	Nahar Spinning Mills Limited	
	Nahar Capital & Financial Services Limited	
Membership/ Chairmanship of Committees of other Listed Companies as on March 31, 2026	Nil	Nil

Names	Sh. Manikant Prasad Singh	Sh. Parvinder Singh Pruthi
Designation	Non - Executive Independent Director	Non - Executive Independent Director
Date of birth/ age	26.12.1959/ 66 Years	13.01.1954/ 72 Years
Date of appointment	01.02.2022	01.02.2022
Qualification	Bachelor's Degree in Technology	Bachelor's Degree in Science (Hons.) Master's Degree in Science(Physics) and Member of Indian Revenue Service (Indirect Taxes)
Experience	More than 35 years of experience in the field of Administration, Finance and Taxation.	More than 37 years of experience in Overall Industry functioning - Production, Purchase, Marketing, Taxation, Finance, Business Development.
Terms of appointment	5 Years, Not Liable to retire by rotation	5 Years, Not Liable to retire by rotation
Remuneration for the Financial Year 2025-26	1.00 Lacs	0.75 Lacs
Disclosure of relationship	Sh. Manikant Prasad Singh is not related to any Director(s) and Key Managerial Personnel of the Company.	Sh. Parvinder Singh Pruthi is not related to any of the Directors and Key Managerial Personnel of the Company.
Shareholding	Nil	Nil
No. of Board Meetings attended during the year	4	3
Directorships in other Listed Companies as on March 31, 2026	Nil	Nahar Industrial Enterprises Limited
Membership/ Chairmanship of Committees of other Listed Companies as on March 31, 2026	Nil	Nil

Names	Smt. Monica Oswal
Designation	Executive Director
Date of birth/ age	25.02.1972/ 55 Years
Date of appointment	10.08.2011
Qualification	Bachelor's Degree in Commerce
Experience	More than 26 years of experience in the field of Retail Marketing and Branding.
Terms of appointment	Five Years, Liable to retire by rotation
Remuneration for the Financial Year 2025-26	Rs 86 Lakhs
Disclosure of relationship	Smt. Monica Oswal is Daughter of Sh. Jawahar Lal Oswal, Chairman & Managing Director, Sister of Smt. Ruchika Oswal, Sister-in-law of Sh. Sandeep Jain and Aunt of Sh. Rishabh Oswal, Executive Directors of the Company. She is not related to any of the other Director and Key Managerial Personnel of the Company.
Shareholding	5,15,837 Equity Shares
No. of Board Meetings attended during the year	3
Directorships in other Listed Companies as on March 31, 2026	Oswal Leasing Limited

Membership/ Chairmanship of Committees of other Listed Companies as on March 31, 2026	Name of the Company	Name of the Committee	Designation
	Oswal Leasing Limited	Audit	Member
		Stakeholder Relationship	Member
		Nomination and Remuneration	Member
		Share Transfer	Member
		Risk Management	Member
		Internal Compliants	Presiding Officer/ Chairperson

By order of the Board
For Monte Carlo Fashions Limited

Place: Ludhiana
Date: August 5, 2026

Ankur Gauba
(Company Secretary)
ICSI Membership No. FCS-10577

Annexure-B

Statement Pursuant to Section II of Part II of Schedule V of the Companies Act, 2013:

I. General Information:

1. Nature of Industry:
Ready-made garments, apparel, and accessories manufacturing.

2. Date or expected date of commencement of commercial production:
The Company is an existing operational entity.

3. In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.

4. Financial performance based on given indicators:

(Rs. in Lakhs)

Particulars	For the Year ended 31.03.2026	For the Year ended 31.03.2025
Total Revenue	1,27,591	1,10,041
Profit before Tax	14,719	11,391
Profit after Tax	11,206	8,177

5. Foreign investments or collaborations, if any:

No foreign collaborations. Investments by foreign institutional investors may exist as permitted under applicable law.

II. Information about the Appointee:

1. Background details:

a. **Sh. Jawahar Lal Oswal**: Aged about 83 years, he is a highly respected industrialist with over five decades of experience in the textile and apparel industry. He has been instrumental in the growth and transformation of Monte Carlo Fashions Limited into a leading apparel brand.

b. **Smt. Ruchika Oswal**: Aged about 55 Years, she is the Whole-time director of the Company with over 26 years of experience in the field Garment Manufacturing, Designing and Administration. She holds a Bachelor's Degree in Commerce. She has been instrumental in taking the company to its present position.

c. **Smt. Monica Oswal**: Aged about 55 Years, she is the Whole-time director of the Company with over 26 years of experience in the field of Retail, Branding and Advertisement. She holds a Bachelor's Degree in Commerce. Due to her dynamism and relentless efforts, the company has achieved new heights in the field of retail sales and cost savings.

2. Remuneration details:

Sr. No.	Name of Director	Remuneration drawn (2025-26) (In Rs. Lacs)
1.	Sh. Jawahar Lal Oswal	986.00
2.	Smt. Ruchika Oswal	86.00
3.	Smt. Monica Oswal	86.00

3. Recognition or awards:

Sh. Jawahar Lal Oswal is widely recognized for his leadership and has held several prestigious positions in various industry associations and business chambers. Sh. Jawahar Lal Oswal has been awarded the 'Punjab Ratan' at the Punjab State Intellectual's Conference in 2003 by the All India Conference of Intellectuals, the 'Udyog Ratna Award' by the PHD Chamber of Commerce and Industry in 2005, the 'LMA- Sat Paul Mittal Life Time Achievement Award' by the Ludhiana Management Association in 2012 and the 'Achievers of the North' by the Economic Times in 2013.

4. **Job profile and suitability:**

   a. **Sh. Jawahar Lal Oswal**: As Chairman and Managing Director, Sh.Oswal is responsible for strategic decision-making, business development, brand positioning, and overall governance of the Company. His extensive experience makes him eminently suitable for this role. He has been associated with the Company since its inception. Because of his able guidance and the highest business acumen and experience, Monte Carlo Fashions Limited stands as a leading entity in the winter wear and organized retail apparel sector, with a diversified portfolio across various segments.

   b. **Smt. Ruchika Oswal:** As an Executive Director, she is responsible for handling and overseeing Garment Manufacturing, Designing and Administration under the supervision of the Board of Directors. She has previously worked with Oswal Woollen Mills Ltd and has been associated with the company since 2010. Her extensive experience makes her eminently suitable for this role. Her visionary leadership, financial oversight, and commitment to good governance have transformed Monte Carlo Fashions Limited into a leading apparel brand.

   c. **Smt. Monica Oswal:** As an Executive Director, she is responsible for handling and overseeing Retail, Branding and Advertisement under the supervision of the Board of Directors. She has previously worked with Oswal Woollen Mills Ltd as CEO- Retail and has been associated with the company since 2010. Her extensive experience makes her eminently suitable for this role. She has been instrumental in the growth and transformation of Monte Carlo Fashions Limited into a leading apparel brand.

5. **Remuneration proposed:**

   In the event of inadequacy of profits or in case of loss, the remuneration payable to Sh. Jawahar Lal Oswal, Smt. Ruchika Oswal and Smt. Monica Oswal, shall be paid as the minimum remuneration in accordance with the applicable provisions of the Companies Act, 2013, including Schedule V of the Act.

6. **Comparative remuneration profile:**

   The remuneration proposed is in line with prevailing industry standards for companies of similar size and operations and commensurate with the responsibilities and contribution of Sh. Jawahar Lal Oswal, Smt. Ruchika Oswal and Smt. Monica Oswal respectively.

7. **Pecuniary relationship:**

   a. **Sh. Jawahar Lal Oswal:** He is one of the promoters of the Company and holds 1,05,059 equity shares in the Company. He is related to Smt. Ruchika Oswal, Smt. Monica Oswal, Sh. Sandeep Jain, and Sh. Rishabh Oswal, who are also Directors of the Company. Except for the remuneration drawn in his capacity as Chairman and Managing Director, Sh. Jawahar Lal Oswal does not have any other pecuniary relationship, either directly or indirectly, with the Company.

   b. **Smt. Ruchika Oswal:** She is one of the promoters of the Company and holds 5,15,838 equity shares in the Company. She is related to Sh. Jawahar Lal Oswal, Smt. Monica Oswal, Sh. Sandeep Jain and Sh. Rishabh Oswal who are also Directors of the Company. Except for the remuneration drawn in her capacity as Executive Director, Smt. Ruchika Oswal does not have any other pecuniary relationship, either directly or indirectly, with the Company.

   c. **Smt. Monica Oswal:** She is one of the promoters of the Company and holds 5,15,837 equity shares in the Company. She is related to Sh. Jawahar Lal Oswal, Smt. Ruchika Oswal, Sh. Sandeep Jain and Sh. Rishabh Oswal who are also Directors of the Company. Except for the remuneration drawn in her capacity as Executive Director, Smt. Monica Oswal does not have any other pecuniary relationship, either directly or indirectly, with the Company.

III. Other Information

1. Reasons for loss or inadequacy of profits:

The profitability of the Company may be impacted in certain financial years due to various factors, including:

- Seasonality inherent in the textile and apparel industry and fluctuations in consumer demand;
- Economic slowdown, inflationary pressures and changes in consumer spending;
- Increase in the prices of raw materials, manufacturing, logistics and other operating costs;
- Supply chain disruptions and other operational challenges;
- Competitive pricing pressure and changes in consumer preferences and fashion trends;
- Higher inventory levels, product returns, discounts and markdowns, particularly during lean or transitional seasons; and
- Increased expenditure towards brand building, retail expansion, digital initiatives and other growth-oriented activities.

2. Steps taken or proposed to be taken for improvement:

The Company continues to undertake various measures to improve its operational performance and profitability, including:

- Expansion into new geographical markets and strengthening of the existing retail and distribution network;
- Increasing the presence across Exclusive Brand Outlets, Multi-Brand Outlets, National Chain Stores and digital/e-commerce channels;
- Improving product mix with greater focus on products having better demand and margins;
- Strengthening inventory planning and management to reduce ageing inventory, markdowns and product returns;
- Improving manufacturing, sourcing, supply chain and operational efficiencies;
- Strengthening the Company's brands through focused marketing, product innovation and premium positioning; and
- Continuous monitoring and optimization of operating and administrative costs.

3. Expected increase in productivity and profits in measurable terms:

The above measures are expected to result in improvement in revenue, sales productivity, inventory management, operating efficiencies and profit margins over the medium to long term. The Company expects steady growth in revenue and gradual improvement in profitability through better product mix, expansion of sales channels, improved inventory management and cost optimization.

The precise increase in productivity and profitability cannot be quantified at this stage as the Company's performance is also dependent upon factors such as economic conditions, consumer demand, seasonality, raw material prices, competitive environment and other market conditions.

By order of the Board
For Monte Carlo Fashions Limited

Ankur Gauba
(Company Secretary)
ICSI Membership No. FCS-10577

Place: Ludhiana
Date: August 5, 2026

Directors' Report

Dear Members,

Your Directors are pleased to present the eighteenth (18th) Annual Report of the business and operations of the Company along with the Audited Financial Statements for the financial year ended on March 31, 2026.

1. FINANCIAL RESULTS

The Company's financial performance for the year ended March 31, 2026 is summarized below:

(Rs. In Lakhs)

PARTICULARS	For the Year ended March 31, 2026		For the Year ended March 31, 2025	
	Standalone	Consolidated	Standalone	Consolidated
Revenue from operations	1,27,591	1,27,591	1,10,041	1,10,041
Other Income	3,614	3,620	3,491	3,517
Total Revenue from operations & other income	1,31,205	1,31,211	1,13,532	1,13,558
Earnings before Interest, Depreciation & Tax (EBIDTA)	**26,342**	**26,341**	**22,045**	**22,167**
Depreciation & Amortization	6,560	6,560	6,017	6,017
Finance Cost	5,109	5,062	4,787	4,759
Profit before Tax (PBT)	**14,673**	**14,719**	**11,241**	**11,391**
Tax Expenses/ Adjustment				
1. Current Tax	4,454	4,467	3,307	3,320
2. Deferred Tax	(954)	(954)	(46)	(46)
3. Current tax adjustments related to earlier years	--	--	--	--
4. Deferred tax adjustments related to earlier years	--	--	--	--
Profit after Tax (PAT)	**11,173**	**11,206**	**7,980**	**8,117**
Other Comprehensive Income (net of tax)	123	123	(47)	(47)
Total Comprehensive Income	**11,296**	**11,329**	**7,933**	**8,070**
Earnings Per Share (Rs.) – Basic	53.89	54.05	38.49	39.15
Earnings Per Share (Rs.) – Diluted	53.89	54.05	38.49	39.15

Notes

A. As mandated by the Ministry of Corporate Affairs, the financial statements for the year ended on March 31, 2026 has been prepared in accordance with the Indian Accounting Standards (IND AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) Amendment Rules, 2016 notified under Section 133 of Companies Act, 2013 and other relevant provisions of the Act. The estimates and judgements relating to the Financial Statements are made on a prudent basis, to reflect in a true and fair manner, including profits and cash flows for the year ended March 31, 2026. The Notes to the Financial Statements adequately explain the Audited Statements.

B. In accordance with the Companies Act, 2013 & Indian Accounting Standards (Ind AS) 110 on Consolidated Financial Statements read with Ind AS 111 on Joint Arrangements and Ind AS 112 on Disclosure of Interest in other entities, the Audited Consolidated Financial Statements are also provided in the Annual Report.

2. PERFORMANCE REVIEW

• BUSINESS OUTLOOK

Monte Carlo Fashions Limited is a well-established player in the organized apparel retail sector and continues to enjoy a leadership position in the winter wear market. The Company offers a comprehensive range of woollen, cotton, cotton-blended, knitted and woven garments, as well as home furnishing products under its flagship brand “Monte Carlo.” Its portfolio is further strengthened by sub-brands such as Luxuria, Denim, Alpha, Tweens, Monte Carlo Home and Rock.it, catering to the evolving preferences of diverse customer segments. The Company has also expanded its presence in the premium men’s formal footwear category.

The Company’s product portfolio includes sweaters, sweatshirts, jackets, coats, T-shirts, shirts, jeans, trousers, suits, thermals, mufflers, mink blankets, bedsheets, towels, and footwear, enabling it to meet the fashion and lifestyle needs of consumers throughout the year.

Monte Carlo has built a strong and widespread retail network across the country comprising 497+ Exclusive Brand Outlets (EBOs), 1,615+ Multi-Brand Outlets (MBOs), and 1469+ NCS & SIS points. The Company has also strengthened its omni-channel presence through its own e-commerce platform and strategic partnerships with leading online marketplaces, including Myntra, Flipkart, Amazon, Ajio, and Nykaa Fashion.

The Company continues to maintain a healthy financial position, supported by strong liquidity and adequate banking facilities, enabling it to comfortably service its financial obligations as they fall due.

Looking ahead, Monte Carlo Fashions Limited remains confident of its long-term growth trajectory. The Company intends to further strengthen its presence in the Southern and Western regions while consolidating its position in existing markets. It also aims to enhance demand across domestic and international markets by expanding its retail footprint through the addition of 40–50 new stores every year and increasing brand visibility through focused advertising initiatives at strategic high-footfall locations. These initiatives are expected to further reinforce the Company’s market position and support sustainable long-term growth.

• PRODUCTION AND SALES REVIEW

During the year under review, your company has witnessed an increase in revenue of around 15.94%. The production of the company has been increased to 43,01,887 pcs from 37,31,846 pcs during the year 2025-2026, showing an increase of 15.27%. The revenue from operations stood at Rs 1,27,591 Lakhs as compared to Rs 1,10,041 Lakhs achieved last year.

• PROFITABILITY

The Company’s earnings before depreciation, interest and tax for the current year is Rs. 26,342 Lakhs as against Rs. 22,045 Lakhs achieved last year. After providing for depreciation of Rs. 6,560 Lakhs (previous year Rs 6,017 Lakhs), finance cost of Rs. 5,109 Lakhs (previous year Rs 4,787 Lakhs), provision for current tax of Rs. 4454 Lakhs (previous year Rs. 3,307 Lakhs), provision for deferred tax of Rs. -954 Lakhs (previous year Rs. -46 Lakhs), the Net Profit from the operations is Rs 11,173 Lakhs as compared to Rs 7,980 Lakhs achieved last year. The other income of the Company for the said Financial Year stood at Rs 3,614 Lakhs and Last year stood at Rs 3,491 Lakhs.

• RESOURCES UTILISATION

A) Fixed assets

The Net Block as at March 31, 2026 was at Rs. 19,212 Lakhs as compared to Rs. 18,341 Lakhs in the previous year.

B) Current assets

The current assets as on March 31, 2026 were at Rs. 1,24,715 Lakhs as against Rs. 1,15,532 Lakhs in the previous year.

- **FINANCIAL CONDITION & LIQUIDITY**

  The Company enjoys a rating of "(CRISIL) AA- (pronounced double A minus)" from CRISIL Limited (CRISIL) for long term borrowings and "(CRISIL) A1+ (pronounced CRISIL A one plus)" for short term borrowings. Management believes that the Company's liquidity and capital resources should be sufficient to meet its expected working capital needs and other anticipated cash requirements.

  The position of liquidity and capital resources of the company is given below:-

(Rs. in Lakhs)

PARTICULARS	2025-26	2024-25
Cash and Cash Equivalents		
Beginning of the year	90	56
End of the year	98	90
Net Cash generated (used) by:-		
Operating activities	9,952	7,040
Investing activities	(1,377)	(3,194)
Financing activities	(8,567)	(3,812)

3. SHARE CAPITAL

The Authorized Share Capital of your Company as at March 31, 2026 stands at Rs. 25,00,00,000 divided into 2,50,00,000 Equity Shares of Rs. 10/- each. As at March 31, 2026, the Issued, Subscribed and Paid-up Equity Share Capital of the Company stood at Rs. 20,73,20,640 divided into 2,07,32,064 Equity Shares of Rs. 10/- each.

There was neither any issue of Equity shares with differential rights as to dividend, voting or otherwise nor grant of any stock options or sweat equity under any scheme during the year under review. As on March 31, 2026, none of the Directors of the Company was holding any instrument convertible into Equity Shares of the Company.

4. DIVIDEND

Based on the Company's performance, wherein, it has earned a Net Profit of Rs. 11,173 Lakhs, your Board recommends a dividend of Rs. 20/- per Equity Share of Rs. 10/- each (i.e. 200%) for the approval of the members at the ensuing Annual General Meeting. The final dividend on Equity Shares, if declared by the members would involve a cash outflow of around Rs. 4,146.41 Lakhs.

The dividend once approved by the members will be payable to those members whose name appear in the Register of members as on the record date. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, September 22, 2026 to Monday, September 28, 2026 (both days inclusive) and the record date will be Monday, September 21, 2026 for the purpose of payment of dividend for the financial year 2025-2026.

DIVIDEND DISTRIBUTION POLICY:

In terms of Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Board has formulated and adopted the Dividend Distribution Policy. The Policy is available on the website of the Company at
https://www.montecarlocorporate.com/investor-relation/policies-code.

5. TRANSFER TO RESERVES

The General Reserve of the Company stood at Rs. 38087.00 Lakhs as at March 31, 2026. There is no transfer to reserves during the year under review.

6. SUBSIDIARY, JOINT VENTURES OR ASSOCIATE COMPANIES

Your Company does not have any Joint Ventures or Associate Company. The company has 2 (Two) wholly owned unlisted subsidiaries namely MCFL Ventures Limited ("Formerly named as Monte Carlo Home Textiles Limited") and MCFL Energy Projects Private Limited.

7. **MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THIS REPORT:-**

There are no material changes or commitments, affecting the financial position of the Company which has occurred between the end of the financial year of the Company i.e. March 31, 2026 and the date of this report.

8. **REPORTING OF FRAUDS:**

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

9. **BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL**

As on March 31, 2026, The Board of Directors presently consists of 12 (Twelve) Directors including a Chairman & Managing Director (Executive), 4 (Four) Executive Directors, 1 (One) Non Executive Non Independent Director and 6 (Six) Independent Directors. The Board consists of a balanced profile having specialization in different fields that enable them to address various business needs of the Company, while placing very strong emphasis on corporate governance.

Directors:

a) **Women Directors:**

In terms of the provision of Section 149 of the Companies Act, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), your Company has 3 (Three) Women Directors on the Board namely Smt. Ruchika Oswal (DIN:00565979), Smt. Monica Oswal (DIN:00566052) and Dr. Prem Lata Singla (DIN: 09674172).

b) **Independent Directors:**

Sr. No.	DIN	Name of Director	Appointment/ Cessation	Date of Appointment/ Cessation	Reason for cessation
1.	01790672	Mr. Manikant Prasad Singh	**Appointment**	01.02.2022	-
2.	07481899	Mr. Parvinder Singh Pruthi	**Appointment**	01.02.2022	-
3.	06443747	Dr. Roshan Lal Behl	**Re-appointment**	05.08.2024	-
4.	02012337	Dr. Yash Paul Sachdeva	**Appointment**	27.06.2024	-
5.	09546925	Dr. Anchal Kumar Jain	**Appointment**	27.06.2024	-
6.	09674172	Dr. Prem Lata Singla	**Appointment**	30.08.2024	-

During the year under review, there were no changes in the directors.

Declaration of independence from Independent Directors

The Company has received the following declarations from all the Independent Directors confirming that:

- They meet the criteria of independence as prescribed under the provisions of the Act, read with the Schedules and Rules issued thereunder, as well as of Regulation 16 of the Listing Regulations.
- In terms of Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, they have registered themselves with the Independent Director's database maintained by the Indian Institute of Corporate Affairs, Manesar.
- In terms of Regulation 25(8) of the Listing Regulations, they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties. In terms of Regulation 25(9) of the Listing Regulations, the Board of Directors has ensured the veracity of the disclosures made under Regulation 25(8) of the Listing Regulations by the Independent Directors of the Company.

c) **Retirement by Rotation**

In accordance with the provisions of Section 152(6) of the Companies Act, 2013, Sh. Dinesh Gogna (DIN: 00498670), Director and Sh. Sandeep Jain (DIN: 00565760), Executive Director of the Company, being longest in the office since their last appointments/ re-appointments, shall retire at the forthcoming Annual General Meeting and being eligible offers themselves for re-appointment, on the same terms and conditions on which they were appointed/ re-appointed.

In compliance with Regulation 36 of Listing Regulations and Secretarial Standard-2 on General Meetings, brief resumes of all the Directors proposed to be appointed / re-appointed are attached along with the Notice calling the ensuing Annual General Meeting.

d) **Details of Familiarization Programme:**

The details of the programmes for familiarisation of Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the business model and related matters are posted on the website of the Company at https://www.montecarlocorporate.com/Pdfs/familarization%20program%202024-251739613900.pdf

e) **Key Managerial Personnel (KMP's)**

The following persons are the Key Managerial Personnel (KMP's) of the Company as on March 31, 2026 in terms of provisions of Section 203 of the Companies Act, 2013 and rules made thereunder:

Names of KMP's	Designation
Sh. Jawahar Lal Oswal	Chairman & Managing Director
Sh. Sandeep Jain	Executive Director
Smt. Ruchika Oswal	Executive Director
Smt. Monica Oswal	Executive Director
Sh. Rishabh Oswal	Executive Director
Sh. Raj Kapoor Sharma	Chief Financial Officer
Sh. Ankur Gauba	Company Secretary

10. NUMBER OF BOARD MEETINGS HELD

The Board meets at regular intervals to discuss and decide on policy and strategy apart from other business discussions. However, in case of a special and urgent business need, the Board's approval is taken by passing resolution(s) through circulation, as permitted by law, which is confirmed in the subsequent Board Meeting.

During the Financial Year 2025-2026, the Board met on 4 (Four) occasions viz. May 26, 2025; August 06, 2025; November 12, 2025 and January 28, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

11. COMMITTEES OF THE BOARD

The Company has constituted the following committees in compliance with the Companies Act, 2013 and the Listing Regulations.

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Stakeholders Relationship Committee;
4. Corporate Social Responsibility Committee;
5. Share Transfer Committee and
6. Risk Management Committee.

All these Committees have been established as a part of the best corporate governance practices. There have been no instances where the Board has not accepted any recommendation of the aforesaid Committees. The details in respect to the Compositions, Powers, Roles, and Terms of Reference etc. are provided in the Corporate Governance Report forming part of this Report.

12. ANNUAL BOARD EVALUATION

In line with the provisions of the Companies Act, 2013 and SEBI Guidance Note on Board evaluation issued on January 5, 2017 read with relevant provisions of the SEBI Listing Regulations, 2015, the Board has carried out an annual evaluation of the Directors individually, of the Chairman and of the Board as a whole. The performance of the Directors was evaluated through a separate meeting of the Independent Directors. The Board evaluated the effectiveness of its functioning, that of the Committees and of individual Directors, after taking feedback from the Directors and committee members.

Separate meetings of Independent Directors were held on November 12, 2025 and January 28, 2026, to review the performance of the Chairman of the Company and performance of Non-Independent Directors, performance of the Board and Committee as a whole, taking into account the views of Executive Directors and the Non-Executive Directors. The performance of the Independent Directors was evaluated by the entire Board except the person who is being evaluated, in the meeting held on January 28, 2026.

13. PUBLIC DEPOSIT

During the year under review, your Company has not accepted any deposits as envisaged under Section 73 of the Companies Act, 2013 and rules made thereunder.

14. INTERNAL FINANCIAL CONTROL AND ITS ADEQUACY

Your Company has an adequate system of internal financial control commensurate with its size and scale of operations, procedures and policies, ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

Based on the framework of Internal Financial Controls and compliance systems established and maintained by the Company, work performed by the Internal Auditors, Statutory Auditors and Secretarial Auditors and External Consultants, including audit of internal financial controls over financial reporting by the Statutory Auditors, and the reviews performed by the management and the Audit Committee, the Board is of the opinion that Internal Financial Controls of the Company were adequate and effective during the year under review.

15. BUSINESS RISK MANAGEMENT

Pursuant to Section 134(3) (n) of the Companies Act, 2013, your management at regular intervals evaluates various risks faced by the Company which could affect its business operations or threaten its existence. Major risks identified by the businesses and functions from time to time are systematically addressed through mitigating actions on a continuing basis.

16. CORPORATE SOCIAL RESPONSIBILITY (CSR)

Your Board has constituted a CSR Committee under Section 135 of the Companies Act, 2013. As per the adopted CSR policy, the Company is committed to certain CSR initiatives in the fields of Medical Relief and Research, Environmental Sustainability, Education and Social Upliftment etc., in collaboration with its Group Companies through the Implementing Agency i.e Oswal Foundation. The said policy is available at website of the company at link: https://www.montecarlocorporate.com/investor-relation/policies-code

The Company carries on its CSR activities through Oswal Foundation along with the other group companies. The Company discharges its CSR liability by either contributing the amount to the said foundation or making a provision by way of CSR reserve.

The Company was required to spend Rs. 238.00 Lakhs on account of its liability towards Corporate Social Responsibility (CSR) for the financial year 2025-26 and the Company has fulfilled its entire CSR obligation by donating Rs. 238.00 Lakhs to Oswal Foundation, thus complying with the provisions of section 135 of the Companies Act, 2013.

The Annual Report on CSR activities as required under Companies (Corporate Social Responsibility Policy) Rules, 2014 including a brief outline of the Company's CSR Policy is annexed as **Annexure-A** hereto and forms part of this report.

17. NOMINATION AND REMUNERATION POLICY

The Nomination and Remuneration Policy adopted by the Company lays down a framework in relation to selection, appointment/ reappointment of Directors, Key Managerial Personnel and Senior Management alongwith their remuneration. It also lays down criteria for determining qualifications, positive attributes, independence of director(s) and other matters provided under sub section (3) of section 178 of the Companies Act, 2013. The said Policy is available on the website of the Company at following link: https://www.montecarlocorporate.com/investor-relation/policies-code

As mandated by proviso to Section 178(4) of the Companies Act, 2013, salient features of Nomination and Remuneration Policy is annexed as **Annexure- B** hereto and forms part of this report.

18. RELATED PARTY TRANSACTIONS

All the transactions entered into by the Company with its related parties, during the year under review were in the "ordinary course of the business" and on "an arm's length basis", none of which was "material" in accordance with the Company's Related Party Transactions Policy. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3) (h) of the Companies Act, 2013 in Form AOC-2 is annexed as **Annexure-C**. Further there are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large.

Prior approval of the Audit Committee was also obtained for all the transactions entered into during the year 2025-26 by the Company with its Group Companies. The details of all the related party transactions were placed before the Audit Committee and Board for its consideration and ratification on quarterly basis.

The details of the transactions entered with Related Parties during the year are provided in the Company's Financial Statements at Note No. 42 of the Notes to Accounts in accordance with the relevant Accounting Standard.

Your Company has framed a Policy on Related Party Transactions for purpose of identification and monitoring of such transactions in line with the requirements of the Companies Act, 2013 and Listing Regulations and the said policy is available at website of the company at link: https://www.montecarlocorporate.com/investor-relation/policies-code

19. PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS

The Company has not granted any loans, or provided any guarantee or security that are covered under the provisions of Section 185 of the Companies Act, 2013. In respect of loans given and investments made by the Company during the year, the Company has complied with the provisions of Section 186 of the Companies Act, 2013. The detail of investments made by the Company is given in the notes to the Financial Statements.

20. EXTRACTS OF ANNUAL RETURN

As per the requirements of Section 92(3) of the Act and Rules framed thereunder, the extract of the Annual Return for FY 2025-26 is available on the website of the Company and can be accessed under section "Annual Returns" at link: https://www.montecarlocorporate.com/investor-relation/shareholding-information

21. INSURANCE

Your Company has taken adequate comprehensive insurance policy for its assets against foreseeable perils like fire, flood, public liability, marine, etc. The Company has also taken Directors and Officers Liability insurance policy.

22. INTERNAL CONTROL SYSTEM & ITS ADEQUACY

Your Company has developed a well defined Internal Control System commensurate with the size, scale and complexity of its operations. The internal audit function is entrusted to M/s S. Tandon and Associates, Chartered Accountants, who were appointed as Internal Auditors by the Board in terms of Section 138 of the Companies Act, 2013 and rules made thereunder. The Internal Auditors monitors and evaluates adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Significant audit observations are addressed to the Audit Committee and the Committee thereafter reviews the adequacy and effectiveness of the internal control systems and suggests various measures to improve and strengthen the same.

23. CORPORATE GOVERNANCE

The Company is committed to follow the best Corporate Governance practices, including the requirements under the SEBI Listing Regulations and the Board is responsible to ensure the same from time to time. The Company has duly complied with the Corporate Governance requirements. Further a separate section on Corporate Governance in compliance with the provisions of Regulation 34 of the Listing Regulations read with Schedule V of the said regulations alongwith a Certificate from a Practicing Company Secretary confirming that the Company is and has been compliant with the conditions stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 forms part of the Annual Report.

24. AUDITORS

Statutory Auditors & Auditor's Report

The Members of the company in the 14th Annual General Meeting (AGM) held on September 28, 2022 has appointed M/s Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No. 015125N) as Statutory Auditors for a period of 5 years, i.e. to hold office from the conclusion of the 14th AGM of the company till the conclusion of the 19th AGM of the company.

During the year under review, there were no frauds reported by Auditors under Section 143 (12) of Companies Act, 2013. The Auditor's Report on the Annual Accounts of the Company for the year under review is self-explanatory and requires no comments. Further, there are no qualifications in the report that calls for Board's explanation.

Cost Auditor

In terms of the Companies (Cost Records and Audit) Amendment Rules, 2014, the Company is not covered under the purview of Cost Audit.

Secretarial Auditor

In terms of Section 204 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the members of the Company in the 17th Annual General Meeting (AGM) held on September 29, 2025 has appointed M/s. P.S. Dua & Associates, Company Secretaries (CP No. 3934), as Secretarial Auditor of the Company for a period of five (5) consecutive years, commencing from Financial year 2025- 26 to Financial Year 2029-30, to conduct a Secretarial Audit of the Company and to furnish the Secretarial Audit Report.

There has been no qualification, reservation, adverse remark or disclaimer given by the Secretarial Auditor in his Report for the year under review reported. The Secretarial Audit Report is annexed as **Annexure-D** to this Report.

25. LISTING OF EQUITY SHARES

The Equity Shares of the Company are listed on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) and the listing fees for the Financial Year 2025-2026 have been duly paid to both the Stock Exchanges.

26. VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The Company has formulated a Vigil Mechanism/ Whistle blower Policy to encourage employees to report matters about unethical behavior, actual or suspected fraud or violation of Company's code of conduct without the risk of subsequent victimisation and discrimination. The details of the same are explained in the Corporate Governance Report and the said policy is also available on the website of the Company at link: https://www.montecarlocorporate.com/investor-relation/policies-code

27. DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has adopted a policy against sexual harassment and constituted an Internal Compliant Committee in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder. During the Financial Year 2025-26, the Company has not received any complaints on the same and hence, no complaint was pending as at March 31, 2026.

Number of complaints of sexual harassment received in the year	NIL
Number of complaints disposed off during the year	NIL
Number of cases pending for more than ninety days	NIL

28. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

As per SEBI Listing Regulations, Management Discussion and Analysis, Corporate Governance Report and Practicing Company Secretary's Certificate regarding compliance of conditions of Corporate Governance forms part of this Annual Report.

Pursuant to Regulation 34 of the SEBI Listing Regulation, the Management Discussion and Analysis is presented in a separate section forming part of this Annual Report. As required under the provisions of the SEBI Listing, the Audit Committee of the Company has reviewed the Management Discussion and Analysis report of the Company for the year ended 31st March, 2026.

29. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

In accordance with the SEBI Listing Regulations, the Business Responsibility & Sustainability Report (BRSR) describes the performance of the Company on environmental, social and governance aspects and are available on the Company's website and can be accessed at:

https://www.montecarlocorporate.com/investor-relation/BUSINESS%20RESPONSIBILITY%20AND%20SUSTAINABILITY%20REPORT

30. CORPORATE GOVERNANCE

Your Company is committed to adhere to the best practices & highest standards of Corporate Governance. It is always ensured that the practices being followed by the Company are in alignment with its philosophy towards corporate governance. In your Company, prime importance is given to reliable financial information, integrity, transparency, fairness, empowerment and compliance with law in letter & spirit. Your Company proactively revisits its governance principles and practices as to meet the business and regulatory needs.

The Company has complied with the Corporate Governance Code as stipulated under the Listing Regulations. The Report on Corporate Governance in accordance with Regulation 34(3) read with Para C of Schedule V of SEBI (LODR) Regulations, 2015 forms integral part of this Report. The requisite certificate from the Practicing Company Secretary confirming compliance with the conditions of corporate governance is attached to the Report on Corporate Governance.

31. NO DEFAULT

The Company has not defaulted in payment of interest and/ or repayment of loans to any of the financial institutions and/ or banks during the year under review.

32. DISCLOSURE OF REMUNERATION OF DIRECTORS AND EMPLOYEES OF THE COMPANY

Information as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in Rule 5(2) and 5(3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure-E** hereto and forms part of this report.

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

The information on Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo pursuant to Section 134(3) (m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is annexed as **Annexure-F** hereto and forms part of this report.

34. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETINGS

During the year under review, your Company has duly complied with the applicable provisions of the Secretarial Standards.

35. HUMAN RESOURCE & INDUSTRIAL RELATIONS

During the year under review, your Company enjoyed cordial relationship with the workers and employees at all levels of the organisation. A detailed section on Human Resources/Industrial Relations is provided in the Management Discussion and Analysis Report, which forms part of this Annual Report.

36. INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013, read with IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the Rules'), all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF established by the Central Government after the completion of seven years from the date of transfer to the Unpaid Dividend Account of the Company. The shareholders whose dividends have been transferred to the IEPF Authority can claim their dividend from the authority. The details of these Unclaimed Dividend / Shares required to be transferred to the IEPF Authority are also provided on the website of the Company at www.montecarlocoporate.com.

During the year 2025-26, the unclaimed or unpaid dividend relating to the financial year 2017-2018 has been remitted to Investor Education and Protection Fund established by the Central Government. Further according to the Rules, the shares in respect of which dividend has not been paid or claimed by shareholders for seven consecutive years or more shall also be transferred to the IEPF Authority. The Company has sent notice to all shareholders whose shares are due to be transferred to the IEPF Authority and has also published requisite advertisement in the newspapers in this regard.
During the year under review the company has transferred to IEPF: -

Particulars	Details
Outstanding balance of Unclaimed Dividend 2017-18 refund account (in Rs)	3,55,428

37. STATEMENT WITH RESPECT TO COMPLIANCE OF THE PROVISIONS RELATING TO THE MATERNITY BENEFIT ACT 1961

The Company has duly complied with the provisions of the Maternity Benefit Act, 1961 during the year under review. All eligible female employees have been extended maternity benefits, including leave and wages, as per the statutory requirements. The Company remains committed to upholding employee welfare and ensuring a safe and inclusive workplace in accordance with applicable laws.

38. DIRECTOR'S RESPONSIBILITY STATEMENT

In compliance of Section 134(3)(c) of the Companies Act, 2013, it is hereby confirmed that:

a) In the preparation of the annual accounts for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures;

b) The directors have 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 of the Company for that period;

c) The directors have 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) The directors have prepared the annual accounts on a going concern basis;

e) The directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

f) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

39. GENERAL DISCLOSURES

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:-

(i) Significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

(ii) Change in nature of Business of Company.

(iii) No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year alongwith their status as at the end of the financial year is not applicable; and

(iv) The requirement to disclose the details of difference between amount of the valuation done at the time of onetime settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable.

40. ACKNOWLEDGEMENT & APPRECIATION

Your Board is grateful to express its deep sense of gratitude and appreciation to all the Shareholders, Customers, Vendors, Bankers, Financial Institutions and Business Associates of the Company for their continued support during the relevant financial year. Your Board acknowledges support and cooperation received from all the regulatory authorities of the Central Government and State Government respectively.

It also express its sincere appreciation of the employees at all levels for being encouraged to meet several challenges encountered and look forward to their valuable support and commitment in the times ahead.

For and on behalf of Board of Directors

Place: Ludhiana
Date: August 5, 2026

Jawahar Lal Oswal
Chairman & Managing Director
(DIN: 00463866)

ANNEXURE-A TO THE DIRECTORS REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2025-26:

1. **Brief Outline on CSR Policy of the Company:**

   Pursuant to the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the CSR Committee formulated the Corporate Social Responsibility Policy (CSR Policy) and recommended the same to the Board of Directors of the Company for its approval. The Board of Directors in their meeting held on 06.08.2015 has adopted the CSR Policy as recommended by CSR Committee. Under the CSR Policy, Company through Oswal Foundation, a Registered Society along with other Group Companies, will broadly focus on medical relief and research, Environment Protection / Sustainability, Promoting Education, Social Upliftment and / or any other activity as envisaged in the Companies Act, 2013. The CSR policy is also available on the Company's website i.e www.montecarlocorporate.com.

2. **Composition of CSR Committee:**

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Sh. Jawahar Lal Oswal	Chairman	4	4
2.	Sh. Dinesh Gogna	Member	4	4
3.	Dr. Roshan Lal Behl	Member	4	4

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

Composition of CSR committee	https://www.montecarlocorporate.com/Pdfs/composition%20of%20comittee1739621925.pdf
CSR Policy	https://www.montecarlocorporate.com/Pdfs/CORPORATE-SOCIAL-RESPONSIBLITY-POLICY1574676509.pdf
CSR projects approved by the board	https://www.montecarlocorporate.com/Pdfs/CSR%20project%202025-261785128383.pdf

4. **Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).** The Company has been conducting internal impact assessments to monitor and evaluate its strategic CSR programs.

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**

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set off for the financial year, if any (in Rs)
NIL			

6. **Average net profit of the company as per section 135(5): Rs 11,860.36 Lakhs**

7. (a) Two percent of average net profit of the company as per section 135(5): **Rs 238.00 Lakhs**

   (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): **Rs 238.00 Lakhs**

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

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

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	
Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project	Project duration	Amount allocated for the project (in Rs.)	Amount spent in the current financial Year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State	District					Name	CSR Registration number
NOT APPLICABLE											

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sr. No.	Name of the Project	Item from the list of activities in scheduleVII to the Act.	Local area (Yes/ No)	Location of the project		Amount spent for the project (in Rs Lakhs)	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State	District			Name	CSR Registration Number
1.	Donation to Oswal Foundation	Preventive Health care	Yes	Punjab	Ludhiana	238.00	No	Oswal Foundation	CSR00000145

(d) Amount spent in Administrative Overheads: **Nil**

(e) Amount spent on Impact Assessment, if applicable: **Nil**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): **Rs 238.00 lakhs**

(g) Excess amount for set off, if any

Sr. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	NIL
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the Financial year [(ii) – (i)]	
(iv)	Surplus arising out of the CSR Projects or programmes or activities of the previous Financial Years	
(v)	Amount Available for set off in succeeding financial years [(iii) – (iv)]	

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

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	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 Rs.)
				Name of the Fund	Amount (In Rs)	Date of Transfer	
1.	2024-2025	--	--	--	--	--	--
2.	2023-2024	--	--	--	--	--	--
3.	2022-2023	--	--	--	--	--	--

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

Sr. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in Rs.)	Amount spent on the project in the reporting Financial Year (in Rs)	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
NOT APPLICABLE								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): Not Applicable

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Not Applicable

For and on behalf of Board of Directors

Place: Ludhiana
Date: August 5, 2026

Jawahar Lal Oswal
Chairman & Managing Director
(DIN: 00463866)

ANNEXURE-B TO THE DIRECTORS REPORT

SALIENT FEATURES OF THE NOMINATION AND REMUNERATION POLICY [As per proviso to Section 178(4) of the Companies Act, 2013]

APPLICABILITY

This Policy is applicable to:

a. Directors (Executive, Non-Executive and Independent)

b. Key Managerial Personnel (KMP)

c. Senior Management Personnel

d. Other employees as may be decided by the Committee ("NRC")

OBJECTIVE

The Policy provides criteria for:

1. Determining qualifications, positive attributes and independence of a Director;
2. Performance evaluation of Independent Directors, non- independent Directors, Chairman and the Board;
3. Remuneration of Directors, Key Managerial Personnel, Senior Management Personnel and other employees, as may be decided by the Committee.

PROVISIONS RELATING TO REMUNERATION OF MANAGING DIRECTOR, KEY MANAGERIAL PERSONNEL, SENIOR MANAGEMENT PERSONNEL AND OTHER EMPLOYEES

The following are the guiding factors

- The scope of duties, the role and nature of responsibilities;
- The level of skill, knowledge, experience, local factors and expectations of individual;
- The Company's performance, long term strategy and availability of resources;
- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors, KMPs, Senior Management Personnel and other employees of the quality required to run the Company successfully; and
- Relationship of remuneration to performance is clear and meets appropriate performance benchmark.

PROVISIONS RELATING TO REMUNERATION OF NON-EXECUTIVE / INDEPENDENT DIRECTOR(S)

The following are the guiding factors:

- The amount of sitting fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force and as decided by the Board from time to time.
- The Non-Executive/ Independent Director(s) may also receive remuneration / compensation / commission etc as per criteria/limit thereof prescribed under Companies Act, 2013 and rules made thereunder.
- Any increase in the maximum aggregate remuneration payable beyond permissible limit under the Companies Act, 2013 shall be subject to the approval of the Shareholders', as may be applicable.

EVALUATION

The evaluation will be done on following parameters:

1. Role which he/she is expected to play, internal Board Relationships to make decisions objectively and collectively in the best interest of the Company to achieve organizational successes and harmonizing the Board;
2. Attendance and contribution at Board and Committee meetings;
3. Subject expertise, skills, behavior, experience, leadership qualities, understanding of business and strategic direction to align company's values and standards;
4. Ability to monitor the performance of management and satisfy himself with integrity of the financial controls and systems in place by ensuring right level of contact with external stakeholders;

5. Vision on Corporate Governance and Corporate Social Responsibility;
6. Ability to create a performance culture that drives value creation and a high quality of discussions;
7. Effective decision making ability to respond positively and constructively to implement the same to encourage more transparency;
8. Open channels of communication with executive management and other colleague on Board to maintain high standards of integrity;
9. Contribution to enhance overall brand image of the Company.

ANNEXURE-C TO THE DIRECTORS REPORT

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.

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

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

   During the Financial Year 2025-26, the Company had not entered into any contract/ arrangement/ transaction with its related parties which is not in ordinary course of business or at arm's length.

   (a) Name(s) of the related party and nature of relationship: **Not Applicable**

   (b) Nature of contracts/arrangements/transactions: **Not Applicable**

   (c) Duration of the contracts/arrangements/transactions: **Not Applicable**

   (d) Salient terms of the contracts or arrangements or transactions including the value, if any: **Not Applicable**

   (e) Justification for entering into such contracts or arrangements or transactions: **Not Applicable**

   (f) Date of approval by the Board: **Not Applicable**

   (g) Amount paid as advances, if any: **Not Applicable**

   (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: **Not Applicable**

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

   All the transactions entered into by the Company with its related parties, during the year under review were in the "ordinary course of the business" and on "an arm's length basis", none of which was "material" in accordance with the Company's Related Party Transactions Policy.

   (a) Name(s) of the related party and nature of relationship: **Not Applicable**

   (b) Nature of contracts/arrangements/transactions: **Not Applicable**

   (c) Duration of the contracts/arrangements/transactions: **Not Applicable**

   (d) Salient terms of the contracts or arrangements or transactions including the value, if any: Not Applicable

   (e) Date(s) of approval by the Board, if any: **Not Applicable**

   (f) Amount paid as advances, if any: **Not Applicable**

For and on behalf of Board of Directors

Place: Ludhiana
Date: August 5, 2026

Jawahar Lal Oswal
Chairman & Managing Director
(DIN: 00463866)

ANNEXURE-D TO THE DIRECTORS REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2026
[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
Monte Carlo Fashions Limited
B-XXIX-106, G.T. Road, Sherpur
Ludhiana-141003, Punjab.
(CIN: L51494PB2008PLC032059)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Monte Carlo Fashions 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, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on 31st March, 2026 (Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

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

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

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

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- There was no Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings as per the information provided to us.

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- Not applicable to the Company during the period under review.
d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- Not Applicable to the Company during the Review Period.
e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - Not Applicable to the Company during the Review 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 - Not Applicable as the Company is not registered as Registrars to an Issue and Share Transfer Agents;
g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - Not applicable to the Company during the period under review.
h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - Not Applicable to the Company during the period under review.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

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

During the period under review, as per the explanations and clarifications given to us and the representations made by the management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards.

We further report that we have relied on the representations/filings made with Stock Exchanges, Ministry of Corporate Affairs ["MCA"], and other documents provided by the Company, its officers and certify on the examination of the same on test check basis that the Company has complied with the following laws applicable specifically to the Company as identified and confirmed by the management:

1. The Factories Act, 1948;
2. The Payment of Wages Act, 1936 and The Payment of Wages (Amendment) Act, 2017;
3. The Payment of Bonus Act,1965 and The Payment of Bonus (Amendment) Act, 2015;
4. The Payment of Gratuity Act, 1972;
5. The Industrial Employment (Standing Orders) Act, 1946;
6. The Industrial Disputes Act, 1947;
7. The Employees' State Insurance Act, 1948;
8. The Employees' Provident Funds and Miscellaneous Provisions Act, 1952;
9. The Environment (Protection) Act, 1986;
10. Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016;
11. The Water (Prevention And Control of Pollution) Act, 1974;
12. The Air (Prevention And Control of Pollution) Act, 1981;
13. The Boilers Act, 1923 and The Indian Boilers (Amendment) Act, 2007.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice was given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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.

All the decisions of the Board of Directors were approved unanimously or by majority and were recorded as part of the minutes.

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

We further report that

1. The name of the Wholly-owned Subsidiary of the Company has been changed from Monte Carlo Home Textiles Limited to MCFL Ventures Limited as per Certificate of Incorporation issued by the Ministry of Corporate Affairs dated July 2, 2025.
2. The Company incorporated a wholly owned subsidiary, MCFL Energy Projects Private Limited (CIN: U35105PB2026PTC066950), on January 19, 2026 during the financial year under review.

Place: Ludhiana
Date: August 5, 2026

For P.S. Dua & Associates
(Company Secretaries)

P.S. Dua
Proprietor
Membership No: FCS No. 4552
Certificate of Practice No. 3934
Peer Review Certificate No. 7732/2026
UDIN: F004552H001025924

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 Secretarial Audit Report

To
The Members
Monte Carlo Fashions Limited
B-XXIX-106, G.T. Road, Sherpur
Ludhiana-141003, Punjab
(CIN: L51494PB2008PLC032059)

Based on audit, our responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("CSAS") prescribed by the Institute of Company Secretaries of India ("ICSI"). These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS. Our Report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained and relied on the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Ludhiana
Date: August 5, 2026

For P.S. Dua & Associates
(Company Secretaries)

P.S. Dua
Proprietor
Membership No: FCS No. 4552
Certificate of Practice No. 3934
Peer Review Certificate No. 7732/2026
UDIN: F004552H001025924

ANNEXURE-E TO THE DIRECTORS' REPORT

Disclosure in the Boards' Report under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment & Remuneration) Rules, 2014

1. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial Year 2025-26, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2025-26 are as under:

S. No.	Name & Designation of Director/ KMP	Remuneration for F.Y. 2025-2026 (Rs. in Lacs)	% Age increase in the remuneration in the F.Y. 2025-2026	Ratio of Remuneration to each director to median remuneration of employees
1.	Sh. Jawahar Lal Oswal Chairman & Managing Director	986	189.29	447.24
2.	Sh. Sandeep Jain Executive Director	279	7.49	126.40
3.	Smt. Ruchika Oswal Executive Director	86	0	38.88
4.	Smt. Monica Oswal Executive Director	86	-18.07	38.88
5.	Sh. Rishabh Oswal Executive Director	241	13.99	109.48
6.	Sh. Dinesh Gogna Non-Executive Director	1	$	0.45
7.	Dr. Roshan Lal Behl Non-Executive Independent Director	1	$	0.45
8.	Sh. Manikant Prasad Singh Non-Executive Independent Director	1	$	0.45
9.	Sh. Parvinder Singh Pruthi Non-Executive Independent Director	0.75	$	0.34
10.	Dr. Yash Paul Sachdeva Non-Executive Independent Director	1	$	0.45
11.	Dr. Anchal Kumar Jain Non-Executive Independent Director	1	$	0.45
12.	Dr. Prem Lata Singla Non-Executive Independent Director	1	$	0.45
13.	Sh. Raj Kapoor Sharma Chief Financial Officer	36	9.09	16.11
14.	Sh. Ankur Gauba Company Secretary	14	7.69	6.15

$ Details not given as the sitting fees has remained constant at Rs. 25,000/- per Board Meeting.

2. The median remuneration of employees of the Company during the financial year was at Rs. 2.20 Lakhs.
3. During the financial year, the median remuneration of employees increased by 7.84%.
4. There were 2,360 permanent employees on the rolls of Company as on March 31, 2026.
5. The average percentage increase in the salaries of employees other than the managerial personnel during the financial year 2025-26 was 7.27%, whereas managerial remuneration increased by 62.67%, primarily due to increase in remuneration and payment of commission to Sh. Jawahar Lal Oswal, keeping in view the improved business conditions.
6. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

STATEMENT OF PARTICULARS OF EMPLOYEES UNDER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31.03.2026.

A. DETAILS OF THE PERSONS EMPLOYED THROUGHOUT THE YEAR, WHO WERE IN RECEIPT OF REMUNERATION WHICH IN AGGREGATE WAS NOT LESS THAN RS 102 LAKHS PER ANNUM AND RS 8.50 LAKHS PER MONTH IS AS FOLLOWS:-

Name of Employees	Age in years	Designation	Qualification	Nature of Employ ment	Experience in Years	Date of Commence-ment of Employment	Remuneration (in Rs. Lakhs)	Last Employment Held
Sh. Jawahar Lal Oswal	83	Managing Director	Graduate	Full-time	62	01.07.2008	986	Oswal Woollen Mills Ltd.
Sh. Sandeep Jain	55	Executive Director	Graduate	Full-time	32	01.08.2012	279	Oswal Woollen Mills Ltd.
Sh. Rishabh Oswal	34	Executive Director	B.A. (Hons.), Executive MBA	Full-time	13	01.01.2015	241	Cotton County Retail Ltd.

B. STATEMENT SHOWING NAMES OF TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN DURING THE YEAR IS AS FOLLOWS:-

Name of Employees	Age in years	Designation	Qualification	Nature of Employ ment	Experience in Years	Date of Commence-ment of Employment	Remuneration (in Rs. Lakhs)	Last Employment Held
Sh. Jawahar Lal Oswal	83	Managing Director	Graduate	Full-time	62	01.07.2008	986	Oswal Woollen Mills Ltd.
Sh. Sandeep Jain	55	Executive Director	Graduate	Full-time	32	01.08.2012	279	Oswal Woollen Mills Ltd.
Sh. Rishabh Oswal	34	Executive Director	B.A. (Hons.), Executive MBA	Full-time	13	01.01.2015	241	Cotton County Retail Ltd.
Smt. Monica Oswal	55	Executive Director	Graduate	Full-time	26	10.08.2011	86	Oswal Woollen Mills Ltd.
Smt. Ruchika Oswal	55	Executive Director	Graduate	Full-time	26	10.08.2011	86	Oswal Woollen Mills Ltd.
Smt.Shruti Shukla	41	Head-Marketing/ (Ecommerce)	Post Graduate	Full-time	18	28.12.2019	44	Jasper Infotech Pvt Ltd. (Snapdeal.com)
Sh. Sumit Agrawal	48	Head-Production/ (Non-Woolen)	Graduate	Full-time	28	20.12.2015	40	Creative Line International Pvt. Ltd.
Sh. Ashish Ranjan Behuria	47	Head- Marketing/ (LFS)	Post Graduate	Full-time	24	21.07.2022	40	Jain Amar Clothing Pvt. Ltd.
Sh. Raj Kapoor Sharma	58	Chief Financial officer	B.com, C.A.	Full-time	32	01.07.2017	36	Vardhman Polytex Limited
Sh. Manish Chopra	48	Head-Production/ (Non-Woolen)	Graduate	Full-time	28	01.04.2011	36	Oswal Woollen Mills Ltd.

NOTES:

1. Sh. Jawahar Lal is father of Smt. Ruchika Oswal and Smt. Monica Oswal and grandfather of Sh. Rishabh Oswal and father-in-law of Sh. Sandeep Jain. Smt. Ruchika Oswal is spouse of Sh. Sandeep Jain.
2. Except as stated in Note No. 1, none of the other above mentioned persons are related to any Director and Key Managerial Personnel of the Company.
3. The remuneration as shown above includes, inter-alia, House Rent Allowance, Company's contribution to Provident Fund, incentives and other perquisites as per the Company's
4. None of the employee has drawn in excess of remuneration drawn by MD/ WTD and holds along with spouse and dependent children not less than 2% of the Equity Shares of the Company as on March 31, 2026.

For and on behalf of Board of Directors

Place: Ludhiana
Date: August 5, 2026

Jawahar Lal Oswal
Chairman & Managing Director
(DIN: 00463866)

ANNEXURE-F TO THE DIRECTORS' REPORT

Information on Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014.

A. CONSERVATION OF ENERGY

(i) The steps taken or impact on conservation of energy;

- Installation of energy efficient LED lights by replacing all conventional lights
- Regular Supervision and control are being maintained in areas where steps have already been taken for the conservation of energy.
- Replaced 100 KVA UPS resulting the energy efficiency increased to 96% from 80%.

(ii) The steps taken by the company for utilizing alternative source of energy;

In addition to the existing installed at the Registered Office, the Company has installed 188KW solar plant at Unit-1 and 240 KW solar plant at Unit-2 of the company.

(iii) The capital investment on energy conservation equipment: Nil

B. TECHNOLOGY ABSORPTION:

(i) The efforts made towards technology absorption;

The Company has been continuously improving on resource use efficiencies, especially that of common resources such as water, fuel and energy. The Company follows series of environmental performance indicators for monitoring natural resources consumption on per case basis and continual improvement is being achieved and sustained.

(ii) The benefits derived as result of the above efforts:

It has helped the Company tremendously in development of new products, and keeping its leading position in the market.

(iii) In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year)

The company has not imported technology in the sense required under sub column 3 of the form in as much as it has not sought nor received any import license or foreign exchange for the import of technology alone.

(iv) The expenditure incurred on Research & Development: Nil

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo in terms of actual outflows is as follows.

(Amount in Rs.)

	2025-2026	2024-2025
i) Total Foreign Exchange outgo	43,15,06,899.67	40,39,89,442.00
ii) Total Foreign Exchange earned	14,06,763.68	2,45,52,594.81

For and on behalf of Board of Directors

Place: Ludhiana
Date: August 5, 2026

Jawahar Lal Oswal
Chairman & Managing Director
(DIN: 00463866)

REPORT ON CORPORATE GOVERNANCE

[In terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')]

REPORT ON CORPORATE GOVERNANCE

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2026, in terms of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is a reflection of the principles embedded in its values, policies and day-to-day business practices, leading to sustainable and value-driven growth for the Company. Monte Carlo Fashions Limited (MCFL/ Company) is committed to maintain the highest standards of corporate governance, disclosure practices, professionalism, transparency and accountability in all its dealings which leads to increased operational efficiencies and growth as well as enhancing investor confidence. Beyond mere compliance the Company is committed towards taking initiative to enhance investors wealth in the long run. This is reflected in the well balanced and independent structure of Company's eminent and well represented Board of Directors ("Board"). The Company considers it absolutely essential to abide by the laws and regulations of the land in letter and spirit and is committed to the highest standards of corporate governance and be considered as a good corporate citizen of the Country. Our Corporate Governance framework ensures that we make timely disclosures and share accurate information regarding our financials, performance and operations of the Company.

CODE OF BUSINESS CONDUCT & ETHICS

The Company has adopted a Code of Conduct and Business Ethics for Directors and Senior Management of the Company, as required under Regulation 17(5) (a) of the Listing Regulations. The Company has received confirmations from the Directors and Senior Management regarding compliance with the Code for the year ended 31st March, 2026. A certificate from the Managing Director to this effect is attached to this Report. The Code has been displayed on the Company's website at https://www.montecarlocorporate.com/investor-relation/policies-code

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

As required by the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amended as per SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018, the Company has adopted a Code of Conduct for Prevention of Insider Trading. The Company Secretary acts as the Compliance Officer.

The Code of Conduct is applicable to Promoter(s), Director(s), Key Managerial Personnel ("KMP"), specified employees and other Connected Persons of the Company who are expected to have access to Unpublished Price Sensitive Information (UPSI) relating to the Company. All of them have a duty to safeguard the confidentiality of all such information obtained in the course of his or her work at the Company. These Codes are displayed on the website of the Company.

The Directors and Senior Management Personnel have affirmed compliance under this code. The Company is in compliance with the requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for Corporate governance.

1. BOARD OF DIRECTORS

The Company has a diversified Board, constituted in compliance with the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and in accordance with the best practices of Corporate Governance. The Board is entrusted with the ultimate responsibility of the management, directions and performance of the Company. The Company is managed by the Board of Directors in co-ordination with the Senior Management.

The Board of Directors meets at least once in every quarter and also as and when required. During the year under review, the Board met on 4 (Four) occasions viz. May 26, 2025, August 06, 2025, November 12, 2025 and January 28, 2026. The maximum gap between any two Board meetings was less than one hundred and twenty days.

A. The following table describes the composition and category of each director on the Board, their status, their attendance at the Board Meetings and the last Annual General Meeting ("AGM") together with the details of number of other directorships and Committee Membership(s)/ Chairmanship(s) of each Director as at March 31, 2026:

Name of the Director	Category of Director	No. of Board Meetings Attended	Attendance at AGM held on 29.09.2025	No. of Directorship[1]	No. of Committees[2] in which Chairman/ Member	
					Chairman	Member[3]
Sh. Jawahar Lal Oswal[4]	Promoter, Chairman & Managing Director	4 of 4	Present	9	-	-
Sh. Sandeep Jain[4]	Executive Director	4 of 4	Present	4	-	-
Smt. Ruchika Oswal[4]	Promoter, Executive Director	4 of 4	Present	4	-	-
Smt. Monica Oswal[4]	Promoter, Executive Director	4 of 4	Present	5	-	2
Sh. Rishabh Oswal[4]	Executive Director	3 of 4	Present	5	-	-
Sh. Dinesh Gogna	Non-Executive, Non Independent Director	4 of 4	Present	8	1	5
Dr. Roshan Lal Behl	Non-Executive Independent Director	4 of 4	Present	7	6	2
Sh. Manikant Prasad Singh	Non-Executive Independent Director	4 of 4	Present	-	-	-
Sh. Parvinder Singh Pruthi	Non-Executive Independent Director	3 of 4	Present	1	-	-
Dr. Yash Paul Sachdeva	Non-Executive Independent Director	4 of 4	Present	3	-	-
Dr. Anchal Kumar Jain	Non-Executive Independent Director	4 of 4	Present	3	-	2
Dr. Prem Lata Singla	Non-Executive Independent Director	4 of 4	Present	2	-	1

1. The number of directorships excludes directorship of Monte Carlo Fashions Limited, Private Companies, Foreign Companies and Companies incorporated under Section 8 of the Companies Act, 2013.
2. Chairmanship/ Membership of Committee only includes Audit Committee and Stakeholders Relationship Committee in Indian Public Limited Companies other than Monte Carlo Fashions Limited.
3. Numbers of memberships in Committees are inclusive of Chairmanship.
4. Smt. Ruchika Oswal and Smt. Monica Oswal are Daughters of Sh. Jawahar Lal Oswal, Sh. Sandeep Jain is related to Sh. Jawahar Lal Oswal being husband of Smt. Ruchika Oswal and Sh. Rishabh Oswal is grandson of Sh. Jawahar Lal Oswal.

B. The following table gives the names of the listed entities where the Directors of the Company are Directors and the Category of their respective directorship as on 31.03.2026:-

Name of the Director	Name of the listed companies in which the Director of the Company is a Director	Category of Directorship in the listed companies
Sh. Jawahar Lal Oswal	Nahar Industrial Enterprises Limited	Non-Executive Director
	Nahar Poly Films Limited	Non-Executive Director
	Nahar Spinning Mills Limited	Non-Executive Director
	Nahar Capital & Financial Services Limited	Non-Executive Director

Smt. Monica Oswal	Oswal Leasing Limited	Non-Executive Director
Sh. Dinesh Gogna	Nahar Industrial Enterprises Limited	Non-Executive Director
	Nahar Poly Films Limited	Non-Executive Director
	Nahar Spinning Mills Limited	Non-Executive Director
	Nahar Capital & Financial Services Limited	Non-Executive Director
	Oswal Leasing Limited	Non-Executive Director
Dr. Roshan Lal Behl	Nahar Industrial Enterprises Limited	Independent Director
	Nahar Spinning Mills Limited	Independent Director
	Nahar Capital & Financial Services Limited	Independent Director
	Nahar Poly Films Limited	Independent Director
	Oswal Leasing Limited	Independent Director
Sh. Parvinder Singh Pruthi	Nahar Industrial Enterprises Limited	Independent Director
Dr. Yash Paul Sachdeva	Nahar Capital And Financial Services Limited	Independent Director
	Nahar Spinning Mills Ltd	Independent Director
	Nahar Industrial Enterprises Limited	Independent Director
Dr. Anchal Kumar Jain	Nahar Poly Films Limited	Independent Director
	Nahar Spinning Mills Ltd	Independent Director
	Nahar Industrial Enterprises Limited	Independent Director
Dr. Prem Lata Singla	Nahar Poly Films Limited	Independent Director
	Nahar Industrial Enterprises Limited	Independent Director

C. SHAREHOLDING DETAILS OF DIRECTORS AS ON MARCH 31, 2026:

The detail of the Directors shareholding in the Company is given as follows:

Name of Directors*	No. of Shares
Sh. Jawahar Lal Oswal	105059
Smt. Ruchika Oswal	515838
Smt. Monica Oswal	515837
Sh. Rishabh Oswal	10500
Sh. Dinesh Gogna	2000

*None of the other Directors holds any share of the Company.

D. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The Company on appointment of an Independent Director, issues a formal Letter of Appointment setting out the terms of appointment, duties and responsibilities. The Company in terms of Regulation 25(7) of Listing Regulations, has also put in place a system to familiarize the Independent Directors of their roles, rights, responsibilities, nature of industry in which the Company operates, business model of the Company and the ongoing events relating to the Company. It aims to provide the Independent Directors an insight into the Company's functioning and to help them to understand its business in depth, so as to enable them to contribute significantly during the deliberations at the Board and Committee meetings. The details of Familiarization Programme imparted to Independent Directors during the year can also be accessed from the company's website at link: https://www.montecarlocorporate.com/Pdfs/familarization%20program%202024- 251739613900.pdf

Directors and Officers Insurance ('D&O')

In line with the requirements of Regulation 25(10) of the Listing Regulations, the Company has taken adequate D&O insurance for directors, officers and employees of the Company.

E. CORE SKILLS/EXPERTISE/COMPETENCIES OF THE BOARD MEMBERS

The Board comprises of qualified members who possess required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees.

The following skills / expertise / competencies have been identified for the effective functioning of the Company and are currently available with the Board:

- Business Dynamics, Research & Development and Innovation
- Strategy and planning
- Leadership / Operational experience
- Financial, Regulatory / Legal & Risk Management
- Corporate Governance

While all the Board members possess the skills identified, their area of core expertise is given below:

Name of Director	Area of Expertise
Sh. Jawahar Lal Oswal	Business Dynamics, Research & Development and Innovation Strategy and planning Leadership / Operational experience Financial, Regulatory / Legal & Risk Management Corporate Governance
Sh. Sandeep Jain	Business Dynamics, Research & Development and Innovation Strategy and planning Leadership / Operational experience Corporate Governance
Smt. Ruchika Oswal	Business Dynamics, Research & Development and Innovation Strategy and planning
Smt. Monica Oswal	Business Dynamics, Research & Development and Innovation Strategy and planning
Sh. Rishabh Oswal	Business Dynamics, Research & Development and Innovation Strategy and planning Leadership / Operational experience Financial, Regulatory / Legal & Risk Management
Sh. Dinesh Gogna	Strategy and planning Financial, Regulatory / Legal & Risk Management Corporate Governance
Dr. Roshan Lal Behl	Financial, Regulatory / Legal & Risk Management Corporate Governance
Sh. Manikant Prasad Singh	Financial, Regulatory / Legal & Risk Management Corporate Governance
Sh. Parvinder Singh Pruthi	Business Dynamics, Research & Development and Innovation Strategy and planning Financial, Regulatory / Legal & Risk Management
Dr. Yash Paul Sachdeva	Strategy and planning Financial, Regulatory / Legal & Risk Management
Dr. Anchal Kumar Jain	Corporate Governance Financial, Regulatory / Legal & Risk Management
Dr. Prem Lata Singla	Financial, Regulatory / Legal & Risk Management

F. INDEPENDENT DIRECTORS CONFIRMATION BY THE BOARD

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under

Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.

Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

G. RESIGNATION OF INDEPENDENT DIRECTOR

No Independent Director resigned from the Company during the financial year under review.

H. DIRECTORS' DIRECTORSHIPS/COMMITTEE MEMBERSHIPS

The number of Directorships and Committee positions held by the Directors are in conformity with the limits laid down in the Companies Act, 2013 and Listing Regulations, as on 31st March, 2026. As per Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, none of the directors were a member in more than ten committees or a chairman in more than five committees across all companies.

Further, As per Regulation 17A of the Listing Regulations, Independent Directors (IDs) of the Company do not serve as ID in more than seven listed companies. Further, the Managing Director of the Company does not serve as an ID in any listed entity.

I. BOARD MEETING PROCEDURES

The Board is presented with detailed notes, along with the agenda papers, well in advance of the meeting. All material information is incorporated in the agenda for facilitating meaningful and focused discussions at the meeting. Where it is not practical to attach any document to the agenda, the same is tabled before the meeting with specific reference to this effect in the agenda. In special and exceptional circumstances, additional or supplementary items on the agenda are permitted. The required information as enumerated in Part A of Schedule II of the Listing Regulations are regularly made available to the Board of Directors for discussion and consideration at Board Meetings.

J. INFORMATION SUPPLIED TO THE BOARD

Regular presentations are made to the Board of Directors covering Business Operations, Finance, Sales, and Accounts, Marketing, Compliances and other important business issues. The Annual Operating and Capital Budget(s) are approved by the Board of Directors. The Board spends considerable time in reviewing the actual performance of the Company vis- à-vis the approved budget.

2. COMMITTEES OF THE BOARD:

The Board of Directors has constituted various Committees of Board in accordance with the provisions of Companies Act, 2013 and the Listing Regulations to take informed decision in the best interest of the Company. These Committees monitor the activities falling within their terms of reference. These Committees play an important role in overall management of day to day affairs and governance of the Company. Details on the role and composition of these committees, including the no. of meetings held during the financial year and attendance at meetings are provided below:

(A) Audit Committee:

Audit Committee of the Board of Directors is entrusted with the responsibility to supervise the Company's financial reporting process and internal controls. The composition, quorum, powers, role and scope are in accordance with Section 177 of the Act and the provisions of Regulation 18 read with Part C of Schedule II of the Listing Regulations. It functions in accordance with its charter that defines its authority, responsibility and reporting function.

During the year under review, the Audit Committee met on 4 (four) occasions viz. May 26, 2025, August 06, 2025, November 12, 2025 and January 28, 2026 to deliberate on various matters. Not more than 120 days lapsed between any two consecutive meetings of the Audit Committee during the year. The necessary quorum was present at all the Meetings.

The composition of the Audit Committee and the attendance details of the Members for the financial year ended March 31, 2026 are given below:

Sr. No.	Name of the Director	Position	Category	No. of Meetings attended
1.	Dr. Yash Paul Sachdeva	Chairman	Non-Executive Independent	4
2.	Sh. Dinesh Gogna	Member	Non-Executive Non-Independent	4
3.	Dr. Roshan Lal Behl	Member	Non-Executive Independent	4
4.	Dr. Anchal Kumar Jain	Member	Non-Executive Independent	4

All the members of the Audit Committee have the requisite qualifications for appointment on the Committee and possess sound knowledge of accounting practices, taxation, financial and Internal controls.

The Head of Finance department, the representative(s) of Internal Auditors and the Statutory Auditors are permanent invitees in the meetings of the Committee and they have attended all the Audit committee meetings held during the year where the financial results are considered. The Company Secretary acts as the Secretary of the Committee.

The Chairman of the Audit committee was present through Video- Conferencing mode at the last Annual General Meeting of the Company held on September 29, 2025 for addressing shareholders queries.

Terms of Reference

The terms of reference of the Audit Committee are in line with Regulation 18 of the Listing Regulations and Section 177 of the Companies Act, 2013 and rules made thereunder. The brief description of the terms of reference of the Committee is described below:

Power of the Audit Committee:

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

Role of the Audit Committee

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
    a. 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;
    b. Changes, if any, in accounting policies and practices and reasons for the same;
    c. Major accounting entries involving estimates based on the exercise of judgment by management;
    d. Significant adjustments made in the financial statements arising out of audit findings;
    e. Compliance with listing and other legal requirements relating to financial statements;
    f. Disclosure of any related party transactions; and
    g. Qualifications in the draft audit report.

5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. 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 utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. 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;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. 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 the Board;
16. 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;
17. 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;
18. Reviewing the functioning of the Whistle Blower Policy / Vigil Mechanism;
19. Approval of appointment of Chief Financial Officer (CFO) 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;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

(B) Nomination and Remuneration Committee

The Nomination and Remuneration Committee is to oversee the Company's nomination process including succession planning for the senior management and the Board and specifically to assist the Board in identifying, screening and reviewing individuals qualified to serve as Executive Directors, Non-Executive Directors and determine the role and capabilities required for Independent Directors consistent with the criteria as stated by the Board in its Policy on Appointment and Removal of Directors.

During the year under review, the Nomination and Remuneration Committee met on 3 (three) occasions viz. May 26, 2025, August 06, 2025 and November 12, 2025 to deliberate on various matters. The necessary quorum was present at all the Meetings. The Company Secretary acts as the Secretary of the Committee.

Dr. Yash Paul Sachdeva, Chairman of the Audit Committee and Nomination and Remuneration Committee was present through video conferencing mode at the last Annual General Meeting of the Company for addressing shareholders queries.

The composition of the Nomination and Remuneration Committee as at March 31, 2026 and particulars of meetings attended by the members during the financial year 2025-2026 are given hereunder:

Sr. No.	Name of the Director	Position	Category	No. of Meetings attended
1.	Dr. Yash Paul Sachdeva	Chairman	Non-Executive Independent	3
2.	Sh. Dinesh Gogna	Member	Non-Executive Non-Independent	3
3.	Dr. Roshan Lal Behl	Member	Non-Executive Independent	3

Terms of Reference:

The terms of reference of the Nomination and Remuneration Committee are in line with Regulation 19 of the Listing Regulations and Section 178 of the Companies Act, 2013 and rules made thereunder. The brief description of the terms of reference of the Committee is described below:-

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of independent directors and the Board;
- Devising a policy on Board diversity;
- 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.

PERFORMANCE EVALUATION:

In compliance with the requirements of the provisions of Section 178 of the Companies Act, 2013 and the listing regulations, the Company has devised a policy for performance evaluation of Independent Directors, Board, Committees and other Directors which includes criteria for performance evaluation of the non-executive directors and executive directors. The evaluation of the Independent Directors was carried out by the Board excluding the director being evaluated and that of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The exercise was carried out through a structured evaluation process covering various aspects of the Board's functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc. The performance was reviewed on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. The Directors express their satisfaction over the entire evaluation process.

REMUNERATION TO DIRECTORS:

The remuneration paid to Executive Directors is determined by the Nomination and Remuneration Committee subject to approval of Board that is subject to the limits laid down under Section 197 and Schedule V of the Companies Act, 2013 and in accordance with the terms of Appointment approved by the members of the Company. The Non-Executive Directors have not been paid any remuneration except sitting fees for attending the Board Meetings. The details of remuneration paid to Directors during the Financial Year 2025-26 is as follows:-

(Amount in Rs. Lacs)

Name of the Director	Salaries, perquisites and Allowances	Commission	Sitting fees	Total
Sh. Jawahar Lal Oswal	872	114	-	986
Sh. Sandeep Jain	279	-	-	279
Smt. Ruchika Oswal	86	-	-	86

Smt. Monica Oswal	86	-	-	86
Sh. Rishabh Oswal	241	-	-	241
Sh. Dinesh Gogna	-	-	1.00	1.00
Sh. Manikant Prasad Singh	-	-	1.00	1.00
Sh. Parvinder Singh Pruthi	-	-	0.75	0.75
Dr. Roshan Lal Behl	-	-	1.00	1.00
Dr. Yash Paul Sachdeva	-	-	1.00	1.00
Dr. Anchal Kumar Jain	-	-	1.00	1.00
Dr. Prem Lata Singla	-	-	1.00	1.00

DIRECTORS WITH PECUNIARY RELATIONSHIP OR BUSINESS TRANSACTION WITH THE COMPANY:

The Executive Directors receives Salary, Perquisites, Allowances and other benefits in accordance with their terms of appointment, while all the Non-Executive Directors/ Independent Directors receives Sitting Fees for attending the Board Meetings. It is also to be noted that the transactions with other entities where Chairman & Managing Director/ Executive Directors are interested are being carried out by the Company in its ordinary course of business and on arm's length basis, in compliance with the laws applicable thereto.

CRITERIA FOR MAKING PAYMENTS TO DIRECTORS AND KEY MANAGERIAL PERSONNEL:

As per the Nomination & Remuneration Policy of the Company, the Board, on the recommendation of the Nomination and Remuneration Committee, reviews and approves the remuneration payable to the Executive Directors and Key Managerial Personnel. The Board and the Committee considers the provisions of the Companies Act, 2013, the limits approved by the shareholders and the individual and corporate performance in recommending and approving the remuneration of the Executive Directors and Key Managerial Personnel. Further, the Chairman & Managing Director of the Company is authorized to decide the remuneration of KMP (other than Managing / Executive Director) and Senior Management based on prevailing HR policies of the Company.

The remuneration / sitting fees, as the case may be paid to the Non-Executive / Independent Director, shall be in accordance with the provisions of the Act and the Rules made thereunder for the time being in force or as may be decided by the Committee / Board / Shareholders.

(C) Stakeholders Relationship Committee

The Stakeholders Relationship Committee met on 4 (Four) occasions viz. May 26, 2025, August 06, 2025, November 12, 2025 and January 28, 2026. The necessary quorum was present at all the meetings. The Company Secretary of the Company acts as the Secretary of the Committee.

Sr. No.	Name of the Director	Position	Category	No. of Meetings attended
1.	Sh. Dinesh Gogna	Chairman	Non-Executive Non-Independent	4
2.	Sh. Sandeep Jain	Member	Executive	4
3.	Dr. Roshan Lal Behl	Member	Non-Executive Independent	4

Terms of Reference

The Stakeholders Relationship Committee shall be responsible for, among other things, as may be required by the stock exchanges from time to time, the following:

- Consideration and redressal of grievances of the security holders of the Company, including complaints in respect of transfer of shares, non-receipt of declared dividends, balance sheets of the Company, etc.;
- Approval of transfer or transmission of equity shares, debentures or any other securities;
- Issue of duplicate certificates and new certificates on split/consolidation/renewal etc.; and

- Carrying out any other function contained in the equity listing agreements as and when amended from time to time.

Details of Shareholder's complaints Received, Solved and Pending:

There were zero (0) Complaints/ Queries pending as at March 31, 2026 and during the financial year 2025-26, 5 (Five) Complaints/ Queries were received and all were disposed off to the satisfaction of the Shareholders. No complaints remained unattended/ pending for more than thirty days. The Company has no share transfers/transmission pending as on 31st March, 2026. Further, no Complaints/ Queries were received under 'SCORES' during the Financial Year 2025-26.

(D) Corporate Social Responsibility Committee:

The Board has constituted Corporate Social Responsibility (CSR) Committee in compliance with the provisions of Section 135 of the Companies Act 2013. The Committee met four times during the year viz., May 26, 2025, August 06, 2025, November 12, 2025 and January 28, 2026.

The composition of the Corporate Social Responsibility Committee as at March 31, 2026 and particulars of meetings attended by the members during the financial year 2025-26 are given hereunder:

Sr. No.	Name of the Director	Position	Category	No. of Meetings attended
1.	Sh. Jawahar Lal Oswal	Chairman	Executive	4
2.	Sh. Dinesh Gogna	Member	Non-Executive Non-Independent	4
3.	Dr. Roshan Lal Behl	Member	Non-Executive Independent	4

Terms of Reference:

The Board has clearly defined terms of reference for the Corporate Social Responsibility (CSR) Committee, which are as follows:

- To formulate and recommend to the Board, a CSR policy which shall indicate the activities to be undertaken by the Company as per Schedule VII of Companies Act, 2013 (as amended);
- To review and recommend the amount of expenditure to be incurred on the activities to be undertaken by the company;
- To monitor the CSR policy of the Company from time to time;
- Any other matter as the CSR Committee may deem subject to the approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

(E) Share Transfer Committee:

Share Transfer Committee has been constituted to expedite and streamline the process of transfer / transmission / dematerialization / re-materialization etc. of the Equity Shares of the Company. The Committee comprises of Sh. Jawahar Lal Oswal as Chairman, Sh. Sandeep Jain and Sh. Dinesh Gogna as members. During the year under review, committee met only once during the year viz. August 06, 2025.

The table below highlights the composition and attendance of the Members of the Committee as on March 31, 2026

Sr. No.	Name of the Director	Position	Category	No. of Meetings attended
1.	Sh. Jawahar Lal Oswal	Chairman	Chairman & Managing Director	1
2.	Sh. Sandeep Jain	Member	Executive Director	1
3.	Sh. Dinesh Gogna	Member	Non-Executive Non-Independent	1

Terms of Reference

- To approve/register transfer or transmission of shares;
- Dematerialization / Rematerialization of shares;
- Issue of duplicate/split/consolidated share certificates;
- Review of cases for refusal of transfer/transmission of shares;
- To affix or authorize affixation of Common Seal of the Company to the share certificates of the Company;
- To issue share certificates in place of those which are damaged or in which the pages are completely exhausted provided the original certificates are surrendered to the company;

  Any other power specifically assigned by the Board of Directors of the Company from time to time by way of resolution passed by it in a duly conducted Meeting.

(F) Risk Management Committee:

As per the provisions of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendments thereof, the Company falls under the top list of 1000 listed entities determined on the basis of market capitalization during the three previous years. Accordingly, in compliance of the said Listing Regulations, the company has constituted a Risk Management Committee to frame, implement and monitor the risk management plans for the Company.

The Risk Management Committee met four times viz. May 26, 2025, August 6, 2025, November 12, 2025 and January 28, 2026 during the year under review.

The table below highlights the composition and attendance of the Members of the Committee as on March 31, 2026

Sr. No.	Name of the Director	Position	Category	No. of Meetings attended
1.	Sh. Sandeep Jain	Chairman	Executive	4
2.	Sh. Dinesh Gogna	Member	Non-Executive Non-Independent	4
3.	Dr. Yash Paul Sachdeva	Member	Non-Executive Independent	4

Terms of Reference

- To review and monitor the risks associated with Company's business.
- To suggest measures for mitigation of the same as per Company's Risk Management Policy.
- To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken.

(G) Independent Directors' Meeting

During the year under review, 2 (two) separate meeting of Independent Directors were held on November 12, 2025 and January 28, 2026 inter alia: -

- To review the performance of Non-Independent directors and the Board as a whole;
- To review the performance of the Chairperson of the Company and;
- To assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

  All the Independent Directors were present at the meeting.

(H) Senior management:

The Details of Senior Management are as follows:

Sr. No.	Name	Position
1.	Sh. Sumit Aggarwal	Head- Production (Non-Woollen)
2.	Sh. Manish Chopra	Head- Production(Non-Woollen)
3.	Sh. Vikas Jain	Head- Production (Woollen)
4.	Sh. Devinderjeet Singh	Head- Operations and Administration
5.	Sh. Pardeep Kumar	Manager-HR
6.	Sh. Gurinder Singh Boprai	Head- Marketing
7.	Sh. Amit Maini	Head- Marketing
8.	Sh. Pankaj Kumar	Head- Marketing
9.	Sh. Harminder Pal Singh	Head- Marketing
10.	Sh. Rahul Prabhakar	Head- Marketing
11.	Sh. Pankaj Kaura	Head- Marketing
12.	Sh. Sheel Kumar	Head- IT
13.	Smt. Shruti Shukla	Head- Marketing (E-Commerce)
14.	Sh. Raj Kapoor Sharma	Chief Financial Officer
15.	Sh. Ankur Gauba	Company Secretary and Compliance officer

3. SUBSIDIARY COMPANIES

The Company does not have any material unlisted subsidiary. However, as on March 31, 2026, the Company has two wholly-owned subsidiaries, namely MCFL Ventures Limited and MCFL Energy Projects Private Limited.

During the financial year under review, the name of the Company's wholly-owned subsidiary was changed from Monte Carlo Home Textiles Limited to MCFL Ventures Limited, pursuant to the Certificate of Incorporation issued by the Ministry of Corporate Affairs on July 2, 2025.

Further, the Company incorporated MCFL Energy Projects Private Limited (CIN: U35105PB2026PTC066950) as its wholly-owned subsidiary on January 19, 2026, to undertake business in the field of renewable energy and allied activities.

4. GENERAL BODY MEETINGS:

A. THE DETAILS OF THE LAST THREE ANNUAL GENERAL MEETING(S) OF THE COMPANY ARE GIVEN AS FOLLOWS:

Year	Day and Date	Time	Venue	No. of Special Resolutions
2024-2025	Monday, September 29, 2025	11:00 A.M.	Meeting was transacted through Electronic Mode. Deemed Venue: - Registered Office of the Company situated at B -XXIX-106, G. T. Road, Sherpur, Ludhiana-141003.	2
2023-2024	Monday, September 23, 2024	11:00 A.M.	Meeting was transacted through Electronic Mode. Deemed Venue: - Registered Office of the Company situated at B -XXIX-106, G. T. Road, Sherpur, Ludhiana-141003.	5
2022-2023	Thursday, August 31, 2023	11:00 A.M.	Meeting was transacted through Electronic Mode. Deemed Venue: - Registered Office of the Company situated at B -XXIX-106, G. T. Road, Sherpur, Ludhiana-141003.	3

B. DETAILS OF SPECIAL RESOLUTIONS PASSED IN THE PREVIOUS THREE ANNUAL GENERAL MEETINGS

2024-2025:

1. To appoint M/s. P.S. Dua & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company.
2. To Increase the Overall and Individual Limits of Managerial Remuneration Payable to Executive Directors Including Chairman & Managing Director and Whole-time Directors.

2023-2024:

1. To re-appoint Dr. Roshan Lal Behl (DIN: 06443747) as an Independent Director.
2. To appoint Dr. Yash Paul Sachdeva (DIN: 02012337) as an Independent Director.
3. To appoint Dr. Anchal Kumar Jain (DIN No. 09546925) as an Independent Director.
4. To appoint Sh. Bhuwanchandra Balkrishna Joshi (DIN: 06713850) as an Independent Director.
5. To appoint Dr. Prem Lata Singla (DIN: 09674172) as an Independent Director.

2022-2023:

1. Re-appointment of Sh. Rishabh Oswal (DIN: 03610853) as Executive Director.
2. For borrowing upto the revised limit of Rs. 1,000 Crores.
3. For creation of charge upto the revised limit of Rs. 1,000 Crores.

POSTAL BALLOT/ EXTRA-ORDINARY GENERAL MEETING

No Postal Ballot/ Extra-ordinary General Meeting has been done by company during the Financial Year 2025-26.

5. MEANS OF COMMUNICATION:

(a) The Un-audited quarterly/ half yearly results are announced within forty-five days of the close of the quarter. The audited annual results are announced within sixty days from the closure of the financial year as per the requirement of the Listing Regulations.

(b) The approved financial results are sent to the Stock Exchanges forthwith and published in 'Business Standard (English newspaper), Desh Sewak/ Punjabi Jagran (local language Punjabi newspaper), within forty-eight hours of approval thereof.

(c) The Company's financial results and official press releases are displayed on the Company's Website i.e. www.montecarlocorporate.com.

(d) Investor Presentations, Official Press Releases and other general information are sent to the Stock Exchange(s) and are also displayed on the Company's website www.montecarlocorporate.com.

(e) Management Discussion and Analysis report forms part of the Annual Report, which is sent to the shareholders of the Company.

(f) The quarterly results, shareholding pattern, quarterly compliances and all other corporate communication to the Stock Exchanges viz. Bombay Stock Exchange Limited ["BSE Limited"] and National Stock Exchange of India Limited ["NSE Limited"] ["Stock Exchanges"] are filed electronically. The Company has complied with filing submissions through BSE's BSE Listing Centre. Likewise, the said information is also filed electronically with NSE through NSE's NEAPS portal.

(g) A separate dedicated section under "Investors Relation" on the Company's website gives information on unclaimed dividends, shareholding pattern, quarterly / half yearly results and other relevant information of interest to the investors/public.

(h) SEBI processes investor complaints in a centralized web-based complaints redressal system i.e. SCORES. Through this system a shareholder can lodge a complaint against the Company for redressal of his grievance. The Company uploads the action taken report on the complaint which can be viewed by the shareholder. The Company and shareholder can seek and provide clarifications online through SEBI.

(i) The Company has designated an exclusive email-id for investor services i.e. investor@montecarlocorporate.com and the same is prominently displayed on the Company's website i.e. www.montecarlocorporate.com.

6. GENERAL SHAREHOLDER INFORMATION

18th Annual General Meeting	:	Monday, September 28, 2026 at 11:00 A.M. through VC/ OAVMVC/OAVM
Deemed Venue for meeting	:	Registered Office: B-XXIX-106, G.T. Road, Sherpur, Ludhiana-141003
Financial Year	:	April 1, 2025 to March 31, 2026
Date of Book Closure	:	September 22, 2026 to September 28, 2026
Dividend Payment Date	:	The Dividend if declared at AGM, will be paid within stipulated time
Listing on Stock Exchange	:	The Equity Shares of the Company are listed on the following Stock Exchanges: **BSE Limited (BSE)** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001. **National Stock Exchange of India Limited (NSE)** Exchange Plaza, Bandra – Kurla Complex, Bandra (E), Mumbai - 400 051. ISIN: INE950M01013 Stock Code/Symbol: BSE- 538836, NSE- MONTECARLO

Listing Fee / Annual Custody Fee:

The Annual Listing Fee has been paid to BSE and NSE for the financial year 2025-26. The Company has also made the payment of Annual Custody fee to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for the financial year 2025-26.

Transfer of Unclaimed Dividend and Shares to Investor Education and Protection Fund (IEPF)

Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules') Unclaimed share application money/ dividends not encashed / claimed within seven years from the date of transfer to Unpaid Dividend Account of the Company are liable to be transferred to the Investor Education and Protection Fund ("IEPF") In accordance with the said IEPF Rules, the Company had sent notices to all the Members whose shares were due to be transferred to the IEPF Authority and simultaneously published newspaper advertisement. Thereafter, the shares of these Members were transferred to the IEPF and necessary e-form(s) in this regard were filed with MCA.

The Company has during the year, transferred to IEPF the unclaimed dividends, outstanding for seven years up to the financial year 2017-18.

The details of unclaimed dividend/ shares transferred to IEPF within statutory timelines during Financial Year 2025-26 are as follows:

Particulars	Details
Outstanding balance of Unclaimed Dividend 2017-18 refund account (in Rs.)	3,55,428

The Members whose application money due for refund/dividend/shares are transferred to the IEPF Authority can claim their shares/dividend from the Authority by following the required procedure. Members are requested to get in touch with the Nodal Officer/ Compliance Officer for further details on the subject at investor@montecarlocorporate.com.

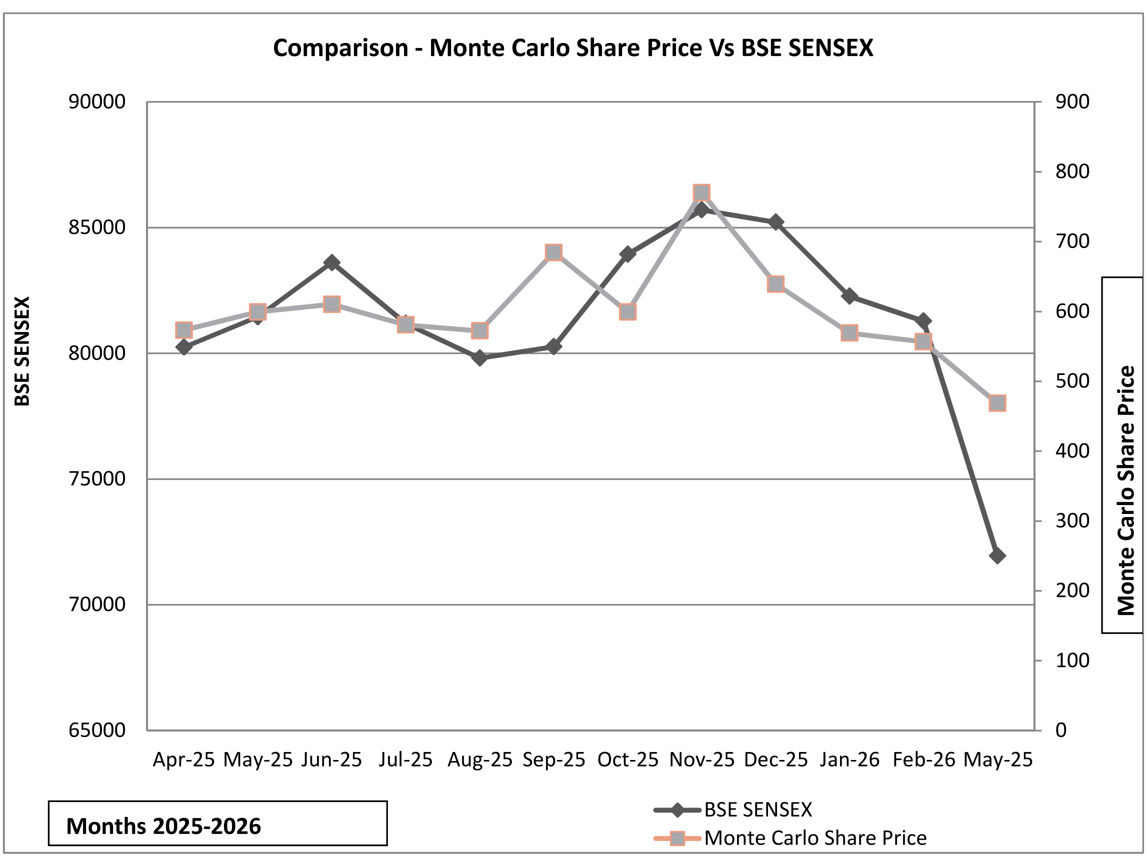
Market Price Data:

Market Price Data of Company's Equity Shares traded on BSE Limited, during the period April 01, 2025 to March 31, 2026

	Share Price BSE			Volume	BSE SENSEX		
MONTH	HIGH	LOW	CLOSING	NO. OF SHARES	HIGH	LOW	CLOSING
Apr-25	635.00	521.00	573.20	44343.00	80661.31	71425.01	80242.24
May-25	634.00	525.15	599.23	41737.00	82718.14	78968.34	81451.01
Jun-25	648.95	578.00	610.23	38380.00	84099.53	80354.59	83606.46
Jul-25	634.00	565.10	580.75	47154.00	83935.01	80575.45	81185.58
Aug-25	600.55	543.50	572.20	33334.00	82231.17	79741.76	79809.65
Sep-25	716.80	570.35	684.45	170156.00	83141.21	79818.38	80267.62
Oct-25	725.75	629.30	599.25	42870.00	85290.06	80159.90	83938.71
Nov-25	865.00	663.30	770.10	80980.00	86055.86	82670.95	85706.67
Dec-25	809.95	636.00	639.20	59331.00	86159.02	84150.19	85220.60
Jan-26	653.35	537.10	569.05	46746.00	85883.50	81088.59	82269.78
Feb-26	615.95	549.00	556.55	17835.00	85871.73	79899.42	81287.19
Mar-26	553.45	465.00	468.40	24484.00	80632.55	71774.13	71947.55

(Market Price Data Source: www.bseindia.com)

Graphical Representation of the Company's share price in comparison to the broad-based Indices i.e. BSE- Sensex is given below:

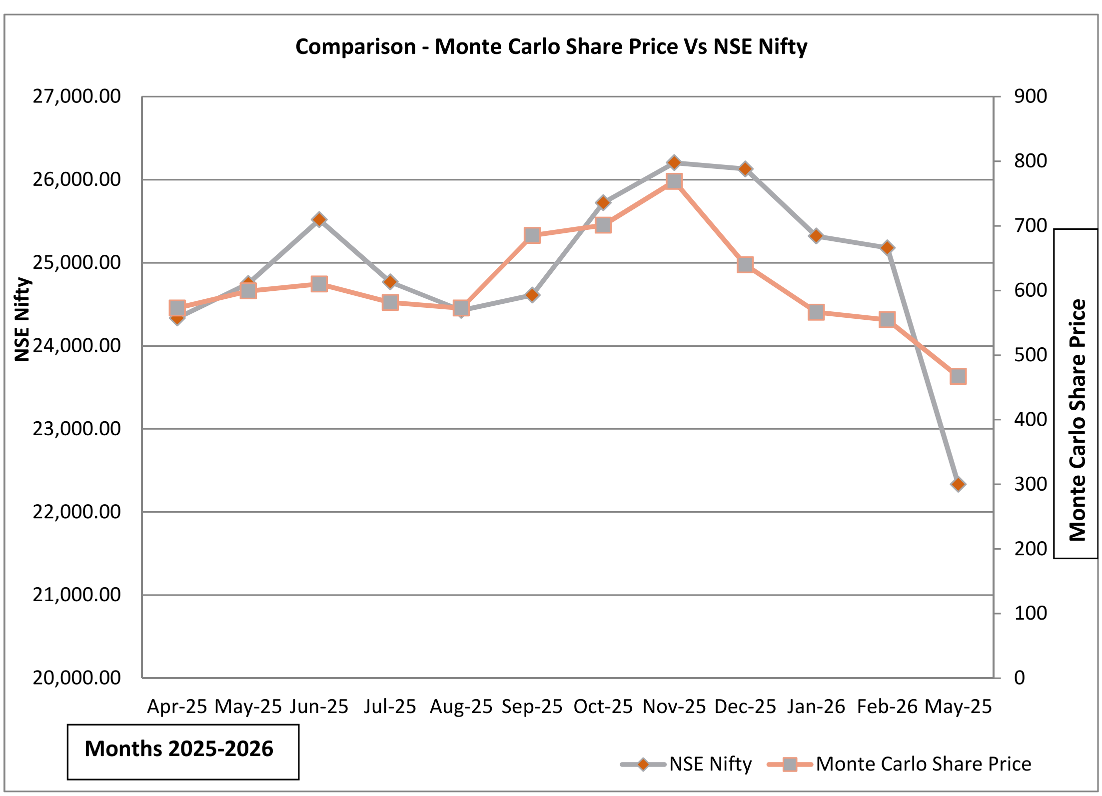


Market Price Data of Company's Equity Shares traded on National Stock Exchange of India Limited, during the period April 1, 2025 to March 31, 2026:

	Share Price NSE			Volume	NSE NIFTY		
MONTH	HIGH	LOW	CLOSING	NO. OF SHARES	HIGH	LOW	CLOSING
Apr-25	623.00	518.05	572.90	509,407.00	24,457.65	21,743.65	24,334.20
May-25	635.40	520.15	599.15	695,517.00	25,116.25	23,935.75	24,750.70
Jun-25	634.85	577.30	610.00	466517.00	25,669.35	24,473.00	25,517.05
Jul-25	634.9	566.25	581.45	717392.00	25,608.10	24,598.60	24,768.35
Aug-25	598.80	543.10	572.55	502035.00	25,153.65	24,337.50	24,426.85
Sep-25	715.50	570.00	685.10	1636076.00	25,448.55	24,432.70	24,611.10
Oct-25	727.30	649.35	701.00	912453.00	26,104.20	24,605.95	25,722.10
Nov-25	860.95	690.00	768.80	1885974.00	26,310.45	25,318.45	26,202.95
Dec-25	779.45	636.30	639.60	867624.00	26,325.80	25,693.25	26,129.60
Jan-26	656.00	541.80	566.35	1121938.00	26,373.20	24,919.80	25,320.65
Feb-26	617.20	548.85	554.60	452035.00	26,341.20	24,571.75	25,178.65
Mar-26	553.95	464.00	466.90	502673.00	24,989.35	22,283.85	22,331.40

(Market Price Data Source: www.nseindia.com)

Graphical Representation of the Company's share price in comparison to the broad-based Indices i.e. NSE- Nifty is given below:



During the financial year ended 31 March, 2026, securities of the Company have not been suspended from trading on any of the stock exchanges where they are listed.

Registrar & Share Transfer Agent:
MUFG INTIME INDIA PRIVATE LIMITED (DELHI OFFICE)
UNIT: MONTE CARLO FASHIONS LIMITED

Noble Heights, 1st floor, Plot No NH-2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi – 110058
PH: 011-41410592, Fax: 011-41410591, Email: **delhi@in.mpms.mufg.com**

Credit Ratings and any revisions thereto for debt instruments or any fixed deposit programme or any scheme or proposal involving mobilization of funds, whether in India or abroad:
The Company has not issued any debt instruments and does not have any fixed deposit programme or any scheme or proposal involving mobilization of funds in India or abroad during the financial year ended 31st March, 2026. The ratings given by CRISIL Limited for short-term borrowings is (CRISIL) AA- (pronounced double A minus) respectively. There was no revision in the said ratings during the year under review.

Dematerialization of Equity Shares and Liquidity:
About 99.98% of the total equity share capital of the Company (20,729,442 Equity Shares) were held in dematerialised form. The Company has entered into agreements with National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for dematerialization of shares through MUFG Intime India Private Limited, Registrar & Transfer Agent (RTA) of the Company. The Company's shares are liquid and actively traded on both the Stock Exchanges i.e. NSE and BSE.

Share Transfer System:
In terms of Regulation 40(1) of Listing Regulations, as amended from time to time, securities can be transferred only in dematerialised form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company.

Share Transfer Committee has been constituted to approve all the transfers, transmission, Demat/ remat of shares etc. and all the share transfer/transmission/transposition/ dematerialization/ re-materialization are handled by our Registrar and Transfer Agents i.e. MUFG Intime India Private Limited. During the year under review, all the requests received for transfer/ transmission/ dematerialization/ re-materialization of shares etc. are processed and completed within the stipulated time.

The Company also obtains a Certificate of Compliance with the share transfer formalities from a Practicing Company Secretary as required under Regulation 40(9) of Listing Regulations (erstwhile Clause 47 (c) of the Listing Agreement) and have submitted a copy of the said certificate with the Stock Exchanges on half yearly basis.

Distribution of Shareholding as on March 31, 2026:

S. No.	Distribution of No. of Shares	No. of Shareholders	% age of No. of Shareholders	No. of Shares held	% age of shares held
1.	1-1000	28904	97.95	2169462	10.45
2.	1001-5000	462	1.56	944002	4.54
3.	5001-10000	75	0.25	547085	2.63
4.	10001 & Above	69	0.24	170715115	82.34
	Total	**29510**	**100.00**	**20732064**	**100.00**

Shareholding pattern as on March 31, 2026:

Category	No. of Shares	% age
Promoters & Promoters Group	15169619	73.17
Bodies Corporate, Mutual Fund, Public and Others	5562445	26.83

Reconciliation of Share Capital Audit:

As stipulated by SEBI under Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 a Company Secretary in whole time practice carries out Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges where the Company's Shares are listed. The audit confirms that the total Listed and Paid-up capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

Outstanding GDR/ADR/Warrants or any convertible instruments, conversion instruments, conversion date and impact on equity: NIL

Plant Locations:

The manufacturing plants of the company located at:

1. B-XXIX-106, G.T. Road, Sherpur-Ludhiana
2. 231, Industrial Area-A-Ludhiana
3. Plot No-425 & 427, Near Textile Colony-Ludhiana
4. B-XXX-1781/784, Old C-12, Phase V, Focal Point, Ludhiana

Address for Correspondence:

Company	MUFG INTIME INDIA PRIVATE LIMITED (RTA)
The Company Secretary Monte Carlo Fashions Limited B-XXIX-106, G. T. Road, Sherpur, Ludhiana-141003 Tel-0161-5066628 Fax-0161-2542509 Email- investor@montecarlocorporate.com Website: www.montecarlocorporate.com	**DELHI OFFICE:** **UNIT: MONTE CARLO FASHIONS LIMITED** Noble Heights, 1st floor, Plot No NH-2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi – 110058 PH: 011-41410592 Fax: 011-41410591 Email: delhi@in.mpms.mufg.com

The Company has maintained an exclusive email id: investor@montecarlocorporate.com which is designated for investor correspondence for the purpose of registering any complaints / queries and the same have been displayed on the Company's website: www.montecarlocorporate.com.

For any assistance regarding Share Transfer(s), Transmission(s), Change of Address, issue of Duplicates/ Lost share certificate(s)/ Dematerialisation/ Rematerialisation of Share(s) and other relevant matters please write to the Registrar and Transfer Agent (RTA) of the Company.
Further, Members are required to note that, in respect of shares held in dematerialized form, they will have to correspond with their respective Depository Participants (DPs) for any change related to Address, Bank details or any other related matter.

7. CODE OF BUSINESS CONDUCT & ETHICS

The Company has adopted a Code of Business Conduct & Ethics for all employees and for members of the Board and Senior Management Personnel. The Company through its Code of Conduct provides guiding principles of conduct to promote ethical conduct of business, confirms to equitable treatment of all stakeholders, and to avoid practices like bribery, corruption and anti – competitive practices.

All members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct for Board and Senior Management for the financial year 2025-26. The declaration to this effect signed by Mr. Jawahar Lal Oswal, Chairman and Managing Director of the Company is annexed to this report as **Annexure 'A'**. The Code of Conduct for employees and the Board and Senior Management has clear policy and guidelines for avoiding and disclosing actual or potential conflict of interest with the Company, if any.

OTHER DISCLOSURES

- **Disclosures on materially significant related party transactions that may have potential conflict with the interests of Company at large:**
  All the transactions entered during the financial year with the related parties as defined under Companies Act, 2013 and Listing Regulations, are disclosed in detail in Note No. 42 in "Notes forming part of the Accounts" annexed to the Financial Statements for the year ended 31st March, 2026. All the related party transactions were in the ordinary course of business and on Arm's length basis and are not in conflict with the interest of the Company.

- **Details of non-compliance by the company, penalties, and strictures imposed on the company by Stock Exchange, SEBI or any statutory authority, on any matter related to capital markets, during the last three years.**
  The Company has complied with all applicable requirements of the Listing Regulations and other regulations and SEBI guidelines, except for a delay in the appointment of a Woman Independent Director during Financial year 2024-25, for which a penalty was levied by the Stock Exchange and duly paid. Except for the aforesaid instance, no strictures or penalties were imposed by SEBI, the Stock Exchanges or any other statutory authority during the last three financial years.

- **Vigil Mechanism / Whistle Blower Policy**
  Pursuant to Section 177(9) & (10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy / Vigil Mechanism for Directors and employees to report to the management about the unethical behaviour, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairperson of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. Further the Audit Committee reviews and ensures the adequacy of the system laid down by the Company for the said purpose and no concern was reported during the Financial Year ended March 31, 2026. The said policy is also available on the website of the company at link:
  https://www.montecarlocorporate.com/investor-relation/policies-code

- **Weblink where policy for determining 'material' subsidiaries is disclosed:**
  As on March 31, 2026, your Company does not have any material Subsidiary.

- **Web link where policy on dealing with related party transactions:**
  Your Company has also framed a Policy on Related Party Transactions for purpose of identification and monitoring of such transactions in line with the requirements of the Companies Act, 2013 and Listing Regulations which is available on the website of the company at link:
  https://www.montecarlocorporate.com/investor-relation/policies-code

- **Other policies:**
  Your Company has also framed the Policies (i) the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and (ii) the Code of Conduct, as required under SEBI (Prohibition of Insider Trading) Regulations, 2015 and the same is available on the website of Company at https://www.montecarlocorporate.com/investor-relation/policies-code

- **Disclosure of Commodity price risk and commodity hedging activities:** Not Applicable
- **Details of preferential allotment or qualified institutional placement as specified under Regulation 32 (7A) of the Listing Regulations**

  The Company did not raise any funds through preferential allotment or qualified institutional placement.
- **Recommendations of Committees of the Board**
  There were no instances during the financial year 2025-26, wherein the Board had not accepted recommendations made by any committee(s) of the Board.
- **Total fees paid to Statutory Auditors of the Company**
  Total fees of ₹57,00,000 (Rupees Fifty-Seven Lakhs Only) for the financial year 2025-26 were paid by the Company, 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, towards all services rendered.
- **Secretarial Compliance Report**
  SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 read with Regulation 24(A) of the Listing Regulations, directed listed entities to conduct Annual Secretarial compliance audit from a Practicing Company Secretary of all applicable SEBI Regulations and circulars/guidelines issued thereunder. The said Secretarial Compliance report is in addition to the Secretarial Audit Report by Practicing Company Secretaries under Form MR – 3 and is required to be submitted to Stock Exchanges within 60 days of the end of the financial year. The same has been submitted to the stock exchange within time.
- **CEO/CFO Certification**
  As required under Regulation 17 of the Listing Regulations, the CEO/CFO certificate for the financial year 2025-26 signed by Mr. Jawahar Lal Oswal, Chairman and Managing Director and Mr. Raj Kapoor Sharma, Chief Financial officer was placed before the Board of Directors of the Company at their meeting held on August 05, 2026 and is annexed to this Report as **Annexure 'A'**. The said certificate forms part of this report.
- **Certificate From Practicing Company Secretary**
  Certificate as required under Part C of Schedule V of Listing Regulations, received from Shri P.S. Dua of M/s P.S. Dua & Associates (C.P. 3934), Practicing Company Secretary, that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority was placed before the Board of Directors at their meeting held on August 05, 2026 and is annexed to this Report as **Annexure 'B'**. The said certificate forms part of this report.
- **Compliance Certificate on Corporate Governance**
  As required by Schedule V of the Listing Regulations, the Auditors Certificate on Corporate Governance is annexed to this Report as **Annexure 'C**.' The said certificate forms part of this report.
- **Disclosure of Loans and Advances**
  The Company and its Subsidiary has not given any Loans and Advances (in the nature of Loan) provided by the Company to firms/companies in which its Directors are interested.
- **Disclosure relating to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**
  The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. The details relating to the number of complaints received and disposed of during the financial year 2025-26 are as under:

  a. Number of complaints filed during the financial year: NIL
  b. Number of complaints disposed of during the financial year: NIL
  c. Number of complaints pending as on end of the financial year: NIL

- **Details of 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**

  The Company has two wholly owned unlisted subsidiaries, MCFL Ventures Limited (formerly Monte Carlo Home Textiles Limited) and MCFL Energy Projects Private Limited. There are no material subsidiaries.

- **Appointment of Nodal Officer**
  In accordance with IEPF Rules, the Board of Directors have appointed Mr. Ankur Gauba, Company Secretary of the Company, as the Nodal Officer for the purposes of verification of claims and coordination with IEPF Authority. The Details of the Nodal Officer are available at the website of the Company at https://www.montecarlocorporate.com/investor-relation/shareholding-information.

- **Details of Adoption of Non-Mandatory (Discretionary) Requirements**

  The status of compliance with the non-mandatory requirements under Regulation 27 of the Listing Regulations are as under:

- **The Board**
  The requirement relating to maintenance of office and reimbursement of expenses of Non-Executive Chairman is not applicable to the Company since the Chairman of the Company is an Executive Director.

- **Shareholders rights**
  The Company has not adopted the practice of sending out half-yearly declaration of financial performance to shareholders. Quarterly results as approved by the Board are disseminated to Stock Exchanges and updated on the website of the Company.

- **Modified opinion(s) in audit report**
  There is no modified opinion in the audit report.

- **Reporting of Internal Auditor**
  In accordance with the provisions of Section 138 of the Act, the Company has appointed an Internal Auditor who reports to the Audit Committee. Internal audit reports submitted on quarterly basis are reviewed by the Audit Committee and suggestion / directions, if any, are given for necessary action.

- **Disclosure of Compliance with Corporate Governance Requirements specified in Regulation 17 to 27 and Clauses (b) to (i) of Regulation 46(2) of SEBI Listing Regulations, 2015:**
  Pursuant to Schedule V of SEBI Listing Regulations, 2015, the Company hereby confirms that it has complied with the corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) inter-alia covering the following subject matter/heads:

  - Board of Directors
  - Audit Committee
  - Nomination and Remuneration Committee
  - Stakeholders Relationship Committee
  - Risk Management Committee
  - Vigil Mechanism
  - Related Party Transactions
  - Corporate governance requirements with respect to subsidiary of Company - Not Applicable
  - Obligations with respect to Independent Directors
  - Obligations with respect to Directors and senior management
  - Other Corporate governance requirements as stipulated under the Regulations
  - Dissemination of various information on the website of the Company w.r.t clauses (b) to (i) of Regulation 46(2).
  - The Board of Directors have formulated the Risk Management Committee.

- **Non-compliance of any requirement of corporate governance report with reasons thereof**
  The Company has complied with all the requirements of Corporate Governance Report from sub-paras (2) to (10) of Part C of Schedule V of SEBI Listing Regulations, 2015
- **Disclosure with respect to demat suspense account/unclaimed suspense account**
- Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year: **Nil**
- Number of shareholders who approached listed entity for transfer of shares from suspense account during the year: **Nil**
- Number of shareholders to whom shares were transferred from suspense account during the year: Nil
- Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year: **Nil**
- That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares: **Not Applicable**
- All the shares of the Company has already been allotted to the eligible allottees, hence there is no demat suspense account/unclaimed suspense account.
- **Disclosure of certain types of agreements binding listed entities(1) Information disclosed under clause 5A of paragraph A of Part A of Schedule III of these regulations.**

  During the year under review, the company has not entered into any such kind of agreements.

For and on behalf of Board of Directors

Place: Ludhiana
Date: August 5, 2026

Jawahar Lal Oswal
Chairman & Managing Director
(DIN: 00463866)

Annexure A to Report on Corporate Governance for the financial year ended March 31, 2026

DECLARATION REGARDING COMPLIANCE WITH CODE OF BUSINESS CONDUCT & ETHICS

As provided under Regulation 26(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members and Senior Management Personnel have affirmed compliance with Monte Carlo Fashions Limited Code of Business Conduct and Ethics for the year ended March 31, 2026.

For and on behalf of Board of Directors

Place: Ludhiana
Date: August 5, 2026

Jawahar Lal Oswal
Chairman & Managing Director
(DIN: 00463866)

CEO / CFO CERTIFICATION

a. We have reviewed financial statements and the cash flow statement for the 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 the 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 the Company during the year ended March 31, 2026 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 the Company pertaining to financial reporting and 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 rectify these deficiencies.

d. **We hereby confirm that there were no:**
   i. significant changes in internal control over financial reporting during the year;
   ii. significant changes in accounting policies during the year that requires any disclosure in the notes to the financial statements; and
   iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Ludhiana
Date: August 05, 2026

For Monte Carlo Fashions Limited

Jawahar Lal Oswal
Chairman & Managing Director
(DIN: 00463866)

For Monte Carlo Fashions Limited

Raj Kapoor Sharma
Chief Financial Officer

Annexure B to Report on Corporate Governance for the financial year ended March 31, 2026
CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members
Monte Carlo Fashions Limited
B-XXIX-106 G.T. Road, Sherpur, Ludhiana-141003, Punjab

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Monte Carlo Fashions Limited, having CIN: L51494PB2008PLC032059 (hereinafter referred to as 'the Company') and having registered office at B-XXIX-106 G.T. Road, Sherpur, Ludhiana-141003, Punjab, produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me/us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below and who were on the Board of Directors of the Company as on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in company*
1.	Sh. Jawahar Lal Oswal	00463866	01/07/2008
2.	Sh. Sandeep Jain	00565760	01/07/2008
3.	Smt. Ruchika Oswal	00565979	30/10/2010
4.	Smt. Monica Oswal	00566052	30/10/2010
5.	Sh. Rishabh Oswal	03610853	25/05/2018
6.	Sh. Dinesh Gogna	00498670	01/07/2008
7.	Sh. Roshan Lal Behl	06443747	05/08/2021
8.	Sh. Manikant Prasad Singh	01790672	01/02/2022
9.	Sh. Parvinder Singh Pruthi	07481899	01/02/2022
10.	Sh. Yash Paul Sachdeva	02012337	27/06/2024
11.	Sh. Anchal Kumar Jain	09546925	27/06/2024
12.	Smt. Prem Lata Singla	09674172	30/08/2024

*the date of appointment is as per the MCA Portal.

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.

Place: Ludhiana
Date: August 5, 2026

For P.S. Dua & Associates
(Company Secretaries)

P.S. Dua
Proprietor
Membership No: FCS No. 4552
Certificate of Practice No. 3934
Peer Review Certificate No. 7732/2026
UDIN: F004552H001025869

Annexure C to Report on Corporate Governance for the financial year ended March 31, 2026

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To,
The Members
Monte Carlo Fashions Limited
B-XXIX-106 G.T. Road, Sherpur, Ludhiana-141003, Punjab
(CIN: L51494PB2008PLC032059)

1. We have been approached by Monte Carlo Fashions Limited ("Company") to examine the compliance with the conditions of corporate Governance by the Company, as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended from time to time, for the financial year ended on 31st March, 2026.

2. **Management's Responsibility**
   The compliance of the conditions of Corporate Governance is the responsibility of the management of the Company. The management shall devise adequate systems, internal controls and processes to monitor and ensure the same.

3. **Our Responsibility**
   Our responsibility is limited to conduct an examination of the systems, internal controls and processes adopted by the Company and implementation thereof to monitor and ensure with the conditions of Corporate Governance and report thereon.

4. **Opinion**
   In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on 31st March 2026.

5. **Disclaimer**
   5.1 We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
   5.2 The report 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.

Place: Ludhiana
Date: August 5, 2026

For P.S. Dua & Associates
(Company Secretaries)

P.S. Dua
Proprietor
Membership No: FCS No. 4552
Certificate of Practice No. 3934
Peer Review Certificate No. 7732/2026
UDIN: F004552H001025825

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

GLOBAL ECONOMY OUTLOOK

The global economy demonstrated steady resilience during the initial phase of FY2025-26, supported by stable macroeconomic fundamentals, moderating inflation, and sustained consumer spending across both developed and emerging markets. The United States continued to record healthy economic activity, underpinned by a strong labour market and robust investments in artificial intelligence, technology, and infrastructure. In contrast, China's economic recovery remained uneven, constrained by continued weakness in the real estate sector and subdued domestic consumption.

Throughout the year, global economic conditions were shaped by evolving trade policies, changing financial market dynamics, and geopolitical developments. Tariff actions and export restrictions among major economies encouraged businesses to diversify supply chains and strengthen operational resilience. At the same time, these developments increased policy uncertainty and weighed on the pace of global trade expansion.

Inflationary pressures continued to moderate across several major economies, enabling central banks to gradually ease monetary policy. Nevertheless, policymakers remained cautious, as geopolitical risks, fluctuations in commodity prices and evolving trade dynamics continued to pose challenges to inflation management and financial stability.

Economic momentum moderated during the latter part of the fiscal year as geopolitical tensions, particularly in the Middle East, intensified. The resulting disruptions to energy markets and key global trade routes contributed to volatility in oil, natural gas, fertiliser and other commodity prices, while also increasing uncertainty across financial markets. Heightened uncertainty affected investment activity, contributed to elevated bond yields and influenced capital flows, particularly across emerging economies.

Despite these near-term challenges, underlying structural growth drivers remained intact. Continued investments in artificial intelligence, cloud computing, digital infrastructure, automation, clean energy, semiconductor manufacturing and advanced industrial technologies continued to support productivity improvements and business investment across several economies. Supply chain diversification and digital transformation also remained important contributors to long-term economic resilience.

According to the International Monetary Fund (IMF), global economic growth is expected to remain around 3% in calendar year 2026, below its long-term historical average. Continued expansion in the services sector and technology-led investment is expected to support economic activity. However, geopolitical developments, trade uncertainties, financial conditions and commodity price volatility are likely to moderate the overall pace of growth.

Looking ahead, the global economy is expected to remain resilient despite an increasingly complex operating environment. Ongoing digital transformation, wider adoption of artificial intelligence, investments in clean energy and continued supply chain realignment are expected to support medium-term growth. At the same time, geopolitical uncertainties, evolving trade policies and financial market volatility are likely to remain key factors shaping the global economic outlook.

INDIAN ECONOMY OUTLOOK

India continued to remain one of the fastest-growing major economies during FY2025-26, demonstrating resilience amid an increasingly uncertain global environment characterised by geopolitical tensions, commodity price volatility and evolving trade dynamics. The country's economic performance was supported by robust domestic demand, sustained public capital expenditure, stable financial conditions and continued policy support, reinforcing the strength of India's underlying macroeconomic fundamentals.

According to the Ministry of Statistics and Programme Implementation (MoSPI), India's real Gross Domestic Product (GDP) expanded by 7.7% during FY2025-26. Economic growth was supported by resilient private

Source:
https://www.imf.org/-/media/files/publications/weo/2026/april/english/text.pdf
https://www.reuters.com/business/imf-sees-steady-global-growth-2026-ai-boom-offsets-trade-headwinds-2026-01-19/?.com

consumption and continued investment in infrastructure, while the services sector maintained strong momentum during the year. Manufacturing activity also improved gradually, supported by government initiatives such as the Production Linked Incentive (PLI) schemes and capacity expansion across key industrial sectors.

On the external front, India's merchandise exports faced headwinds from moderation in global trade, uneven demand across key export markets and evolving international trade policies. Nevertheless, the Government continued to strengthen India's long-term trade competitiveness through the pursuit of Free Trade Agreements (FTAs) and deeper economic engagement with strategic partner nations, supporting greater integration with global value chains.

Inflation remained broadly contained during the year, with consumer price inflation moderating to approximately 3.4% in March 2026, supported by easing food prices and supply-side measures. Against this backdrop, the Reserve Bank of India (RBI) maintained a calibrated and data-dependent monetary policy approach, balancing the objectives of supporting economic growth while maintaining price stability. The policy repo rate stood at 5.25% in June 2026.

India's financial system continued to demonstrate resilience, supported by healthy banking sector fundamentals, improving asset quality, adequate capitalisation and steady credit growth. The Indian Rupee witnessed moderate depreciation against the US Dollar during the year, reflecting heightened global risk aversion, geopolitical developments and evolving trade dynamics. However, strong foreign exchange reserves, prudent macroeconomic management and the resilience of the banking system continued to provide a meaningful buffer against external shocks.

Looking ahead, the Reserve Bank of India projects the Indian economy to grow by approximately 6.6% in FY2026-27, reflecting a moderation from the pace recorded in FY2025-26 amid persistent global uncertainties and evolving trade conditions. Over the medium term, India's economic outlook remains favourable, supported by its demographic advantage, continued infrastructure development, accelerating digitalisation, manufacturing expansion and ongoing structural reforms. Nevertheless, geopolitical developments, commodity price volatility, external demand conditions and global financial market uncertainty are expected to remain important factors influencing India's growth trajector

Global Textile & Apparel Industry

The global textile and apparel industry continued to witness structural growth, supported by evolving consumer preferences, increasing demand for sustainable and technical textiles, and the continued expansion of e-commerce and digital retail channels. According to Precedence Research, the global textile market was valued at approximately USD 2.1 trillion in 2025 and is estimated to reach around USD 2.3 trillion in 2026, with the market projected to reach approximately USD 4.3 trillion by 2035, representing a CAGR of 7.24% between 2026 and 2036. Rising demand for natural fibres, coupled with increasing adoption of sustainable and performance-oriented textiles, is expected to remain an important driver of industry growth.

The industry remains highly fragmented, comprising large multinational enterprises as well as regional and specialised manufacturers catering to diverse applications, including apparel, home textiles, industrial textiles and technical fabrics. Growth is being supported by increasing consumer preference for sustainable and eco-friendly products, rising demand for natural fibres such as cotton, wool and silk, growing adoption of protective and technical clothing, and the continued expansion of online apparel sales. At the same time, synthetic and regenerated cellulose fibres are witnessing increasing adoption across industrial and performance-oriented applications. Governments across major textile-producing and consuming economies are also placing greater

Source:

https://www.reuters.com/world/india/indias-central-bank-holds-rates-iran-war-upends-economic-outlook-2026-04-08/

https://www.moneycontrol.com/news/business/economy/rbi-lifts-fy26-gdp-growth-estimate-to-7-6-sees-fy27-slowing-to-6-9-13883085.html

https://economictimes.indiatimes.com/news/economy/indicators/rbi-expected-to-hold-rates-amid-economic-growth-concerns-says-crisil-report/articleshow/130594350.cms

https://www.business-standard.com/economy/news/gdp-growth-may-slip-to-6-if-indian-crude-averages-120-barrel-in-fy27-ey-126042900676_1.html

https://www.mospi.gov.in/uploads/latestReleases/latest_release_1780655857536_5ac01869-ca4a-422d-b7a7-57b81da60932_Press_Note_on_GDP_Estimates_for_Q4_2025-26_and_PE_FY_2025-26_F.pdf

https://economictimes.indiatimes.com/news/economy/indicators/rbi-gdp-growth-forecast-fy-2026-27-mpc-meeting-india-economic-outlook-gdp-forecast-india/articleshow/131519300.cms?from=mdr emphasis on sustainability, resource efficiency and cleaner production practices, which is expected to accelerate the transition towards more sustainable textile value chains.

The global apparel market is also expected to maintain a steady growth trajectory. According to Mordor Intelligence, the global apparel market was valued at approximately USD 1.4 trillion in 2025 and is estimated to reach around USD 1.5 trillion in 2026 and USD 1.7 trillion by 2031, registering a CAGR of approximately 3.12%. Growth is expected to be supported by improving discretionary consumption, increasing digital adoption and changing consumer preferences towards comfortable, versatile and sustainable clothing. Technological developments, including the use of recycled and organic fibres, digital printing, 3D knitting, automation and data-driven manufacturing, are further transforming the industry and enabling greater product customisation and operational efficiency.

At the same time, the industry continues to face challenges arising from fluctuations in raw material and energy prices, evolving trade policies, changing consumer behaviour and increasing regulatory requirements relating to sustainability and supply-chain transparency. Companies are therefore increasingly focusing on supply-chain diversification, inventory optimisation, digitalisation and operational efficiency to manage these challenges and strengthen resilience.

Asia-Pacific continues to remain the dominant region in the global apparel market, accounting for an estimated 36.85% of global revenue in 2025. The region benefits from a large consumer base, rising urbanisation, increasing disposable incomes and a well-established textile and apparel manufacturing ecosystem. China remains a major contributor to regional demand and global textile manufacturing, while India, Indonesia, Vietnam and other emerging markets continue to witness increasing apparel consumption and digital retail penetration.

The global sourcing landscape is also evolving, with apparel manufacturers and international brands increasingly diversifying sourcing bases beyond traditional manufacturing hubs. Countries such as Bangladesh, Vietnam, Cambodia and India are gaining greater importance as companies seek to optimise manufacturing costs, diversify supply chains and mitigate geopolitical and tariff-related risks. The continued growth of social commerce and mobile-led retail across emerging Asian markets is further reshaping consumer engagement and purchasing behaviour.

Overall, the global textile and apparel industry remains well positioned for long-term growth, supported by rising consumer demand, technological advancement, digitalisation, sustainability-led innovation and the continued expansion of emerging markets. Companies with strong brands, diversified sourcing capabilities, efficient supply chains and the ability to respond quickly to changing consumer preferences are expected to be better positioned to capture the opportunities arising from the evolving industry landscape.

THE INDIAN TEXTILE & FASHION APPAREL INDUSTRY

India's textile and apparel industry remains a strategically important sector of the Indian economy, with a strong presence across apparel, home textiles and technical textiles. India is among the world's leading producers and exporters of textiles and garments and has established a significant position across several global textile and apparel categories. The sector contributes around 2% to India's GDP and approximately 11% of manufacturing Gross Value Added (GVA), while providing employment to more than 45 million people across the value chain. The industry is supported by a large domestic consumer base, an established manufacturing ecosystem, a diverse raw-material base and increasing integration with global supply chains.

The Indian textile and apparel market continues to benefit from rising disposable incomes, urbanisation, increasing formalisation of retail, rapid digitalisation and changing consumer preferences. The domestic textile and apparel market, estimated at approximately USD 225 billion in 2025, is expected to expand significantly by 2030, supported by increasing per capita income, higher organised retail penetration, growing e-commerce adoption and the increasing preference for branded and quality-oriented products. Government initiatives aimed at strengthening domestic manufacturing, promoting technical textiles, enhancing exports and attracting investments are expected to further support the sector's long-term growth.

Source: Precedence Research / Mordor Intelligence-
https://www.precedenceresearch.com/textile-market;
https://www.mordorintelligence.com/industry-reports/apparel-market

Key Segment-Wise Market Overview

Cotton Apparel Segment:
Cotton continues to be one of the most important raw materials for the Indian apparel industry, supported by India's strong position as a major cotton producer and the widespread use of cotton across apparel and home textiles. India's cotton market was valued at approximately USD 6.9 billion in 2025 and is projected to reach around USD 9.6 billion by 2034, registering a CAGR of approximately 3.59%. Cotton remains widely preferred by Indian consumers owing to its comfort, breathability, moisture absorption and suitability across diverse climatic conditions. Its versatility enables applications ranging from everyday essentials and casualwear to premium fashion, supporting its continued relevance in the domestic apparel market.

Woollen and Winterwear Segment:
The Indian thermal and winterwear market presents attractive long-term growth opportunities, supported by rising disposable incomes, premiumisation, increasing organised retail penetration and growing consumer preference for branded and functional winter apparel. The market was valued at approximately USD 13.5 billion in 2025 and is projected to reach around USD 23.0 billion by 2034, registering a CAGR of approximately 6.1% during 2026–2034. The increasing demand for fashionable, comfortable and performance-oriented winterwear, together with expanding e-commerce and organised retail, is expected to support continued growth in the segment.

Home Textile Segment:
India's home textile market is estimated at approximately USD 11.91 billion in 2026 and is projected to reach around USD 16.76 billion by 2031, representing a CAGR of approximately 7.08%. Bed linen remains the largest category, while online channels are expected to register faster growth as consumers increasingly adopt digital purchasing platforms. Rising disposable incomes, increasing demand for branded home furnishings, changing lifestyle preferences and the expansion of direct-to-consumer and e-commerce channels are expected to remain key growth drivers.

Kids' Wear Segment:
India's kids' wear market was valued at approximately USD 11.1 billion in 2025 and is projected to reach around USD 17.4 billion by 2034, registering a CAGR of approximately 4.90% during 2026–2034. Growth is being supported by rising household incomes, increasing brand awareness among consumers and growing demand for premium, comfortable and sustainable children's apparel. E-commerce and organised retail are further expanding the availability and reach of branded kids' wear across India.

Footwear Segment:
India's footwear market was valued at approximately USD 20.67 billion in 2025 and is projected to reach around USD 47.53 billion by 2034, representing a CAGR of approximately 9.7%. Athletic and premium footwear are expected to remain among the faster-growing categories, supported by increasing disposable incomes, rising brand consciousness and evolving consumer preferences. While premiumisation is accelerating, the mass-market segment continues to benefit from India's large and value-conscious consumer base.

Athleisure Segment:
Athleisure continues to emerge as a significant growth category, supported by increasing health and fitness awareness, greater participation in wellness activities and the adoption of sports-inspired clothing as everyday casualwear. The global athleisure market is estimated at approximately USD 415.28 billion in 2026 and is projected to reach around USD 647.21 billion by 2031, registering a CAGR of approximately 9.28%. India is expected to grow at a faster pace, with the domestic athleisure market projected to expand at a CAGR of approximately 12.7% through 2033. The convergence of fashion, comfort and functionality is expected to remain a key driver of the segment.

E-Commerce and Digital Retail:
Digital commerce continues to transform India's fashion and apparel retail landscape. India's online fashion retail market is projected to grow at a CAGR of approximately 21.1% between 2026 and 2030, while the

broader direct-to-consumer (D2C) e-commerce market is estimated at USD 108.76 billion in 2026 and is projected to reach around USD 322.1 billion by 2031. Apparel and footwear represent a significant share of D2C commerce, reflecting strong consumer adoption of digital shopping platforms. Rapid digitalisation, improved logistics infrastructure, AI-enabled personalisation, wider digital payment adoption and the increasing preference for convenience are supporting the transition towards omnichannel retail.

Premium and Luxury Apparel Segment:

The Indian fashion market is witnessing increasing premiumisation, driven by rising disposable incomes, greater brand awareness and evolving consumer preferences towards quality, design and differentiated product offerings. According to Deloitte, the mid-premium apparel segment, comprising products priced between INR 3,500 and INR 7,000, is projected to grow at a strong pace, while the premium apparel segment is expected to register even faster growth. Increasing consumer willingness to experiment with brands and the growing importance of in-store experiences highlight the evolving role of brand identity, customer engagement and retail experience alongside product quality.

OUTLOOK

India's textile and apparel industry is entering a period of structural transformation, supported by strong domestic consumption, rising organised retail penetration, increasing digitalisation and expanding global sourcing opportunities. Government initiatives promoting domestic manufacturing, technical textiles, sustainability and export competitiveness are expected to further strengthen the sector.

The industry is also witnessing a shift towards branded and organised retail, premiumisation, omnichannel commerce and products offering greater comfort, functionality and sustainability. These trends are expected to create opportunities across apparel, winterwear, athleisure, kids' wear and home textiles.

With its large consumer base, diversified manufacturing capabilities, strong raw-material ecosystem and growing integration with global value chains, India is well positioned to strengthen its role as a leading global textile and apparel hub. Companies with established brands, differentiated product portfolios, strong distribution networks and the ability to adapt to changing consumer preferences are expected to be well positioned to participate in the sector's long-term growth.

COMPANY OVERVIEW

Monte Carlo Fashions Limited is one of India's leading branded apparel companies, with a strong legacy and established presence in the woollen and winterwear segment. Over the years, the Company has successfully evolved into a diversified lifestyle brand, expanding its portfolio across cotton apparel, woollen wear, home textiles, footwear, athleisure and kidswear. The Company's flagship Monte Carlo brand is complemented by a portfolio of differentiated sub-brands, including Luxuria, Rock.it, Tweens and Cloak & Decker, catering to diverse consumer segments and evolving lifestyle preferences.

The Company operates an integrated business model spanning product design, manufacturing, sourcing, branding, distribution and retail. This integrated approach enables the Company to maintain greater control over product development and quality while responding effectively to changing consumer preferences and market trends. With a strong pan-India presence, Monte Carlo has built an extensive and diversified omnichannel distribution network comprising 497 Exclusive Brand Outlets (EBOs), 1,615 Multi-Brand Outlets (MBOs), 891 National Chain Store (NCS) counters and 578 Shop-in-Shop/NCS outlets, supplemented by a growing presence across leading e-commerce platforms.

The Company continues to strengthen its retail footprint while enhancing its digital and omnichannel capabilities, enabling consumers to access its brands across multiple touchpoints. Its established brand equity, diversified product portfolio, extensive distribution network and understanding of Indian consumer preferences provide a strong foundation for sustainable growth.

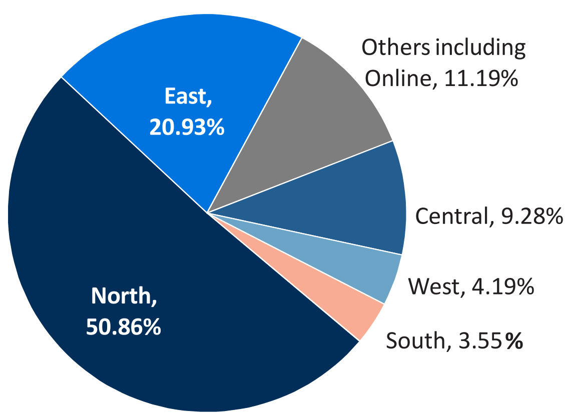
With favourable structural trends in the Indian apparel market, increasing organised retail penetration, premiumisation, digitalisation and growing consumer preference for established and quality-focused brands, Monte Carlo remains well positioned to capitalise on emerging opportunities and create sustainable long-term value for its stakeholders.

REGION & CHANNEL-WISE REVENUE BREAKUP

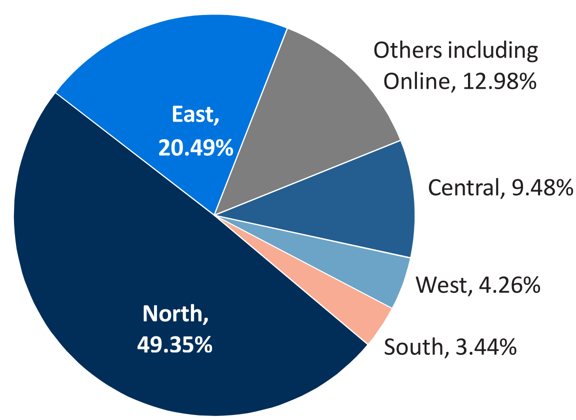
Monte Carlo offers a diversified product portfolio spanning cotton wear, woollens, home furnishings and kids' apparel, with cotton products currently contributing approximately 55% of total revenue. The Company has traditionally maintained a strong market presence across North and East India, and is now strategically focused on expanding its footprint into the Southern and Western regions of the country.

REGION WISE BREAKUP

FY25 - INR 1,48,150 Lacs

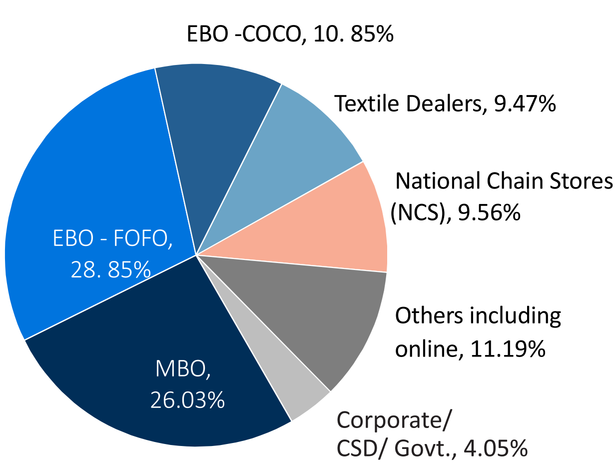


FY26 - INR 1,73,769 Lacs

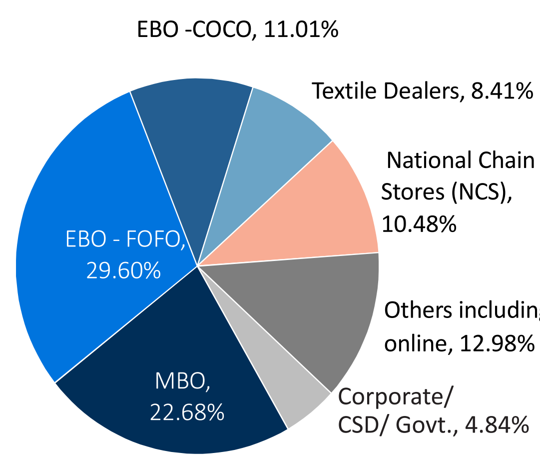


CHANNEL WISE BREAKUP

FY25 - INR 1,48,150 Lacs



FY26 - INR 1,73,769 Lacs



THE MONTE CARLO ADVANTAGE

Monte Carlo continued to invest in a 360-degree marketing strategy during FY26, leveraging television, digital, print, cinema and outdoor media to strengthen brand visibility. The Company also expanded digital campaigns for its sub-brands, reinforcing its position as one of India's leading lifestyle and winterwear brands.

Distribution Centres

Monte Carlo continued to strengthen its pan-India retail presence during FY26 through a robust distribution network comprising 497 Exclusive Brand Outlets (341 FOFO and 156 COCO), 1,615 Multi-Brand Outlets, 891 National Chain Store counters, and 578 Shop-in-Shop/NCS outlets. The Company added 26 net new EBOs during the year and further expanded its presence across leading national retail chains. Going forward, Monte Carlo intends to accelerate its retail expansion through the asset-light FOFO model, with a target of adding 40–45 Exclusive Brand Outlets annually.

Online Presence

Recognising continued momentum in digital retail, Monte Carlo's online net sales grew 38% year-on-year in FY26, with sales through the Company's own website and Rock.it platform reaching INR 496 million. Products remain available across all major e-commerce marketplaces including Amazon, Flipkart, Myntra, Ajio, Paytm, Snapdeal, LimeRoad and Tata CLiQ.

Technology & Manufacturing

Monte Carlo operates two state-of-the-art integrated manufacturing facilities in Ludhiana, Punjab, supported by an in-house design team of 26+ professionals producing approximately 900 SKUs per month. The Company manufactures 100% of its woollen clothing and approximately 70% of its cotton garments in-house, with the remaining approximately 30%- spanning categories such as home textiles, footwear and poly-blend products outsourced to third-party manufacturers. This predominantly in-house manufacturing base reduces the Company's dependency on external supply chains and limits exposure to third-party disruptions. As part of its FY27 growth strategy, the Company plans to further modernise its manufacturing facilities and warehousing infrastructure and streamline business processes to support its expanding, increasingly diversified product portfolio.

International Expansion

FY26 marked Monte Carlo's entry into direct international e-commerce, with the Company enabling direct and indirect exports through overseas platforms Joom.com and Stylishop.com. This represents a new channel for global brand reach beyond the Company's traditional domestic wholesale and retail network, laying early groundwork for international revenue diversification in the years ahead.

Quick Commerce Partnerships

The Company partnered with leading quick-commerce platforms, including Blinkit, Swiggy and Zepto, enabling deliveries within 30 minutes in select markets. This positions Monte Carlo to capture the fast-growing hyperlocal delivery segment of Indian retail, meeting rising consumer expectations around convenience and speed alongside its existing e-commerce presence. The Company also entered a strategic collaboration with Salesforce to streamline operations, enhance customer experience and strengthen long-term loyalty through digital transformation initiatives.

OPPORTUNITIES

- **Premiumisation Tailwind**

  India's premium and mid-premium apparel bands continue to grow well ahead of the broader retail sector, with the domestic luxury market also expanding at a pace significantly faster than global peers. The Company already caters to the mid-premium and premium segments through its existing portfolio, positioning it to benefit from this shift and creating room to trade consumers up within its existing categories, not just add new ones.

- **Segment-Level Headroom in Categories Monte Carlo Already Operates In**

  Beyond overall apparel market growth, the specific sub-segments Monte Carlo has entered or is entering -footwear and athleisure each carry independent, strong growth momentum of their own. This gives the Company multiple, separately expanding demand pools to draw on, rather than relying solely on its core cotton and woollen categories also reducing dependency on any single category or season.

- **Structural Digital/Quick-Commerce Runway**

  India's D2C and online fashion retail channels remain in a sustained high-growth phase. Consumer expectations around delivery speed and convenience are also evolving rapidly, with quick-commerce emerging as a meaningful new layer within online retail rather than a niche add-on. Monte Carlo's early moves into quick-commerce platforms, alongside its established presence across major e-commerce marketplaces and its own digital storefronts, position the Company ahead of this curve rather than catching up to it. As online penetration continues to deepen across smaller cities and quick-commerce adoption broadens beyond metro markets, there remains a long runway still to be captured, both in scaling existing digital channels and in extending brand reach into geographies where physical distribution remains thin.

- **Temporary Input Cost Relief**

  The government's recent suspension of customs duty on cotton imports offers near-term relief on raw material costs at a time when cotton remains a dominant input for Monte Carlo's largest product segment.

- **Strong Policy Support**

  Monte Carlo is well-positioned to benefit from continued government support for the textile sector:

  a) **Foreign Trade Agreements (FTAs):** India's concluded India-UK CETA and reduced US reciprocal tariff (down to 18% from 50%) strengthen export competitiveness for Indian apparel manufacturers, while the India-EU FTA, whose negotiations concluded in January 2026, points to further opportunity ahead.

  b) **Production-Linked Incentive (PLI) Scheme:** The government has allocated INR10,683 crore under the PLI scheme for textiles, incentivising production of man-made fibre-based apparel.

  c) **PM MITRA Parks Scheme:** Seven integrated textile parks are now operational across Gujarat, Maharashtra, Madhya Pradesh, Tamil Nadu, Karnataka, Uttar Pradesh and Telangana, backed by a INR 4,445 crore outlay, aimed at boosting manufacturing scale and global competitiveness.

  d) **GST 2.0 Rationalisation:** The September 2025 GST reforms reduced rates on mass-market garments (up to INR 2,500) from 12% to 5%, and corrected the inverted duty structure on man-made fibres and yarns, supporting demand and improving liquidity across the value chain.

  e) **Union Budget 2026-27:** The Budget introduced a comprehensive Integrated Programme for the Textile Sector, alongside Mega Textile Parks in challenge mode, reinforcing the government's continued commitment to sector growth.

RISKS & CONCERNS

Risk Management is an ongoing process within the organisation. The Company has a robust risk management framework to identify, monitor and minimise risks, overseen by the Board through a policy covering identification, assessment, monitoring and reporting of risks.

- **Regulatory Risk, Legal and Tax Compliance**
  Changes in the regulatory and tax environment can increase costs, erode margins and affect cash flows, with potential fines or reputational damage for non-compliance. The Company maintains a zero-tolerance approach to regulatory compliance and closely monitors upcoming changes, including the evolving GST structure (garments above INR 2,500 now attract an 18% rate, up from 12%), to prepare in advance and minimise business disruption.

- **Discounts**
  Both domestic and international brands continue to lean on early discounts and sales promotions to drive walk-ins and maintain market share, a trend expected to persist. This sustained discounting environment could continue to pressure realisations across the branded apparel industry, including for Monte Carlo.

- **Seasonal Nature of Business**
  Woollen knitted garments have historically contributed a meaningful share of the Company's annual turnover, concentrated in the third quarter of the financial year (reflected in FY26, where woollens accounted for 19.4% of Q4 segmental sales versus 27.7% for the full year). The Company's continued diversification into cotton, cotton-blended apparel, home furnishings, kids' wear and, most recently, footwear is expected to gradually reduce this seasonal concentration over the coming years.

- **Input Cost Risk**
  The Company's profitability remains sensitive to fluctuations in raw material, power and other input costs. Cotton and synthetic fibre prices remain volatile, influenced by weather, global demand and policy shifts, while the broader macroeconomic backdrop- including elevated energy and freight costs linked to the Middle East conflict- adds further pressure. Effectively managing procurement strategies, supplier diversification and cost optimisation remains critical to maintaining margins. The current customs duty relief on cotton imports is temporary and scheduled to lapse on 31st October 2026. Input costs could rise again once this relief expires, with the timing falling ahead of Monte Carlo's peak woollen and winter-season sourcing cycle.

- **Competition Risk**
  The continued entry of foreign brands into the Indian market has intensified competition and raised the cost of maintaining market visibility. Continuous product innovation remains essential to staying ahead of fashion trends and shifting consumer preferences; failure to manage inventory effectively and closely track consumer tastes could result in unsold stock or markdown pressure that affects margins.

- **Execution Risk in New Categories**
  As the Company scales relatively nascent categories such as footwear, athleisure and quick-commerce partnerships, it faces execution risks distinct from those in its established cotton and woollen categories, including unfamiliar supply chains, different competitive dynamics, and the risk of brand dilution if quality or positioning is not carefully managed. Successfully replicating the Company's core-category execution standards in these newer categories will be important to sustaining the strong growth rates seen in FY26.

- **Macro Headwinds from Global Growth Slowdown and Elevated Inflation**
  Moderated global growth and elevated inflation following the Middle East conflict, alongside continued global trade tension, could dampen discretionary consumer spending domestically and add cost pressure across freight and input costs beyond cotton specifically.

- **Forward Carbon Border Tax Exposure**
  While current carbon border tax regimes largely exclude finished garments and textiles, the sector's high emissions intensity places it in a watch category for future regulatory expansion, with a second carbon border regime set to take effect from a major export market in the near term. This is not an immediate cost, but a compliance risk worth monitoring as Monte Carlo scales exports.

INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY

A properly designed and consistently enforced system of operational and financial control helps the Company's Board of Directors and management to safeguard the resources, produce reliable financial reports, and comply with laws and regulations. Effective internal control also reduces the possibility of significant errors and irregularities and assists in their timely detection when they do occur. The internal Auditors regularly monitor and evaluate the efficiency and adequacy of internal control systems in the Company, its compliance with operating systems and accounting procedures, and ensures that the internal control systems are properly followed by all concerned departments of the Company. Significant audit observations and corrective actions are taken thereon and are presented to the Audit Committee of the Board.

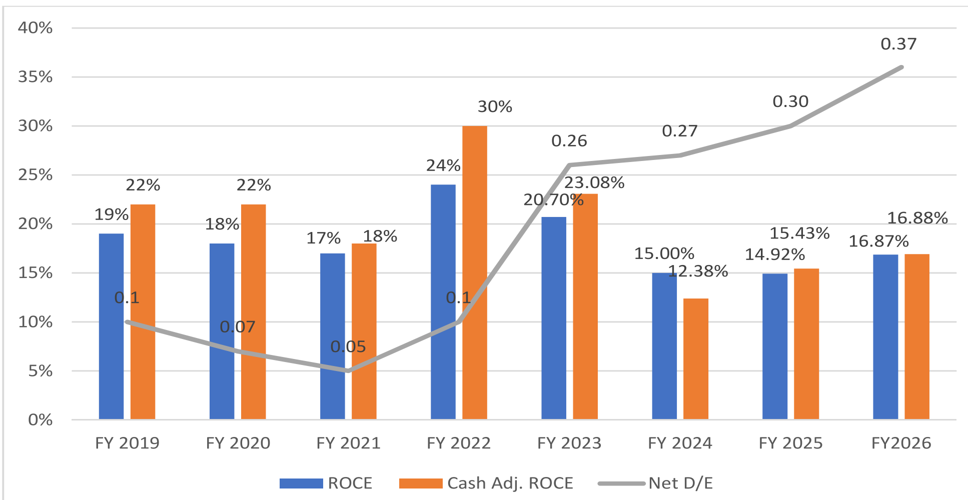
HUMAN RESOURCE & INDUSTRIAL RELATIONS

The Company has an excellent track record of cordial and harmonious industrial relations, and over the years not a single man day was lost on account of labour unrest. In view of its aggressive growth plans, the Company enhanced its focus on improving human resource productivity and efficiency. The Company is of the firm belief that human resource is the driving force that propels a Company towards progress and success. The Company is committed to the development of its people. The Industrial relations were cordial and satisfactory.

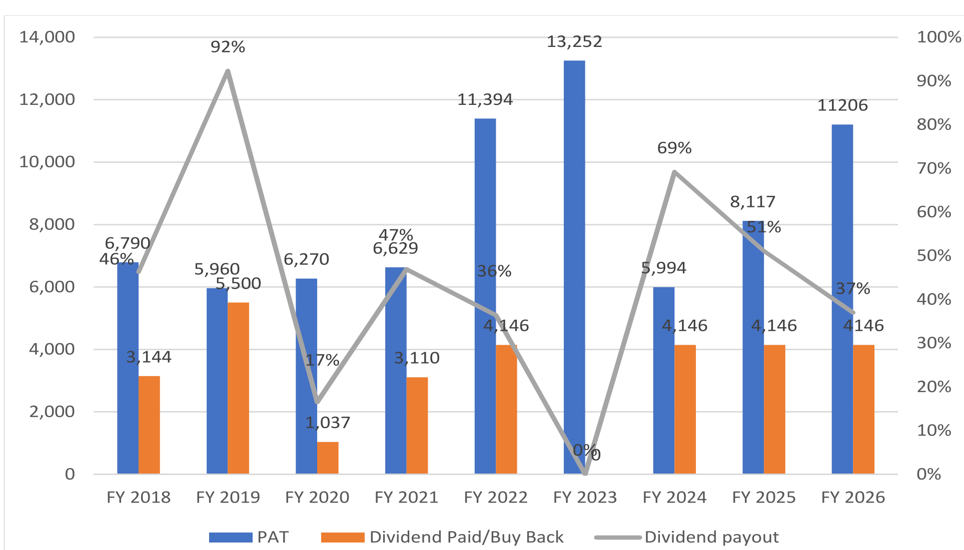
OPERATIONAL PERFORMANCE & FINANCIAL REVIEW

For the financial year ending 2026, the company reported consolidated revenues of INR 1,27,591 Lakh, reflecting a year-on-year increase of 16%. The Gross margin stood at 49.60% in FY 2026 as against 47.93% in FY 2025. PAT for the year stood at INR 11,206 Lakh as against INR 8,117 Lakh in FY 2025.

On the Balance Sheet front, the Company holds a cash balance of INR 25,489 Lakh which comprises cash and bank balance along with current and non-current investments. Long-term borrowings remain at zero, consistent with FY2025, reaffirming the company's debt-free status and reflecting strong financial discipline and efficient capital management. The net debt-to-equity ratio is 0.37 for FY 2026. ROCE and Cash Adjusted ROCE are 16.87% and 16.88% respectively, for the year.



The Company has a strong and proven track record of generating healthy, predictable and sustainable returns for its stakeholders, and remains committed to long-term wealth creation across its stakeholder base. It continues to prioritise consistency in its dividend payouts, aiming to deliver sustainable and reliable returns year after year. Reflecting this commitment, the Company has maintained a 100% dividend payout track record since 2016, and also undertook a share buyback in 2019.



SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

As per SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the Company is required to provide details of significant changes (change of 25% or more as compared to immediately previous year) in key financial ratios. Accordingly, the Company has identified the following ratios as key financial ratios:

Ratio	Unit	FY 2025-26	FY 2024-25	% Change
Debtors Turnover	Times	2.79	2.80	-0.36%
Inventory Turnover	Times	1.20	1.22	-1.64%
Interest Coverage Ratio	Times	3.16	2.62	20.61%
Current Ratio	Times	1.67	1.80	-7.22%
Debt Equity ratio	Times	0.37	0.35	5.71%
Operating Margin	%	17.81%	16.86%	5.63%
Net Margin	%	8.76%	7.25%	20.83%
Return on Net Worth	%	12.34%	9.57%	28.94%

The Reason for significant change:

Return on Net Worth: Higher due to strong growth in PAT outpacing the relatively modest increase in net worth.

FUTURE OUTLOOK

Monte Carlo's outlook for the year ahead is centred on expanding its presence in underpenetrated markets, broadening its product portfolio and strengthening its omnichannel capabilities. The Company intends to further deepen its presence across its established markets in North and East India while accelerating its expansion into the Southern and Western regions through an asset-light FOFO (Franchise Owned, Franchise Operated) model. This approach is expected to enable the Company to expand its retail footprint while maintaining capital efficiency and operational flexibility.

Product diversification will remain an important strategic priority. The Company is focused on strengthening its presence across summer wear, athleisure, blankets, quilts, ultra-premium apparel and other emerging categories. The continued expansion of these categories is aimed at broadening the Company's addressable market, increasing customer engagement across seasons and reducing the concentration of business towards the traditional winterwear season.

Digital transformation will remain another key area of focus. The Company intends to strengthen its e-commerce and direct-to-consumer (D2C) channels while evaluating opportunities in the rapidly evolving quick-commerce ecosystem. Its ongoing Salesforce-led digital transformation is expected to enhance customer engagement, data-driven decision-making and omnichannel integration. The Company will also selectively explore international opportunities through suitable overseas digital and online platforms.

The Company plans to continue investing in the modernisation of its manufacturing and warehousing infrastructure, with a focus on improving operational efficiency, scalability and supply-chain capabilities. Its established in-house manufacturing capabilities are expected to remain an important competitive strength, providing greater control over product quality, design execution and production responsiveness.

Overall, Monte Carlo's strategic direction reflects a progressive shift towards a more diversified, digitally enabled and geographically balanced business model. By expanding its product portfolio, strengthening its retail and digital reach and enhancing operational capabilities, the Company seeks to build upon its established brand equity and manufacturing strengths while creating multiple avenues for sustainable long-term growth.

CAUTIONARY STATEMENT

This document contains statements about expected future events, financial and operating results of Monte Carlo Fashions, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements will not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the management's discussion and analysis of Monte Carlo Fashions Limited for the financial year ended March 31, 2026.

For and on behalf of Board of Directors

Place: Ludhiana
Date: August 5, 2026

Jawahar Lal Oswal
Chairman & Managing Director
(DIN: 00463866)

INDEPENDENT AUDITOR'S REPORT

To The Members of Monte Carlo Fashions Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Monte Carlo Fashions Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (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, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

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

Sr. No.	Key Audit Matter	Auditor's Response
1	**Provision for Expected Sales Return-** Refer Note 2.10, 2.23, 23 and 43 to the standalone financial statements. Revenue from contracts with customers is recognised when control of the goods is transferred to the customer on satisfaction of performance obligation and is measured at the amount of transaction price (net of variable consideration and provision for sale returns) allocated to that performance obligation. The methodology and assumptions used to estimate expected sales return involves significant judgements by the Management. Such estimates are monitored and adjusted regularly in the light of contractual and legal obligations, historical trend and past experience. Once the uncertainty associated with the expected sales returns is resolved, revenue is adjusted accordingly.	**Principal audit procedures performed included the following:** • Assessed the appropriateness of the Company's revenue recognition accounting policies, including those relating to expected sales returns by comparing with applicable accounting standards and other accounting principles generally accepted in India. • Obtained an understanding of the rocess followed by the Company for estimating the expected sales returns. • Testing the design and implementation of controls that the Company has established for determining provision for sales returns and tested the operating effectiveness of such controls. • Evaluated the management estimates and judgements in determining the expected sales returns by verifying the past trend and assessed whether the methodology followed is consistent with the previous year.

	The Company has recognized provision for expected sales returns amounting to Rs. 17,160 Lakhs as at March 31, 2026. Considering the above, we have considered the estimations over expected sales returns as a key audit matter.	• Evaluated the contract terms for each type of contracts with customers to assess the reasonableness of the provision for expected sales returns and determine whether the same is in line with terms of the contract. • Traced the workings provided by the Company for provision for sales returns at the balance sheet date to underlying sales records to ensure the completeness of the sales considered for this purpose. • For selected samples, tested credit notes issued to customers and assessed the validity of claims with the underlying documents and appropriate approvals. • Assessed the appropriateness of the presentation of such provision for sales return and the disclosure made in the standalone financial statements in respect of the same.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis Report, Business Responsibility and sustainability report, Director's Report including Annexure to Director Report and Report on Corporate Governance but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Management Discussion and Analysis Report, Business Responsibility and sustainability report, Director's Report including Annexure to Director Report and Report on Corporate Governance, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 standalone financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the Company to express an opinion on the standalone financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the standalone financial statements of which we are the independent auditors.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit:
   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 including relevant records so far as it appears from our examination of those books except in relation to compliance with the requirement of audit trail as stated in (i)(vi) below.
   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
   d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   f) The modification relating to the maintenance of accounts and other matters connected therewith, is as stated in paragraph (b) above.
   g) With respect to the adequacy of the internal financial controls with reference to standalone 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 controls with reference to standalone financial statements.
   h) 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 to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
   i) 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:
      i. The Company does not have any pending litigations which would impact its financial position - Refer Note 34(A) to the standalone financial statements;
      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses - Refer Note 45(g) to the standalone financial statements;
      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company- Refer Note 45(k) to the standalone financial statements.
      iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 45(h) to the financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
          (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed

in the note 45(i) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Act, as applicable.

As stated in note 40 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with section 123 of the Act, as applicable.

vi. Based on our examination, which included test checks, the Company has used certain accounting software for maintaining its books of account for the year ended March 31, 2026 wherein:

A. in respect of an accounting software, audit trail (edit log) feature was enabled and operated throughout the year for all relevant transactions recorded in the software except that audit trail (edit log) feature was not enabled at database level. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with, in respect of this accounting software for the period for which the audit trail feature was operating;

B. in respect of another accounting software, audit trail (edit log) feature was enabled and 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 the audit trail feature being tampered with;

C. in respect of another accounting software operated by third party software service providers, used for maintaining and processing certain transactions, based on an independent auditor's report which covers the requirements of audit trail, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated during the year ended March 31, 2026. No instance of audit trail feature being tampered with has been reported in such independent auditor's report for the aforesaid year.

The audit trail that was enabled and operated till March 31, 2025, has been preserved by the Company as per the statutory requirements for record retention. Refer note 47 to the standalone financial statements

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government 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.

For Deloitte Haskins & Sells
Chartered Accountants
(Firm's Registration No.015125N)

Rajesh Kumar Agarwal
(Partner)
(Membership No. 105546)
(UDIN 26105546SQJQWP5538)

Place: Gurugram

Date: May 18, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to standalone financial statements of Monte Carlo Fashions Limited (the "Company") as at March 31, 2026 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to standalone financial statements based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements of the Company. 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 with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to standalone financial statements

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

Inherent Limitations of Internal Financial Controls with reference to standalone financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at 31st March 2026, based on the criteria for internal financial control with reference to standalone financial statements 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 **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No. 015125N)

Rajesh Kumar Agarwal
(Partner)
(Membership No. 105546)
UDIN: 26105546SQJQWP5538

Place: Gurugram
Date: May 18, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, capital work-in- progress and relevant details of right-of-use assets.

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

(b) The Company has a program of verification of property, plant and equipment and right-of-use assets so to cover all the items once every 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, plant and equipment were due for physical verification during the year and were physically verified by the Management during the year. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

(c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment, according to the information and explanations given to us and based on the examination of the registered title deeds provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date, except for the following::

<table>
<tr><th rowspan="2">Description of property</th><th colspan="2">As at the Balance sheet date (Rs. In Lakhs)</th><th rowspan="2">Held in the name of</th><th rowspan="2">Whether promoter, director or their relative or employee</th><th rowspan="2">Period held</th><th rowspan="2">Reason for not being held in name of Company</th></tr>
<tr><th>Cost</th><th>Carrying value</th></tr>
<tr><td>Land - 160 Sq yds at G. T. Road, Sherpur, Ludhiana</td><td>33</td><td>33</td><td>Bachan Singh</td><td>Not applicable</td><td>April 20, 2013</td><td rowspan="2">Purchased through sales agreement, however mutation of title deeds in the name of the Company is pending.</td></tr>
<tr><td>Land - 20 Sq yds at G. T. Road, Sherpur, Ludhiana</td><td>7</td><td>7</td><td>Kehar Singh</td><td>Not applicable</td><td>January 27, 2014</td></tr>
</table>

(d) The Company has not revalued any of its property, plant and equipment (including Right-of-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The inventories except for goods in transit and stock lying with third parties were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For stocks held with third parties at the year-end, written confirmations have been obtained and in respect of goods in transit, the goods have been received/delivered subsequent to the year end. No discrepancies of 10%

or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.

(b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the revised returns or statements comprising stock statements, book debt statements, statements on ageing analysis of the debtors, and other stipulated financial information filed by the Company with such banks are in agreement with the unaudited books of account of the Company of the respective quarters ended June 30, 2025, September 30, 2025, December 31, 2025 and March 31, 2026 and no material discrepancies have been observed.

(iii) The Company has made investments in subsidiary company, mutual funds, debentures, bonds and other parties and also granted unsecured loans to a subsidiary company and employees, during the year, in respect of which:

(a) The Company has granted loans to a company and employees during the year, details of which are given below:

Particulars	Loans (Rs. Lakhs)
A. Aggregate amount granted / provided during the year	
- Subsidiary	40
- Employees	141
B. Balance outstanding as at balance sheet date in respect of above cases	
- Subsidiary	40
- Employees	54

(b) The Investments made and the terms and conditions of the grant of all the above-mentioned loans, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

(c) The Company has granted loans to subsidiary company and employees during the year. The loan granted to the subsidiary company is in nature of loan repayable on demand, with interest being payable on semi-annual basis. During the year, the Company has not demanded such loan. Having regard to the fact that the repayment of principal has not been demanded by the Company, in our opinion the repayment of principal amount and receipt of interest is regular. In respect of loans provided to employees, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal and receipts of interest are regular as per stipulation.

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date. The loan provided to subsidiary company is in nature of loan repayable on demand, and as no demand has been made during the year, there is no overdue amount outstanding. In respect to loan provided to employees, there is no overdue amount remaining outstanding as at balance sheet date.

(e) No loans granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) The Company has granted loan to subsidiary company which is nature of repayable on demand details of which are given below:

Particulars	All Parties	Promoters	Related Parties
Aggregate of loans/advance in nature of loans - Repayable on demand	40	-	40
Total	40	-	40
Percentage of loans/advances in nature of loans to total loans	42.55%	-	42.55%

The Company has not provided any guarantee or security and not granted any advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties during the year. The Company has not made investments in firms, or Limited Liability Partnerships and has not granted any loans, secured or unsecured, firms or Limited Liability Partnerships during the year.

(iv) According to the information and explanation given to us, the Company has not provided any guarantee or security that are covered under the provisions of Section 185 of the Companies Act, 2013. In respect of loans given and investments made by the Company during the year, the Company has complied with the provisions of Section 186 of the Companies Act, 2013.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.

(vi) The maintenance of cost records has not been specified for the activities of the Company by the Central Government under section 148(1) of the Companies Act, 2013.

(vii) (a) Undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, duty of customs, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities. We have been informed that the provisions of the Sales Tax, Service Tax, duty of Excise and Value Added Tax are not applicable to the Company.

There were no undisputed amounts payable in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, duty of customs, cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2026 on account of disputes are given below:

Name of the statute	Nature of the Dues	Amount (Rs. In lakhs)	Amount paid under protest (Rs. In lakhs)	Period to which the Amount Relates	Forum where Dispute is pending
Income Tax Act, 1961	Income Tax	424.96	382.79	AY 2022-23	CIT(A)
Goods and Services Tax Act, 2017	Goods and Services Tax	305.91	14.62	FY 2017-18, FY 2019-20 to FY 2020-21s	Commissioner (Appeals)

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 during the year.

(ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, not been used during the year for long-term purposes by the Company.

(e) We report that the Company has neither taken any funds from any entity or person during the year nor it had any unutilised funds as at the beginning of the year of the funds raised through issue of shares or borrowings in the previous year and hence, reporting under clause (ix)(e) of the Order is not applicable.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiary.

(x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

(xi) a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and up to the date of this report.

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

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto December 31, 2025, and the internal audit reports issued after the balance sheet date covering the period January 01, 2026 to March 31, 2026 for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.

The Group does not have any CIC as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and 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 indicating that 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

(xx) 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.

(xxi) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule

VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No. 015125N)

Rajesh Kumar Agarwal
(Partner)
(Membership No. 105546)
(UDIN: 26105546SQJQWP5538)

Place: Gurugram
Date: May 29, 2026

Standalone Balance Sheet as at March 31, 2026
(All amounts in Rs. lakhs, unless stated otherwise)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
a) Property, plant and equipment	3	16,857	18,311
b) Right-of-use assets	4	21,773	20,203
c) Capital work-in-progress	5	2,355	30
d) Intangible assets	6	299	450
e) Financial assets			
i) Investments	7	14,537	12,231
ii) Other financial assets	8	5,623	1,465
f) Income tax assets (net)	9	389	554
g) Deferred tax assets (net)	33	3,517	2,604
h) Other non-current assets	10	1,646	864
Total non-current assets		**66,996**	**56,712**
Current assets			
a) Inventories	11	57,088	50,318
b) Financial assets			
i) Investments	7	11,314	13,790
ii) Trade receivables	12	49,905	41,618
iii) Cash and cash equivalents	13	98	90
iv) Bank balances other than cash and cash equivalents	14	15	3,369
v) Loans	15	94	49
vi) Other financial assets	8	953	1,581
c) Other current assets	10	5,248	4,717
Total current assets		**124,715**	**115,532**
TOTAL ASSETS		**191,711**	**172,244**
EQUITY AND LIABILITIES			
Equity			
a) Equity share capital	16	2,073	2,073
b) Other equity	17	88,487	81,337
Total equity		**90,560**	**83,410**

Standalone Balance Sheet as at March 31, 2026
(All amounts in Rs. lakhs, unless stated otherwise)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Liabilities			
Non-current liabilities			
a) Financial liabilities			
i) Lease liabilities	4	19,158	17,815
ii) Other financial liabilities	19	4,804	4,363
b) Other non-current liabilities	20	2,537	2,509
c) Provisions	21	152	137
Total non-current liabilities		**26,651**	**24,824**
Current liabilities			
a) Financial liabilities			
i) Borrowings	18	33,431	29,373
ii) Lease liabilities	4	5,900	4,933
iii) Trade payables			
- total outstanding dues of micro enterprises and small enterprises; and	22	3,786	3,461
- total outstanding dues of creditors other than micro enterprises and small enterprises	22	10,849	8,716
iv) Other financial liabilities	19	2,235	1,660
b) Other current liabilities	20	16,934	14,773
c) Current tax liabilities (net)	9	94	-
d) Provisions	21	1,271	1,094
Total current liabilities		**74,500**	**64,010**
TOTAL EQUITY AND LIABILITIES		**191,711**	**172,244**

The accompanying note forms an integral part of the standalone financial statements

In terms of our report attached
For **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration No. 015125N

For and on behalf of the Board of Directors

Rajesh Kumar Agarwal
(Partner)
Membership No. 105546

Jawahar Lal Oswal
Chairman and Managing Director
DIN : 00463866

Sandeep Jain
Executive Director
DIN : 00565760

Place : Gurugram
Date : May 18, 2026

Raj Kapoor Sharma
Chief Financial Officer

Ankur Gauba
Company Secretary
Membership No. FCS10577

Place : Ludhiana
Date : May 18, 2026

Standalone Statement of Profit and Loss for the year ended March 31, 2026
(All amounts in Rs. lakhs, unless stated otherwise)

Particulars		Note No.	As at March 31, 2026	As at March 31, 2025
I	Revenue from operations	23	127,591	110,041
II	Other income	24	3,614	3,491
III	**Total income (I+II)**		**131,205**	**113,532**
IV	**EXPENSES**			
	Cost of materials consumed	25	11,208	10,724
	Purchases of stock-in-trade	26	59,102	53,405
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	27	(6,003)	(6,827)
	Employee benefits expense	28	14,725	12,249
	Finance costs	29	5,109	4,787
	Depreciation and amortisation expense	30	6,560	6,017
	Other expenses	31	25,831	21,936
	Total expenses		**116,532**	**102,291**
V	**Profit before tax (III-IV)**		**14,673**	**11,241**
VI	**Tax expense:**	32		
	- Current tax expense		4,454	3,307
	- Deferred tax expense/(credit)		(954)	(46)
	Total tax expense		**3,500**	**3,261**
VII	**Profit for the year (V-VI)**		**11,173**	**7,980**
VIII	**Other comprehensive income / (loss)**			
	Items that will not be reclassified to profit or loss			
	- Re-measurement gain / (loss) on defined benefit obligations		157	(51)
	- Income tax relating to these items		(40)	13
	Items that will be reclassified to profit or loss			
	- Net fair value gain/(loss) on investment in perpetual bonds		7	(12)
	- Income tax relating to these items		(1)	3
	Other comprehensive income / (loss) for the year, net of tax		**123**	**(47)**
IX	**Total comprehensive income for the year**		**11,296**	**7,933**

X	**Earnings per equity share (nominal value Rs. 10 each)**	35		
	Basic (Rs.)		53.89	38.49
	Diluted (Rs.)		53.89	38.49

The accompanying note forms an integral part of the standalone financial statements

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Place : Gurugram
Date : May 18, 2026

Raj Kapoor Sharma
Chief Financial Officer

Ankur Gauba
Company Secretary
Membership No. FCS10577

Place : Ludhiana
Date : May 18, 2026

Standalone Statement of Cash flows for the year ended March 31, 2026

(All amounts in Rs. lakhs, unless stated otherwise)

Particulars		As at March 31, 2026	As at March 31, 2025
A.	**Cash flow from operating activities:**		
	Profit before tax	14,673	11,241
	Add: Adjustment for non-cash and non-operating items		
	Depreciation and amortisation expense	6,560	6,017
	Finance costs	5,109	4,787
	Interest income	(2,658)	(1,930)
	Gain/(loss) on foreign exchange fluctuation	1	(2)
	Provision for Impairment loss on investment (subsidiary)	825	119
	Profit on sale of investments designated at fair value through profit or loss (FVTPL)	(141)	(29)
	Gain on valuation of investment designated at fair value through other comprehensive income (FVOCI)	(7)	12
	Profit on sale of property, plant and equipment (net)	(7)	(8)
	Provision for credit impaired trade receivables written back	-	(257)
	Provision for credit impaired trade receivables	133	-
	Net effect of de-recognition of right-of-use asset and lease liability	(114)	(120)
	Net gain arising on investment designated at fair value through profit or loss (FVTPL)	(494)	(957)
	Sundry Balances written off	57	15
	Operating profit before working capital changes	**23,937**	**18,888**
	Adjusted for movement in:		
	Increase in trade receivables	(8,478)	(4,368)
	Increase in inventories	(6,770)	(6,856)
	Increase/(Decrease) in trade payables	2,457	(1,973)
	Increase in provisions	193	152
	Increase in other financial and non-financial assets	(499)	(1,121)
	Increase in other financial and non-financial liabilities	3,307	4,648
	Cash flow from operating activities before taxes	**14,147**	**9,370**
	Direct taxes paid (net of refunds and demands)	(4,195)	(2,330)
	Net cash generated from operating activities (A)	**9,952**	**7,040**
B.	**Cash flow from investing activities:**		
	Payment for Property, Plant and Equipment, Right of use assets and Intangible assets including capital advances, creditors for capital goods and Capital work-in-progress	(3,799)	(3,807)
	Proceeds from disposal of property, plant and equipment	31	27
	Purchase of investments	(8,969)	(4,939)
	Purchase of equity shares in subsidiary	(10)	-
	Proceeds from sale of investments	8,972	3,875
	Fixed Deposits not considered as cash and cash equivalents		
	-Placed	(4,083)	(735)
	-Matured	3,376	681
	Interest received	3,105	1,704
	Net cash (used in) investing activities (B)	**(1,377)**	**(3,194)**

C.	**Cash flow from financing activities:**		
	Repayment of long-term borrowings	-	(270)
	Proceeds from short-term borrowings (net of repayments)	4,058	7,944
	Payment of principal portion of lease liabilities	(3,340)	(2,530)
	Payment of interest portion of lease liabilities	(2,055)	(1,740)
	Dividend paid	(4,146)	(4,149)
	Finance cost paid	(3,084)	(3,067)
	Net cash (used in) financing activities (C)	**(8,567)**	**(3,812)**
	Net increase in cash and cash equivalents (A+B+C)	8	34
	Cash and cash equivalents at the beginning of the year	90	56
	Cash and cash equivalents at the end of the year	**98**	**90**
	Cash and cash equivalents (refer note 13) include:		
	Cash on hand	56	90
	Cheques in hand	7	-
	Balance with banks	35	-
	Total cash and cash equivalents	**98**	**90**

Notes :

i) Refer note 48, for reconciliation of liabilities whose cash flow movements are disclosed as part of financing activities in the Statement of Cash Flows.

The accompanying note forms an integral part of the standalone financial statements

In terms of our report attached
For Deloitte Haskins & Sells
Chartered Accountants
Firm's Registration No. 015125N

For and on behalf of the Board of Directors

Rajesh Kumar Agarwal
(Partner)
Membership No. 105546

Jawahar Lal Oswal
Chairman and Managing Director
DIN : 00463866

Sandeep Jain
Executive Director
DIN : 00565760

Place : Gurugram
Date : May 18, 2026

Raj Kapoor Sharma
Chief Financial Officer

Ankur Gauba
Company Secretary
Membership No. FCS10577

Place : Ludhiana
Date : May 18, 2026

Standalone Statement of changes in equity for the year ended March 31, 2026

(All amounts in Rs. lakhs, unless stated otherwise)

A. Equity share capital

	Amount
Balance as at March 31, 2024	2,073
Add: Changes during the year	-
Balance as at March 31, 2025	**2,073**
Add: Changes during the year	**-**
Balance as at March 31, 2026	2,073

B. Other equity

Particulars	Reserves and Surplus					Other comprehensive income	Total
	Capital reserve *	Capital redemption reserve	Securities premium	General reserve	Retained earnings	Debt instruments through OCI	
Balance as at March 31, 2024	**0**	**100**	**7,470**	**38,087**	**31,915**	**(23)**	**77,549**
Profit for the year	-	-	-	-	7,980	-	7,980
Remeasurement of defined benefit obligations (net of tax)	-	-	-	-	(38)	-	(38)
Fair valuation of investment in perpetual bonds (net of tax)	-	-	-	-	-	(9)	(9)
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**7,942**	**(9)**	**7,933**
Dividend	-	-	-	-	(4,146)	-	(4,146)
Balance as at March 31, 2025	**0**	**100**	**7,470**	**38,087**	**35,712**	**(32)**	**81,337**
Profit for the year	-	-	-	-	11,173	-	11,173
Remeasurement of defined benefit obligations (net of tax)	-	-	-	-	117	-	117
Fair valuation of investment in perpetual bonds (net of tax)	-	-	-	-	-	6	6
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**11,290**	**6**	**11,296**
Dividend	-	-	-	-	(4,146)	-	(4,146)
Balance as at March 31, 2026	**0**	**100**	**7,470**	**38,087**	**42,856**	**(26)**	**88,487**

* Balance as at March 31, 2024, March 31, 2025 and March 31, 2026 is less than Rs 1 Lakh, accordingly appearing as Nil.

The accompanying note forms an integral part of the standalone financial statements.

In terms of our report attached
For Deloitte Haskins & Sells
Chartered Accountants
Firm's Registration No. 015125N

For and on behalf of the Board of Directors

Rajesh Kumar Agarwal
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Place : Gurugram
Date : May 18, 2026

Raj Kapoor Sharma
Chief Financial Officer

Ankur Gauba
Company Secretary
Membership No. FCS10577

Place : Ludhiana
Date : May 18, 2026

Notes to standalone financial statements for the year ended March 31, 2026
(All amounts in Rs. lakhs, unless stated otherwise)

1. General Information

Monte Carlo Fashions Limited (the "Company") is a public company limited by shares incorporated under the provisions of the Companies Act, 1956 on 1 July 2008 and is domiciled in India. The Company's registered office is at B-XXIX-106, G.T. Road, Sherpur, Ludhiana, Punjab. Its shares are listed on both BSE Limited and National Stock Exchange of India Limited. The Company is engaged in manufacturing of designer woolen/cotton readymade apparels and trading of readymade apparels including blankets under its brand "MONTE CARLO" which has also been recognised as a "SUPERBRAND".

2 Material Accounting Policies

2.1. Statement of Compliance

The standalone financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Section 133 of the Companies Act, 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

The board of directors have considered the financial position of the Company as at March 31, 2025 and the projected cash flows and financial performance of the Company for at least twelve months from the date of approval of these financial statements.

The standalone financial statements of the Company are presented in Indian Rupee ('INR') and all values are rounded to the nearest lakhs (INR 00,000), except when otherwise indicated.

2.2. Basis of Preparation and Presentation

The standalone financial statements have been prepared on the historical cost convention on accrual basis except for certain financial instruments which are measured at fair value at the end of each reporting period, as explained in the accounting policies mentioned below. Historical cost is generally based on the fair value of the consideration given in exchange of goods or services.

All assets and liabilities have been classified as current or non-current according to the Company's operating cycle and other criteria set out in the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current non-current classification of assets and liabilities.

The principal accounting policies are set out below.

2.3. Use of Estimates and Judgements

The preparation of standalone 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, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amount of revenues and expenses for the years presented. Actual results may differ from the estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods affected.

2.4. Inventory

Inventories are initially recognised at the lower of cost and net realisable value (NRV).

Cost incurred in bringing each product to its present location and condition are accumulated as follows:

- **Raw materials and stores and spares:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted erage cost method basis.

- **Work-in-progress:** Cost is determined at raw material cost plus conversion costs depending upon the stage of completion.
- **Manufactured finished goods:** Manufactured finished goods are stated at the lower of cost or market value.Cost is determined using actual cost method of valuation in which cost of inventories comprises costs of purchase, costs of conversion and other attributable costs incurred in bringing them to their respective present location and condition.
- **Traded finished goods:** Traded finished goods are stated at the lower of cost or market value. Cost is determined using the weighted average cost basis and includes the purchase price and attributable direct costs.

Initial cost of inventories includes import duties, non-refundable taxes, transport and handling costs and any other directly attributable costs, less trade discounts, rebates and similar items.

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

2.5. Property, plant and equipment

Recognition

Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of property, plant and equipment that are not yet ready for their intended use at the reporting date. When significant parts of property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the Statement of Profit or Loss as incurred.

Transition to Ind AS

On transition to Ind AS, the Company had elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 01, 2016 measured as per the previous GAAP and used that carrying value as the deemed cost of the property, plant and equipment.

Depreciation

Depreciation on property, plant and equipment is provided on the written down value method arrived on the basis of the useful life prescribed under Schedule II of the Companies Act, 2013 except for Plant and machinery used in factory.

The estimated useful life of Plant and machinery used in factory have been assessed based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support etc.

The following useful life of assets has been taken by the Company:

Tangible assets	Useful life
Building	30 years
Plant and machinery – factory	9-10 years
Plant and machinery - Other than factory	15 years
Furniture and fixtures	10 years
Vehicles	8 years and 10 years
Office equipment	5 years
Computer equipment	3 years and 6 years

De-recognition

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

2.6. Intangible assets

Recognition

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

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

Amortisation

Intangible assets are amortised on straight-line basis over the useful life as estimated by the management.

Intangible assets	Useful life
Software	5 years

De-recognition

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit or Loss when the asset is derecognised.

2.7. Impairment of non-financial assets

The carrying values of assets/cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognised for an asset in earlier accounting periods which no longer exists or may have decreased, such reversal of impairment loss is recognised in the statement of profit and loss, to the extent the amount was previously charged to the statement of profit and loss.

2.8. Functional and presentation currency

The standalone financial statements are presented in Indian Rupees (Rs.), which is also the Company's functional currency.

Initial recognition

Transactions in foreign currencies are initially recorded by the Company at its functional currency spot rates at the date the transaction first qualifies for recognition.

Subsequent measurement

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of Profit or Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in other comprehensive income (OCI) or profit or loss are also recognised in OCI or profit or loss, respectively).

2.9. Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the standalone financial statements on a recurring basis, Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period or each case.

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

2.10. Revenue recognition

Sale of goods:

Revenue from contracts with customers is recognised when control of the goods is transferred to the customer on satisfaction of performance obligations. The Performance obligations as per contracts with customers are fulfilled at the time of dispatch or delivery of goods depending upon the terms agreed with customer.

The Company has concluded that revenue arrangements with its business partners/customers are on principal to principal basis.

Revenue towards satisfaction of performance obligation is measured at the amount of transaction price (net of variable consideration and provision for sales returns) allocated to that performance obligation.

Amounts disclosed as revenue are net of returns and trade discounts, rebates, incentives, etc. The Company collects goods and services tax on behalf of the government and therefore, these are not economic benefits flowing to the Company. Hence, these are excluded from the revenue.

Variable consideration includes trade discounts, rebates and incentives, etc. The Company uses its accumulated historical experience to estimate the variable consideration using the expected value method.

Under the Company's standard contract terms, customers have a right of return goods as per Company's policy. At the point of sale, a refund liability and a corresponding adjustment to revenue is recognised for those products expected to be returned. At the same time, the Company has a right to recover the product when customers exercise their right of return; consequently, the Company recognises a right-to-returned-goods asset and a corresponding adjustment to change in inventory. The Company uses its accumulated historical experience to estimate the goods that will be returned using the expected value method because this method best predicts the amount of returns to which the Company will be entitled.

Interest income:

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

For all financial assets measured at amortised cost, interest income is recorded using the effective interest rate (EIR) i.e. the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial assets. The future cash flows include all other transaction costs paid or received, premiums or discounts if any, etc.

Insurance and other claims

Revenue in respect of claims is recognised when no significant uncertainty exists with regard to the amount to be realised and the ultimate collection thereof.

2.11. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur.

2.12. Financial instruments

Financial instruments are recognised when the Company becomes a party to the contractual provisions of the instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value.

If the Company determines that the fair value at initial recognition differs from the transaction price, the Company accounts for that instrument at that date as follows:

- at the measurement basis mentioned above if that fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets. The Company recognises the difference between the fair value at initial recognition and the transaction price as a gain or loss.

- in all other cases, at the measurement basis mentioned above, adjusted to defer the difference between the fair value at initial recognition and the transaction price. After initial recognition, the Company recognises that deferred difference as a gain or loss only to the extent that it arises from a change in a factor (including time) that market participants would take into account when pricing the asset or liability.

Subsequent measurement of financial assets and financial liabilities is described below.

Financial assets

Classification and subsequent measurement

For the purpose of subsequent measurement, financial assets are classified into the following categories upon initial recognition:

i. **Financial assets at amortised cost –** a financial instrument is measured at amortised cost if both the following conditions are met:

   - The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
   - Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

     After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest method.

ii. **Financial assets carried at fair value through other comprehensive income (FVTOCI)** - A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling the financial asset. Fair value movements are recognised in the other comprehensive income (OCI). However, the Company recognises interest income, impairment losses and reversals in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from equity to the statement of profit and loss.

iii. **Financial assets carried at fair value through Profit or Loss (FVTPL)** - Financial assets that do not meet the amortised cost criteria or fair value through other comprehensive income criteria are measured at fair value through profit or loss.

   Investment in Mutual funds – All Investments in mutual funds in scope of Ind-AS 109 are measured at fair value through profit and loss (FVTPL).

   Investments in equity instruments – The Company subsequently measures all equity investments (other than subsidiaries) at fair value (either through profit or loss or through other comprehensive income). Dividends from such investments are recognised in the Statement of Profit or Loss as other income when the Company's right to receive payments is established.

De-recognition of financial assets

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

Financial liabilities

Subsequent measurement

After initial recognition, the financial liabilities, other than derivative liabilities, are subsequently measured at amortised cost using the effective interest method.

Amortised cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The effect of EIR amortisation is included as finance costs in the statement of profit and loss.

Derivative liabilities - All derivative liabilities are measured at fair value through profit and loss (FVTPL).

De-recognition of financial liabilities

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

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

2.13. Retirement and other employee benefits

Defined contribution plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service. The Company has no obligation other than the contribution payable to the Provident Fund.

Defined benefit plans

The Company operates a defined benefit gratuity plan in India. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Other short term benefits

Expense in respect of other short-term benefits is recognised on the basis of amount paid or payable for the period during which services are rendered by the employees.

2.14. Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of reimbursement (if any).

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the standalone financial statements.

Contingent assets are not recognised. However, when inflow of economic benefits is probable, related asset is disclosed.

2.15. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

Potential ordinary shares shall be treated as dilutive when, and only when, their conversion to ordinary shares would decrease earnings per share or increase loss per share from continuing operations.

2.16. Leases

The Company's lease asset classes primarily consist of leases for showrooms taken on rent. The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The Company has several lease contracts that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination, including: whether there are significant penalties to terminate (or not extend); whether any leasehold improvements are expected to have a significant remaining value; historical lease durations; the importance of the underlying asset to the Company's operations; and the costs and business disruption required to replace the leased asset. The Company typically exercises its option to renew (or does not exercise its option to terminate) for the leases because there will be a negative effect on the sale of its products if a replacement is not readily available and also due to the cost of the leasehold improvements.

The Company assesses whether a contract is or contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

(i) the contract involves the use of an identified asset,

(ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease, and

(iii) the Company has the right to direct the use of the asset.

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

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made.

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased assets.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as cash flows from financing activities.

2.17. Income taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits (Minimum alternate tax credit entitlement) and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.18. Non-current assets or disposal group held for sale

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

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales/ distribution of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned. The Company treats sale of the asset highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

2.19. Government grants and subsidies

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

When the grant or subsidy relates to revenue, it is recognised as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate. Where the grant relates to an asset, it is recognised as deferred income and released to income in equal amounts over the expected useful life of the related asset.

2.20. Segment reporting

The Company's business operation comprises of single operating segment of manufacturing/trading of textile garments. Operating segment has been identified on the basis of nature of products and reported in a manner consistent with the internal reporting provided to Chief Operating Decision Maker ('CODM').

2.21. Cash and cash equivalents

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

2.22. Cash dividend distribution to equity holders

The Company recognises a liability to make cash distributions to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

2.23. Significant accounting judgements, estimates and assumptions

In the application of the Company's accounting policies, which are described as stated above, the Board of Directors of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

Key sources of uncertainty

The following are the areas of estimation uncertainty and critical judgements that the management has made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

Right to recover returned goods and refund liabilities

The methodology and assumptions used to estimate expected sales return involves significant judgments by the Management. Such estimates are monitored and adjusted regularly in the light of contractual and legal obligations, historical trend and past experience. Once the uncertainty associated with the expected sales returns is resolved, revenue is adjusted accordingly.

Provision for discount

At each balance sheet date, management estimates the adequacy of provision for discounts to be given to its customers on the sales made by the Company on the basis of historical trend, past experience and discount policies.

Defined benefit plans

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

Useful lives of depreciable property, plant and equipment and intangible assets

Management reviews the useful lives of depreciable/amortisable assets at each reporting date.

As at March 31, 2026 management assessed that the useful lives represent the expected utility of the assets to the Company.

Recoverability of advances/receivables

At each balance sheet date, management assess recoverability of advances/receivables based on ageing and credit risk to determine the adequacy of allowances for doubtful receivables / advances.

2.24. Applicability of New and Revised Ind AS

New standards, interpretations and amendments adopted by the Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules, as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of the existence of a right to defer settlement of the liability for at least 12 months after the reporting date and instead requires that the said right should exists on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 - The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any impact in its financial statements.

Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and require companies to disclose that they have applied the relief. This relief is immediate and applies retrospectively. The amendments also require companies to provide new disclosures to compensate for potential loss of information resulting from the relief. Such disclosures are to be provided for annual reporting periods beginning on or after April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any impact in its financial statements.

Standards notified but not yet effective:

There are no standards that are notified and not yet effective as on the date

Notes to standalone financial statements for the year ended March 31, 2026
(All amounts in Rs. lakhs, unless stated otherwise)

3 Property, plant and equipment

Particulars	As at March 31, 2026	As at March 31, 2025
Carrying amount of	5,067	5,067
Freehold land	7,515	8,272
Buildings	2,537	3,075
Plant and equipment	331	315
Office equipment	501	599
Furniture and fixtures	443	491
Leasehold Improvement	463	492
Vehicles	**16,857**	**18,311**

Particulars	Freehold land	Buildings	Plant and equipment	Office equipment	Furniture and fixtures	Leasehold Improvement	Vehicles	Total
Cost / Deemed Cost								
Balance as at March 31, 2024	3,875	14,562	11,458	800	1,119	284	1,163	33,261
Additions	1,192	200	841	196	310	296	154	3,189
Disposals	-	(0)	(164)	(58)	(10)	-	(87)	(319)
Balance as at March 31, 2025	**5,067**	**14,762**	**12,135**	**938**	**1,419**	**580**	**1,230**	**36,131**
Additions	-	39	193	188	59	52	149	680
Disposals	-	-	(266)	(78)	(5)	-	(62)	(411)
Balance as at March 31, 2026	**5,067**	**14,801**	**12,062**	**1,048**	**1,473**	**632**	**1,317**	**36,400**
Accumulated depreciation								
Balance as at March 31, 2024	-	5,633	8,351	513	674	18	608	15,796
Depreciation expense	-	857	863	166	155	71	211	2,323
Disposals	-	(0)	(154)	(56)	(10)	-	(80)	(300)
Balance as at March 31, 2025	**-**	**6,490**	**9,060**	**623**	**819**	**89**	**739**	**17,820**
Depreciation expense	-	796	716	168	156	100	174	2,110
Disposals	-	-	(251)	(74)	(4)	-	(58)	(387)
Balance as at March 31, 2026	**-**	**7,286**	**9,525**	**717**	**971**	**189**	**855**	**19,543**
Carrying amount								
Balance as at March 31, 2024	3,875	8,929	3,107	287	444	266	556	17,465
Additions	1,192	200	841	196	310	296	154	3,189
Disposals	-	(0)	(11)	(2)	(0)	-	(7)	(19)
Depreciation expense	-	(857)	(863)	(166)	(155)	(71)	(211)	(2,323)
Balance as at March 31, 2025	**5,067**	**8,272**	**3,075**	**315**	**599**	**491**	**492**	**18,311**
Additions	-	39	193	188	59	52	149	680
Disposals	-	-	(15)	(4)	(1)	-	(4)	(24)
Depreciation expense	-	(796)	(716)	(168)	(156)	(100)	(174)	(2,110)
Balance as at March 31, 2026	**5,067**	**7,515**	**2,537**	**331**	**501**	**443**	**463**	**16,857**

Notes:

i) Refer note 34 for disclosure of capital commitments for the acquisition of property, plant and equipment.

ii) Refer note 36 for disclosure of assets held as security.

iii) Details of immovable properties whose title deeds are not held in the name of the Company as at the balance sheet date.

Description of Item of Property	Carrying Value	Period held since	Reason for not being held in the name of the Company
Land - 160 Sq yds at G. T. Road, Sherpur, Ludhiana	33	13 years	Purchased through sales agreement, however mutation of title deeds in the name of the Company is pending.
Land - 20 Sq yds at G. T. Road, Sherpur, Ludhiana	7	12 years	

Except for above, the title deeds of all immovable properties are held in the name of the Company.

iv) The Company has not revalued its Property, plant and equipment during the year.

4. Right-of-use assets and lease liabilities

The Company has entered into various lease agreements for acquiring space for Exclusive Brand Stores and Warehouses. Such lease contracts include monthly fixed payments for rentals. The lease contracts are generally cancellable at the option of lessee during the lease tenure after the completion of non-cancellable period. There are no significant restrictions imposed under the lease contracts.

The following table presents the reconciliation of changes in the carrying value of Right-of-use assets (ROU) assets for the year ended March 31, 2026 and March 31, 2025:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	20,203	14,697
Addition for new leases	7,172	9,625
Deletions for terminated leases	(1,313)	(584)
Depreciation expense (recognised in Statement of Profit and Loss)	(4,289)	(3,535)
Balance as at the year end	**21,773**	**20,203**

Right-of-use asset assets are amortised from the commencement date on a straight-line basis over the lease term. The aggregate depreciation expense on Right-of-use asset assets is included under depreciation and amortisation expense in the Statement of Profit and Loss

The following is the break-up of current and non-current lease liabilities:-

Particulars	As at March 31, 2026	As at March 31, 2025
Financial liabilities at amortised cost		
Non-current lease liabilities	19,158	17,815
Current lease liabilities	5,900	4,933
	25,058	**22,748**

The following is the movement in lease liabilities :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	22,748	16,498
Addition for new leases	7,077	9,485
Impact of lease derecognised	(1,427)	(704)
Interest expense on lease liabilities (recognised in Statement of Profit and Loss)	2,055	1,739
Payment of lease liabilities (Cash outflow for leases)	(5,395)	(4,270)
Balance as at the year end	**25,058**	**22,748**

Rent expense recorded towards short term and variable lease payments amounts to Rs. 457 lakhs (Previous year: Rs. 453 Lakhs)

The maturity analysis of lease liabilities is disclosed in Note 39.

5. Capital work-in-progress

(a) Changes in Capital work-in-progress are as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	30	8
Additions during the year	2,363	812
Transfer to Property, plant and equipment	(38)	(790)
Balance as at the year end	**2,355**	**30**

(b) Capital work-in-progress ageing schedule

Projects in progress	Amounts in Capital work-in-progress for a periods of				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
As at March 31, 2026	2,355	-	-	-	2,355
As at March 31, 2025	30	-	-	-	30

(c) There are no overdue or cost overrun projects compared to its original plan and no projects which are temporarily suspended as at March 31, 2026 and March 31, 2025.

Notes:

i) Refer note 36 for disclosure of assets held as security.

6 Intangible assets

Particulars	Software (Acquired)	Total
Cost / Deemed Cost		
Balance as at March 31, 2024	1,017	1,017
Additions	12	12
Disposal	-	-
Balance as at March 31, 2025	**1,029**	**1,029**
Additions	10	10
Disposal	-	-
Balance as at March 31, 2026	**1,039**	**1,039**
Accumulated amortisation		
Balance as at March 31, 2024	420	420
Amortisation expense	159	159
Disposal	-	-
Balance as at March 31, 2025	**579**	**579**
Amortisation expense	161	161
Disposal	-	-
Balance as at March 31, 2026	**740**	**740**
Carrying amount		
Balance as at March 31, 2024	597	597
Additions	12	12
Disposal	-	-
Amortisation expense	(159)	(159)
Balance as at March 31, 2025	**450**	**450**
Additions	10	10
Disposal	-	-
Amortisation expense	(161)	(161)
Balance as at March 31, 2026	**299**	**299**

7. Non-current investments

Particulars	Units as at March 31, 2026	Units as at March 31, 2025	As at March 31, 2026		As at March 31, 2025	
			Non Current	Current	Non Current	Current
Category-wise investments						
Investment in equity instruments			636	-	1,451	-
Investment in debentures/bonds			12,972	1,756	10,141	1,760
Investment in mutual funds			-	9,558	-	12,030
Investment in Alternative Investment funds			929	-	639	-
			14,537	**11,314**	**12,231**	**13,790**

7.1 Investment in equity instruments carried at cost

Investment in Subsidiary - Unquoted						
MCFL Ventures Limited (Formerly Monte Carlo Home Textiles Limited) (Face Value of Rs. 10 each)	15,700,000	15,700,000	1,570	-	1,570	-
Less: Provision for Impairment loss on investment			(944)	-	(119)	-
MCFL Energy Projects Private Limited (Face Value of Rs. 10 each)	100,000		10	-	-	-
			636	**-**	**1,451**	**-**

7.2 Investments in debentures/bonds
Investments carried at fair value through other comprehensive income (FVTOCI) - Quoted

Particulars	Units as at March 31, 2026	Units as at March 31, 2025	As at March 31, 2026		As at March 31, 2025	
			Non Current	Current	Non Current	Current
Bonds						
Bank of Baroda ASR XVI 8.15 BD Perpetual having Face Value of Rs. 10 Lakhs each	-	10	-	-	-	100
Canara Bank SRIII 8.50 BD Perpetual having Face Value of Rs. 10 Lakhs each	-	10	-	-	-	100
Indian Bank SR IV 8.44 LOA Perpetual having Face Value of Rs. 10 Lakhs each	-	10	-	-	100	-
National Highways Authority of India SRI 7.26 BD 10 AG38 having Face Value of Rs. 10 Lakhs each	30	30	311	-	307	-
Punjab National Bank SR XIV 8.50 LOA Perpetual having Face Value of Rs. 100 Lakhs each	2	2	-	200	200	-
State Bank of India SRI 7.72 BD Perpetual having Face Value of Rs. 100 Lakhs each	6	6	-	620	618	-
State Bank of India SR II 7.73 BD Perpetual having Face Value of Rs. 10 Lakhs each	-	30	-	-	-	311
Debentures						
Tata Motors Finance Limited SR B 10 NCD 29MR29 having Face Value of Rs. 10 Lakhs each	40	40	400	-	400	-
			711	**820**	**1,625**	**511**
Investments carried at fair value through other comprehensive income (FVTOCI) - Unquoted						
Bonds						
Tata International Limited 9.10 LOA having Face Value of Rs. 10 Lakhs each	-	100	-	-	-	1,000
			-	**-**	**-**	**1,000**

Investments carried at amortised cost - Quoted

Bonds						
Government of India 11007 GOI 05DC30 8.97 having Face Value of Rs. 100 each	229,000	229,000	250	-	250	-
National Bank for agriculture and rural development SR-IIA 7.35 BD 23MR31 having Face Value of Rs. 1,000 each	20,000	20,000	223	-	223	-
Punjab National Bank SR XV, 8.75% LOA Perpetual having Face Value of Rs. 100 Lakhs each	2	2	200	-	200	-
U.P. Power Corporation Limited SR I STRPP D 9.70 BD 31MR28 having Face Value of Rs. 10 Lakhs each	20	20	200	-	200	-
GOI Loan 2036, 7.54% having Face Value of Rs. 100 each	1,000,000	1,000,000	1,017	-	1,017	-
Debentures						
TMF Holdings Limited SR B 7.3029 NCD Perpetual having Face Value of Rs. 10 Lakhs each	50	50	478	-	478	-
LIC Housing Finance Limited TR 421 7.90 NCD 23JU27 having Face Value of Rs. 10 Lakhs each	50	50	501	-	501	-
10% Adani Airport Holdings Ltd. Redeemable NCD Series II having face value of Rs. 1 lakh each	5,000	5,000	500	-	500	-
9.35% A K Capital Finance Limited 2027 having face value of Rs. 1 lakh each	300	300	300	-	300	-
			3,669	**-**	**3,669**	**-**

Investments carried at amortised cost - Unquoted

Particulars	Units as at March 31, 2026	Units as at March 31, 2025	As at March 31, 2026		As at March 31, 2025	
			Non Current	Current	Non Current	Current
Debentures						
Tata Capital Financial Services Limited SR A FY22-23 OPT II 7.65 NCD 29AP32 having Face Value of Rs. 10 Lakhs each	30	30	301	-	301	-
Series A, Senior Secured, NCD unrated and unlisted (Bemco Pvt. Ltd.) having face value of Rs. 10 Lakhs each	50	50	500	-	500	-
Sharp Agricom Limited Secured Urated Unlisted Reedemable Non Convertible Debentures having face value of Rs. 10 Lakhs each	20	20	157	-	200	-
Whizdm Finance Private Limited 12.73 NCD 15Ap26 having face value of Rs. 50 Lakhs each	10	10	-	42	500	-
Vikran Engineering Limited TR 2 12 NCD 10Ap26 having face value of Rs. 50 Lakhs each	6	6	-	299	299	-
Casagrand Hyderwise Private Limited SRI 10 NCD 31Dc29 having face value of Rs. 1 Lakh each	200	200	200	-	200	-
Incred Financial Services Limited SR II 9.80 NCD 02MY25 having Face Value of Rs. 1,000 each	-	10,000	-	-	-	100
Agilemed Investments Private Limited Secured Unrated Unlisted reedeemable NCD Series A having Face Value of Rs.10 Lakh each	-	100	-	-	978	-
Hella Infra Market Pvt Ltd 10.57% SEC NCD SR 2 having face value of Rs. 10,000 each	-	7,000	-	-	274	-

Series A, Senior Secured, NCD unrated and unlisted (Betul Wind Farms Pvt. Ltd.) having face value of Rs. 10 lakh each	-	100	-	-	995	-
Matrix Pharma Private Limited IIA 10.80 NCD 04AG25 having face value of Rs.1 Lakhs each	-	300	-	-	-	149
Valley Iron & Steel Company Limited NCD having face value of Rs. 10 Lakhs each	60	60	473	-	600	-
Brian Builders Era Foundation Series-B (JECRC) (BBEF Debt) having face value of Rs.10 Lakhs each	20	-	200	-	-	-
Saphire Maintenance Services Pvt. Ltd.SR A TR 1 18 NCD having face value Rs. 10 Lakhs each	50	-	448	-	-	-
Subramanya Constructions and Development Company 19% interest having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
Whizdm Finance Private Limited 11.39 NCD 21AP26 having face value of Rs. 50 Lakhs each	8	-	-	20	-	-
Empee Hotels Limited NCDs having face value of Rs.100 Lakhs each	5	-	433	-	-	-
C.K.R Resorts Private Limited- Series A 15.50% interest having face value of Rs. 10 Lakhs each	50	-	-	500	-	-
Candeur Builders Private Limited- Series A by Motilal Oswal Finvest Limited 14.49% interest having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
Embassy One Developers Private Limited SR A2 NCD 31AG29 having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
Mpokket Financial Services Privtae Limited 13 NCD 09OT26 having face value of Rs. 10 Lakhs each	30	-	149	75	-	-
Deepak Hotels Infra Pvt. Ltd. 16.65% Interest having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
NSSL Private Limited SR B 17 NCD 11OT25 having face value of Rs. 10 Lakhs each	50	-	426	-	-	-
Ashoka Builders India Private LimitedSR III 14.49 NCD 31MR30 having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
Vidarbha Minerals and Energy Private Limited NCD 16.65% Interest having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
Casagrand Lotus Private Limited SR II 12 NCD 31MR31 having face value of Rs. 1 Lakh each	300	-	310	-	-	-
Whizdm Finance Private Limited 12.25 NCD 29OT27 having face value of Rs. 100 Lakhs each	5	-	495	-	-	-
KW Homes Private Limited SR A TR 1 17.05 NCD 28FB30 having face value of Rs. 10 Lakhs each	100	-	1,000	-	-	-
Emmel Logistics NCD for 15 Months @ 19% Monthly having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
			8,592	**936**	**4,847**	**249**
			12,972	**1,756**	**10,141**	**1,760**

7.3 Investment in mutual funds
Investments carried at fair value through profit or loss (FVTPL) - Quoted

Particulars	Units as at March 31, 2026	Units as at March 31, 2025	As at March 31, 2026		As at March 31, 2025	
			Non Current	Current	Non Current	Current
Debentures						
ICICI Prudential corporate bond fund - Direct Plan - Growth having face value of Rs. 10 each	5,282,959	5,282,959	-	1,715	-	1,614
ICICI Prudential banking and PSU debt fund - Direct Plan - Growth having face value of Rs. 10 each	846,178	846,178	-	299	-	282
Bandhan Regular Saving Fund-Growth-(Direct Plan) [erstwhile IDFC Regular Saving Fund-Growth-Direct Plan] having face value of Rs. 10 each	2,105,505	3,608,935	-	750	-	1,253
Bandhan Banking & PSU Debt Fund-Direct Plan-Growth [erstwhile IDFC Banking & PSU Debt Fund-Direct Plan-Growth] having face value of Rs. 10 each	2,775,449	5,360,422	-	728	-	1,329
Bandhan Corporate Bond Fund Direct Plan-Growth [erstwhile IDFC Corporate Bond Fund- Direct plan - Growth] having face value of Rs. 10 each	-	3,305,532	-	-	-	640
Bandhan CRISIL IBX Gilt June 2027 Index Fund Direct Plan-Growth [erstwhile IDFC CRISIL IBX Gilt June 2027 Index Fund Direct Plan-Growth] having face value of Rs. 10 each	-	1,999,900	-	-	-	254
Bandhan Bond Fund-Medium Term Plan-Growth-Direct Plan [Idfc Bond Fund-Medium Term Plan-Growth-Direct Plan] having face value of Rs. 10 each	1,032,215	1,032,215	-	530	-	503
Bandhan Bond Fund-Short Term Plan-Growth-Direct Plan [erstwhile IDFC Bond Fund -Short term Plan] having face value of Rs. 10 each	1,076,466	1,076,466	-	684	-	643
HDFC corporate bond fund - direct plan - growth option having face value of Rs. 10 each	6,297,367	7,494,036	-	2,150	-	2,439
ICICI prudential bond fund - Direct plan - Growth having face value of Rs. 10 each	835,094	835,094	-	361	-	349
AXIS Short Term Fund-Direct Plan-Growth having face value of Rs. 10 each	1,189,680	1,189,680	-	418	-	392
Kotak Corporate Bond Fund Direct Growth having face value of Rs. 1,000 each	27,038	27,038	-	1,103	-	1,040
SBI Dynamic Bond Fund- Direct plan- Growth option having face value of Rs. 10 each	349,170	349,170	-	140	-	134
SBI Corporate Bond Fund - Direct Plan-Growth having face value of Rs. 10 each	4,121,500	7,419,569	-	680	-	1,158
			-	**9,558**	**-**	**12,030**

7.4 Investment in Alternative Investment Fund through profit or loss (FVTPL) - Unquoted

A K Securitization & Credit Opportunities Fund II	50,000	50,000	500	-	500	-
UTI Structured Debt Opportunities Fund III - Class F1	95,566	95,566	100	-	99	-
Incred Special Opportunities Fund I	150,000	40,000	154	-	40	-
Neo Special Opportunities Fund-II	175,000	-	175	-	-	-
			929	**-**	**639**	**-**
Total Investments			**14,537**	**11,314**	**12,231**	**13,790**

Aggregate book value of quoted investments			4,380	10,378	5,294	12,541
Aggregate market value of quoted investments			4,380	10,378	5,294	12,541
Aggregate carrying value of unquoted investments (net of impairment)			10,157	936	6,937	1,249
Aggregate value of impairment of investments			944	-	119	-

Details of investment in subsidiary companies

Detail of subsidiary companies at the end of the reporting period are as follows:

Name of Company	Relationship	Place of incorporation and principal place of business	Proportion of ownership interest and voting rights held by Company	
			31-Mar-26	31-Mar-25
MCFL Ventures Limited (Formerly Monte Carlo Home Textiles Limited)	Wholly Owned Subsidiary	India	100%	100%
MCFL Energy Projects Private Limited	Wholly Owned Subsidiary	India	100%	0%

Notes: i) Refer note 36 for disclosure of assets held as security.

8. Other financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
Financial assets carried at amortised cost		
(Unsecured and considered good, unless otherwise stated)		
Non-Current		
Fixed deposits with banks more than 12 months maturity *	4,098	40
Security deposits	1,525	1,425
	5,623	**1,465**
Current		
Interest accrued but not due on fixed deposits, bonds and debentures	412	859
Recoverable from related party (refer note 42)	13	157
Others recoverable **	528	565
	953	**1,581**

* Includes Rs. 42 lakhs (March 31, 2025: Rs. 40 Lakhs) pledged against the utilisation of non fund based limits.

** Includes recoverable from commission agents and interest receivables from customers.

Notes: i) Refer note 36 for disclosure of assets held as security.

9. Income tax assets/Current tax liabilities (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax assets		
Income tax receivable (net)	389	554
Current tax liabilities		
Income tax payable (net)	94	-

10 Other assets

Particulars	As at March 31, 2026	As at March 31, 2025
(Unsecured and considered good, unless otherwise stated)		
Non-Current		
Capital advances	1,639	861
Prepaid expenses	7	3
	1,646	**864**
Current		
Advances to suppliers	1,412	1,324
Prepaid expenses	216	345
Balances with statutory and government authorities		
- Considered good	3,617	2,974
- Considered Doubtful	9	9
Less: Allowances for doubtful balances with statutory and government authorities	(9)	(9)
Others recoverable	3	74
	5,248	**4,717**

Note: i) Refer note 36 for disclosure of assets held as security.

11. Inventories

Particulars	As at March 31, 2026	As at March 31, 2025
(Valued at lower of cost and net realisable value)		
Raw materials	4,497	3,942
Work-in-progress	1,000	1,091
Finished goods	14,086	13,055
Stock-in-trade	26,774	23,137
Stores and spares	1,293	1,081
Right to recover returned goods	9,438	8,012
	57,088	**50,318**
Inventory includes in transit inventory of:		
Raw materials	61	112
Stock-in-trade	993	613

Note:

i) Refer note 36 for disclosure of assets held as security.

ii) The cost of inventories recognised as an expense during the year in respect of continuing operations was Rs. 88,167 Lakhs (previous year Rs. 78,606 Lakhs).

iii) The cost of inventories recognised as an expense includes Rs. 61 Lakhs (previous year Rs. 84 Lakhs) in respect of write-downs of inventory to net realisable value.

12 Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Receivable from related parties (Refer Note 42)		
- Unsecured, considered good	-	-
Receivable from others		
- Unsecured considered good	49,905	41,618
- Significant increase in Credit risk	451	318
Less:- Allowances for expected credit loss	(451)	(318)
	49,905	**41,618**

Notes: i) Trade Receivables ageing schedule

Particulars	Undisputed trade receiables			Allowance for expected credit loss	Net balance at year end
	Considered goods	Significant increase in credit risk	Total		
Ageing of Receivables from due date of payment as at March 31, 2026					
Not Due	18,584	-	18,584	-	18,584
Less than 6 months	29,529	-	29,529	-	29,529
6 months to 1 year	1,339	-	1,339	-	1,339
1 to 2 years	453	209	662	209	453
2 to 3 years	-	120	120	120	-
More than 3 years	-	122	122	122	-
	49,905	**451**	**50,356**	**451**	**49,905**

Ageing of Receivables from due date of payment as at March 31, 2025

Not Due	14,158	-	14,158	-	14,158
Less than 6 months	25,702	-	25,702	-	25,702
6 months to 1 year	1,273	-	1,273	-	1,273
1 to 2 years	485	92	577	92	485
2 to 3 years	-	77	77	77	-
More than 3 years	-	149	149	149	-
	41,618	**318**	**41,936**	**318**	**41,618**

ii) The Company has used a practical expedient for the purpose of computing lifetime expected credit loss allowance ("ECL") for trade receivables which is based on historical credit loss experience and adjustments for forward looking information The Company follows "simplified approach for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its recognition.

The movement in allowance for lifetime expected credit loss on customer balances is as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	318	581
Add: Allowance provided during the year	133	(257)
Less: Amount written off during the year	-	6
Balance at the end of the year	**451**	**318**

iii) Refer note 36 for disclosure of assets held as security.

13. Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Cash on hand	56	90
Cheques in hand	7	-
Balance with banks in current account*	35	-
	98	**90**

Note: * Balance is less than Rs 1 Lakh, accordingly appearing as Nil.

14. Bank balances other than cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Unclaimed dividend accounts (earmarked)	15	18
Deposits with banks with original maturity of more than three months but less than twelve months from the date of Balance Sheet	-	3,351
	15	**3,369**

15. Loans

Particulars	As at March 31, 2026	As at March 31, 2025
Financial assets carried at amortised cost		
(Unsecured and considered good, unless otherwise stated)		
Current		
Loan to employees	54	49
Loan to a subsidiary company (refer note 42)	40	-
	94	**49**

Notes:

i) During the Financial year 2025-26, Company granted a loan to MCFL Energy Projects Private Limited (Wholly Owned Subsidiary) amounting to Rs. 40 Lakhs. The loan granted is in nature of loan repayable on demand, with interest being payable on semi-annual basis. During the year, Company has not demanded such loan. Having regard to the fact that repayament of principal has not been demanded by the Company, repayment of principal amount is considered as regular and there are no overdue outstanding on reporting date.

ii) Loan to subsidiary and employees are held by the Company within a business model whose objective is to collect their contractual cash flows which are solely payments of principal and interest on principal outstanding. Hence those financial assets are classified at amortised cost.

16. Equity share capital

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Authorised				
Equity shares of Rs. 10 each with voting rights	25,000,000	2,500	25,000,000	2,500
	25,000,000	**2,500**	**25,000,000**	**2,500**
Issued, subscribed and fully paid up				
Equity shares of Rs. 10 each with voting rights	20,732,064	2,073	20,732,064	2,073
	20,732,064	**2,073**	**20,732,064**	**2,073**

Notes:

i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year:

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Equity shares with voting rights				
Shares outstanding at the beginning of the year	20,732,064	2,073	20,732,064	2,073
Movement during the year	-	-	-	-
Shares outstanding at the end of the year	**20,732,064**	**2,073**	**20,732,064**	**2,073**

ii) Rights, preferences and restrictions attached to equity shares:

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

iii) Details of shares held by the holding Company

There is no Holding / Ultimate Holding Company of the Company.

iv) Details of shares held by each shareholder holding more than 5% shares:

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	% of share-holding	No. of shares	% of share-holding
Nagdevi Trading and Investment Company Limited	5,007,192	24.15%	5,007,192	24.15%
Girnar Investments Limited	3,322,328	16.03%	3,322,328	16.03%
Parshav Investment and Trading Company Limited	3,322,328	16.03%	3,322,328	16.03%
Nahar Capital and Financial Services Limited	1,651,215	7.96%	1,651,215	7.96%
	13,303,063	**64.17%**	**13,303,063**	**64.17%**

v) Details of Shares held by promoters & promoter group at the end of the year:

	As at March 31, 2026		As at March 31, 2025		% Change during the year
	No. of shares	% of total shares	No. of shares	% of total shares	
Nagdevi Trading and Investment Company Limited	5,007,192	24.15%	5,007,192	24.15%	0.00%
Girnar Investment Ltd	3,322,328	16.03%	3,322,328	16.03%	0.00%
Parshav Investment and Trading Company Limited	3,322,328	16.03%	3,322,328	16.03%	0.00%
Nahar Capital and Financial Services Limited	1,651,215	7.96%	1,651,215	7.96%	0.00%
Monica Oswal	515,837	2.49%	515,837	2.49%	0.00%
Ruchika Oswal	515,838	2.49%	515,838	2.49%	0.00%
Vanaik Investors Ltd.	409,273	1.97%	409,273	1.97%	0.00%
Jawahar Lal Oswal	105,059	0.51%	105,059	0.51%	0.00%
Abhilash Oswal	102,583	0.49%	102,583	0.49%	0.00%
Oswal Woolen Mills Ltd.	75,642	0.36%	75,642	0.36%	0.00%
Atam Vallabh Financiers Ltd.	67,106	0.32%	67,106	0.32%	0.00%
Vardhman Investments Ltd.	49,718	0.24%	49,718	0.24%	0.00%
Abhinav Oswal	10,500	0.05%	10,500	0.05%	0.00%
Rishabh Oswal	10,500	0.05%	10,500	0.05%	0.00%
Kamal Oswal	1,000	0.00%	1,000	0.00%	0.00%

Dinesh Oswal	1,000	0.00%	1,000	0.00%	0.00%
Sambhav Oswal	500	0.00%	500	0.00%	0.00%
Tanvi Oswal	500	0.00%	500	0.00%	0.00%
Manisha Oswal	500	0.00%	500	0.00%	0.00%
Ritu Oswal	500	0.00%	500	0.00%	0.00%
Sanjana Oswal	500	0.00%	500	0.00%	0.00%

vi) The Company has not issued any share pursuant to a contract without payment being received in cash in the current year and preceding five years. The Company has not issued any bonus shares in the current year and preceding five years.

17 Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
Reserve and surplus		
Capital reserve *	0	0
Capital redemption reserve	100	100
Securities premium	7,470	7,470
General reserve	38,087	38,087
Retained earnings	42,856	35,712
Other comprehensive income		
Debt instruments through OCI	(26)	(32)
	88,487	**81,337**

* Balance is less than Rs 1 Lakh, accordingly appearing as Nil.

Notes:

i) Capital reserve

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year *	0	0
Add/Less: Movement during the year	-	-
Balance at the end of the year	**0**	**0**

* Balance is less than Rs 1 Lakh, accordingly appearing as Nil.

The reserve comprises profits/gains of capital nature earned by the Company and credited directly to such reserve. The reserve is utilised in accordance with the specific provision of the Companies Act, 2013.

ii) Capital redemption reserve

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	100	100
Add/Less: Movement during the year	-	-
Balance at the end of the year	**100**	**100**

Capital redemption reserve is a reserve created on buy-back of equity shares in accordance with section 69 of the Companies Act, 2013. The reserve is utilised in accordance with the specific provision of the Companies Act, 2013.

iii) Securities premium

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	7,470	7,470
Add/Less: Movement during the year	-	-
Balance at the end of the year	**7,470**	**7,470**

Securities premium comprises the premium on issue of shares and is utilised in accordance with the specific provision of the Companies Act, 2013.

iv) General reserve

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	38,087	38,087
Add/Less: Movement during the year	-	-
Balance at the end of the year	**38,087**	**38,087**

The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. There is no policy of regular transfer. As the general reserve is created by transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss.

v) Retained earnings

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	35,712	31,915
Add: Profit for the year	11,173	7,980
Add: Remeasurement of defined benefit obligations (net of tax)	117	(38)
Less: Payment of dividend on equity shares (Refer note 41)	(4,146)	(4,146)
Balance at the end of the year	**42,856**	**35,712**

Retained earnings refer to net earnings not paid out as dividends, but retained by the Company to be reinvested in its core business. This amount is available for distribution of dividends to its equity shareholders.

vi) Other comprehensive income - Debt instruments through OCI

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	(32)	(23)
Add: Fair valuation of investment in perpetual bonds (net of tax)	6	(9)
Balance at the end of the year	**(26)**	**(32)**

This represents the cumulative gains and losses arising on the revaluation of debt instruments measured at fair value through other comprehensive income that have been recognised in other comprehensive income, net of amounts re-classified to profit or loss when such assets are disposed off and impairment losses on such instruments, if any.

18 Borrowings

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current		
Cash credits/working capital loans from banks (Secured - at amortised cost) #	28,088	23,579
Loan from subsidiary company (refer note 42)	523	680
Other Borrowings (Bill Discounting) (Unsecured)	4,820	5,114
	33,431	**29,373**

Refer note 36 for disclosure of assets held as security.

19. Other financial liabilities

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Financial liabilities at amortised cost		
Non-Current		
Security deposits from customers	4,804	4,363
	4,804	**4,363**
Current		
Interest accrued but not due on borrowings	122	108
Interest accrued and due on borrowings from subsidiary (refer note 42)	-	13
Interest payable to others	-	31
Payables for purchase of property, plant and equipment and intangible assets	186	98
Unpaid dividend *	15	18
Employee related payables**	1,912	1,392
	2,235	**1,660**

* Unpaid dividend do not include any amount due and outstanding required to be credited to the Investors' Education and Protection Fund.

** Includes Rs. 165 Lakhs (previous year Rs. 77 Lakhs) payable to related parties (Refer Note 42).

20 Other liabilities

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Non-Current		
Deferred income from government grant	300	346
Refund liability for expected sales return	2,237	2,163
	2,537	**2,509**
Current		
Statutory remittances*	380	392
Deferred income from government grant	46	46
Refund liability for expected sales return	14,923	12,405
Advance from customers (Contract Liabilities)	1,558	1,668
Gratuity liability (funded) (refer note 37)	27	262
	16,934	**14,773**

* Statutory remittances includes contribution to provident fund and employee state insurance corporation, tax deducted/collected at source etc.

21. Provisions

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Non-Current		
Provision for employee benefits :		
- Leave	152	137
	152	**137**

Current		
Provision for employee benefits :		
- Leave	20	15
Other provision :	-	-
Provision for discount	1,251	1,079
	1,271	**1,094**

Movement in other provisions	**Provision for discount**
Balance as at March 31, 2024	**944**
Add: Provision recognised during the year	1,079
Less: Utilised / Reversed during the year	(944)
Balance as at March 31, 2025	**1,079**
Add: Provision recognised during the year	1,251
Less: Utilised / Reversed during the year	(1,079)
Balance as at March 31, 2026	**1,251**

22. Trade payables

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Total outstanding dues of micro enterprises and small enterprises	3,786	3,461
Total outstanding dues of creditors other than micro enterprises and small enterprises		
- Related Parties	2,436	1,395
- Others	8,413	7,321
	10,849	**8,716**
	14,635	**12,177**

Notes:

i) Ageing of trade payables

	As at March 31, 2026		**As at March 31, 2025**	
	MSME	**Others**	**MSME**	**Others**
Outstanding for following periods from due date of payment				
Not Due	3,269	6,301	2,982	5,099
Less than 1 year	246	1,494	208	1,135
1 to 2 years	0	12	240	35
2 to 3 years	240	11	7	6
More than 3 years	31	9	24	-
Others - Accruals	-	3,022	-	2,441
	3,786	**10,849**	**3,461**	**8,716**

ii) Disclosure under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED)

Particulars	As at March 31, 2026	As at March 31, 2025
a) Amounts payable to suppliers under MSME Development Act, 2006 (suppliers) as at year end		
- Principal	3,515	3,190
- Interest due thereon	-	-
b) Payments made to suppliers beyond the appointed day during the year		
- Principal	-	-
- Interest due thereon	-	-
c) Amount of Interest due and payable for delay in payment (which have been paid but beyond the appointed day during the year) but without adding the interest under MSME Development Act, 2006	-	-
d) Amount of interest accrued and remaining unpaid as at year end	271	271

23. Revenue from operations

Particulars	As at March 31, 2026	As at March 31, 2025
Sale of products (refer note 43)	127,481	109,902
Other operating revenue		
Insurance recovered from customers	58	68
Government grants	52	71
	127,591	**110,041**

24. Other Income

Particulars	As at March 31, 2026	As at March 31, 2025
Interest income		
from banks	319	301
others	2,339	1,629
Other non-operating income (net of expenses directly attributable to such income)		
Foreign exchange fluctuation gain (net)	-	2
Net effect of de-recognition of right-of-use asset and lease liability	114	120
Profit on sale of property, plant and equipment (net)	7	8
Profit on sale of investments designated at fair value through profit or loss (FVTPL)	141	29
Net gain arising on investment designated at fair value through profit or loss (FVTPL)	494	957
Rent received from related party (refer note 42)	8	8
Others	192	437
	3,614	**3,491**

25. Cost of materials consumed

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening stock of raw materials including in transit	3,942	3,873
Add: Purchases of raw materials during the year	11,763	10,793
	15,705	14,666
Less: Closing stock of raw materials including in transit	(4,497)	(3,942)
	11,208	**10,724**

26. Purchases of stock-in-trade

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Purchases of stock-in-trade (including in transit)	59,102	53,405
	59,102	**53,405**

27 Changes in inventories of finished goods, work-in-process and stock-in-trade

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the year		
Work-in-process	1,091	766
Finished goods	13,055	13,935
Stock-in-trade (including in transit)	23,137	17,582
Right to recover returned goods	8,012	6,185
	45,295	38,468
Inventories at the end of the year		
Work-in-process	1,000	1,091
Finished goods	14,086	13,055
Stock-in-trade (including in transit)	26,774	23,137
Right to recover returned goods	9,438	8,012
	51,298	45,295
	(6,003)	**(6,827)**

28. Employee benefits expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salary, wages and bonus	13,459	11,110
Contribution to provident fund and other funds (refer note 37)	1,119	772
Staff welfare expenses	147	367
	14,725	**12,249**

29. Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Costs:		
Borrowings (other than those from related parties)	2,247	2,214
Borrowings from related parties (refer note 42)	47	28
Lease liabilities	2,055	1,739
Others	760	806
	5,109	**4,787**

30. Depreciation and amortisation expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment (refer note 3)	2,110	2,323
Amortisation of intangible assets (refer note 6)	161	159
Depreciation of Right-of-use assets (refer note 4)	4,289	3,535
	6,560	**6,017**

31. Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Consumption of stores and spares parts	4,178	3,893
Processing charges	1,809	1,848
Commission on sale	4,659	4,114
Freight and forwarding expenses	2,887	2,404
Advertisement and Business Promotion expenses	5,274	4,335
Power and fuel	717	684
Rent	457	453
Repairs to:		
Buildings	114	94
Plant and machinery	207	213
Others	1,292	1,109
Insurance	287	223
Legal and professional expenses [refer note (i) below]	286	188
Rates and taxes	85	73
Travelling and conveyance	800	774
Provision for credit impaired trade receivables	133	-
Sundry Balances written off	57	15
Net loss on foreign currency transaction	1	-
Communication expenses	53	44
Corporate social responsibility expenses (refer note 38)	238	267
Provision for Impairment loss on investment in subsidiary	825	119
Bank charges	158	158
Miscellaneous expenses	1,314	928
	25,831	**21,936**

Notes:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
i) Legal and professional expenses includes payment to auditors		
As auditor:		
Audit fee	34	27
Limited reviews	15	14
Tax audit fee	2	2
Reimbursement of expenses	6	6
	57	**49**

32. Income taxes

32.1 Income tax recognised in the Statement of Profit and Loss

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current tax		
In respect of the current year	4,629	3,341
In respect of prior years	(175)	(34)
	4,454	**3,307**
Deferred tax		
In respect of the current year		
In respect of prior years	(954)	(46)
	-	-
	(954)	**(46)**
Total income tax expense recognised in the current year	**3,500**	**3,261**

The income tax expense for the year can be reconciled to the accounting profit as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit before tax	**14,673**	**11,241**
Tax at the Indian Tax Rate of 25.17% (previous year 25.17%)	3,693	2,829
Non-deductible differences	22	68
Adjustments recognised in the current year in relation to the deferred tax expense of prior years on account of withdrawal of the indexation benefit and change in tax rate*	-	327
Other adjustments	(40)	71
	3,675	**3,295**
Adjustments related to the current tax and deferred tax of prior years	(175)	(34)
Income tax expense recognised in the statement of profit and loss	**3,500**	**3,261**

The tax rate used for the current year reconciliation above is the corporate tax rate of 25.17% (previous year 25.17%) payable by corporate entities in India on taxable profits as the Income Tax Act, 1961.

*The Company invests its surplus funds into debt mutual funds and debentures. In compliance with Ind AS-12 "Income taxes", the Company had recorded deferred tax liability on debt mutual funds and deferred tax asset on debentures as per applicable law (taking cognisance of the Indexation benefit) on fair value gains on these investments. The Finance (No.2) Act, 2024 withdrew the indexation benefit on long term capital gains on debt mutual funds and debentures which were purchased prior to April 1, 2023 and tax rate applicable on the said assets was changed from 20% plus surcharge and cess (with indexation) to 12.5% plus surcharge and cess(without indexation).

In the previous year, deferred tax liabilities have been remeasured at the presribed rate on account of withdrawal of the indexation benefit and change in the tax rate, which has resulted in increase in deferred tax liabilities and corresponding deferred tax expense by Rs. 327 Lakhs, which has been recognised in the audited financial statements for the year ended March 31, 2025. The actual payment of tax would be made at the time of redemption of this asset class. The cash outflow tax could be different at the time of redemption depending on the actual gain and prevailing tax regulations.

32.2 Income tax recognised in other comprehensive income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Deferred tax assets/(liabilities)		
Arising on income and expenses recognised in other comprehensive income		
Re-measurement gain / (loss) on defined benefit obligations	(40)	13
Net fair value loss on investment in perpetual bonds	(1)	3
Total income tax recognised in other comprehensive income	**(41)**	**16**
Bifurcation of the income tax recognised in other comprehensive income into:		
Items that will be reclassified to profit or loss	(40)	13
Items that will not be reclassified to profit or loss	(1)	3
	(41)	**16**

33. Movement in deferred tax balances

Movement of deferred tax assets/(liabilities) for the year ended March 31, 2026

Particulars	As at March 31, 2025	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	As at March 31, 2026
Deferred tax assets				
Property, plant and equipment and Intangible assets	430	65	-	495
Refund liabilities (net of right to receive goods)	1,650	294	-	1,944
Provision for discount	272	43	-	315
Right of use assets	436	471	-	907
Provision for employee benefits - Gratuity, leave, bonus etc.	217	11	(40)	188
Provision for doubtful receivables	80	34	-	114
Impairment of Investment in subsidiary	30	-	-	30
Provision for Obsolescence of inventory	47	-	-	47
Others	18	(16)		2
	3,180	**902**	**(40)**	**4,042**
Deferred tax liabilities				
Deferred income from government grant	98	(11)	-	87
Fair valuation of Investments in Mutual Funds, Bonds and debentures	478	(41)	1	438
	576	**(52)**	**1**	**525**
Net deferred tax assets / (liabilities)	**2,604**	**954**	**(41)**	**3,517**

Movement of deferred tax assets/(liabilities) for the year ended March 31, 2025

Particulars	As at March 31, 2024	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	As at March 31, 2025
Deferred tax assets				
Property, plant and equipment and Intangible assets	330	100	-	430
Refund liabilities (net of right to receive goods)	1,334	316	-	1,650
Provision for discount	240	32	-	272
Right of use assets	514	(78)	-	436
Provision for employee benefits - Gratuity, leave, bonus etc.	169	35	13	217
Provision for doubtful receivables	149	(69)	-	80
Impairment of Investment in subsidiary	-	30	-	30
Provision for Obsolescence of inventory	26	21	-	47
Others	12	6	-	18
	2,774	**393**	**13**	**3,180**
Deferred tax liabilities				
Deferred income from government grant	110	(12)	-	98
Fair valuation of Investments in Mutual Funds, Bonds and debentures	122	359	(3)	478
	232	**347**	**(3)**	**576**
Net deferred tax assets/(liabilities)	**2,542**	**46**	**16**	**2,604**

Deferred tax assets and deferred tax liabilities have been offset as they are governed by the same taxation laws.

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.

34. Contingent liabilities and commitments (to the extent not provided for)

Particulars	As at March 31, 2026	As at March 31, 2025
A. Contingent Liabilities (for pending litigations)		
- Claims against the Company not acknowledged as debts	-	-
B. Commitments		
- Estimated value of contracts on capital account, excluding capital advances, remaining to be executed and not provided for (Refer note i below)	2,542	1,308

Notes:

i) Apart from the commitments disclosed above, the Company has no financial commitments other than those in the nature of regular business operations.

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

35 Earnings per share ('EPS')

The earnings per share (EPS) disclosed in the Statement of Profit and Loss have been calculated as under:

Particulars		For the year ended March 31, 2026	For the year ended March 31, 2025
Profit for the year as per Statement of Profit and Loss (Rs. in Lakhs)	(A)	11,173	7,980
	(B)		
Weighted average number of equity shares of Rs. 10 each (number)			
Basic		20,732,064	20,732,064
Diluted	(A/B)	20,732,064	20,732,064
Earnings per share [Face value of Rs. 10 each]			
Basic (Rs.)		53.89	38.49
Diluted (Rs.)		53.89	38.49

36. Assets pledged as security

The carrying amounts of assets pledged as security for current and non-current borrowings are:

Particulars	As at March 31, 2026	As at March 31, 2025
Current assets		
Floating charge		
Inventories	57,088	50,318
Financial assets	62,379	60,497
Other current assets	5,248	4,717
Total current assets pledged as security	**124,715**	**115,532**

Details of short-term borrowings facilities and security against those facilities

Bank/Facilities	Note	As at March 31, 2026	As at March 31, 2025
State Bank of India	**Refer note-1**		
Overdraft/Cash Credit borrowings and Working Capital Demand Loan		21,579	11,648
HDFC Bank	**Refer note-2**		
Overdraft/Cash Credit borrowings and Working Capital Demand Loan		6,441	11,055
ICICI Bank	**Refer note-3**		
Overdraft/Cash Credit borrowings and Working Capital Demand Loan		68	876
Total		**28,088**	**23,579**

Note-1
Primary Charge

- First pari-passu charge on the all current assets of the Company (present and future).

Note-2

Primary Charge

- Current year - First pari-passu charge on the all current assets of the Company (present and future)
- Previous year - First charge created on mutual funds and first pari-passu charge created on current assets (present and Future)

Note-3

Primary Charge

- Current year - First pari-passu charge on the all current assets of the Company (present and future) upto Rs.50 Crore for CC limit.
- Residual charge over the current assets of the Borrower upto Rs.50 Crores, both present and future.
- Previous year - Residual charge over the current assets of the Borrower, both present and future

37. Employee Benefits

i. Defined Contribution Plan

The Company's contribution to Provident Fund for the year ended March 31, 2026 Rs. 620 Lakhs (for the year ended March 31, 2025: Rs. 549 Lakhs) has been recognised in the Statement of Profit and Loss under the head employee benefits expense

ii. Defined Benefit Plan

Gratuity

a) For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling and the return on plan assets (excluding interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Past service cost, both vested and unvested, is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuring costs or termination benefits.

   The retirement benefit obligations recognised in the balance sheet represents the present value of the defined benefit obligations reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

   In accordance with Indian law, Company operates a scheme of gratuity which is defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment in accordance with provisions under the Code on Social Security, 2020. Employees who are in continuous service for a period of 5 years are eligible for gratuity as defined in Code on Social Security, 2020. Gratuity plan is a funded plan and the Company makes contributions of funds to Life Insurance Corporation of India."

b) This plan typically exposes the Company to actuarial risks such as: interest rate risk, Salary Escalation risk, Demographic risk and Investment risk.

Interest rate risk:

The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability.

Salary Escalation risk:

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability

Demographic risk:

The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

Investment risk:

This may arise from volatility in asset values due to market fluctuations and impairment of assets due to credit losses. LIC of India primarily invests in debt instruments such as Government securities and highly rated corporate bonds wherein the risk of downward fluctuation in value is minimal.

c) Significant Actuarial Assumptions

The significant actuarial assumptions used for the purpose of the actuarial valuation were as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Discount rate	7.19%	6.62%
Expected rate of salary increase	9.00%	9.00%
Expected return on plan assets	7.19%	6.62%
Mortality table used	IALM (2012-14) Ultimate	IALM (2012-14) Ultimate
Employee Turnover/ Withdrawal Rate	10.00%	10.00%
Retirement age	62 years	62 years

The discount rate is determined by reference to market yields at the balance sheet date on Govt. bonds. The term of the risk free investments has to be consistent with the estimated term of benefit obligations.

The estimates of future salary increase considered, takes into account the inflation, seniority, promotions and other relevant factors, such as supply and demand in the employment market.

d) The following tables sets out the status of the defined benefit scheme in respect of gratuity and amount recognised in the financial statements:

I. Components of Net Benefit Expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
1. Current Service Cost	242	204
2. Past Service Cost	30	-
3. Net Interest Cost	13	7
4. Total expense recognised in the Statement of Profit and Loss	**285**	**211**
Re-measurements recognised in Other Comprehensive Income		
5. Effect of changes in financial assumptions	(98)	85
6. Effect of Change in demographic assumptions	-	(22)
7. Effect of experience adjustments	(31)	2
8. Return on plan assets (greater)/less than discount rate	(28)	(14)
9. Total loss of re-measurements included in OCI	**(157)**	**51**

The current service cost and the net interest (Income for the year are included in Note 28 "Employee Benefits Expense" under the head "Salaries and Wages".

II. Change in present value of defined benefit obligation

Particulars	As at March 31, 2026	As at March 31, 2025
1. Present Value of defined benefit obligation at the beginning of the year	2,498	2,156
2. Current Service Cost	242	204
3. Interest Cost	161	150
Remeasurement gains / (losses):		
4. Effect of changes in financial assumptions	(98)	85
5. Effect of Change in demographic assumptions	-	(22)
6. Effect of experience adjustments	(31)	2
7. Benefits Paid	(136)	(78)
8. Past Service Cost	30	-
9. Present Value of defined benefit obligation at the end of the year	**2,665**	**2,498**

III. Change in fair value of Plan assets

Particulars	As at March 31, 2026	As at March 31, 2025
1. Fair value of Plan assets at the beginning of the year	2,236	2,020
2. Interest income on plan assets	148	143
3. Employer contributions	362	137
4. Return on plan assets greater /(lesser) than discount rate	28	14
5. Benefits paid	(136)	(78)
6. Fair value of assets at end of the year	**2,638**	**2,236**

IV. Net Asset / (Liability) recognised in Balance Sheet

Particulars	As at March 31, 2026	As at March 31, 2025
1. Present value of funded defined benefit obligation	(2,665)	(2,498)
2. Fair Value of Plan Assets	2,638	2,236
Net Defined Benefit Asset/(Liability) Recognised in Balance sheet	**(27)**	**(262)**

V. Sensitivity Analysis- Impact on defined benefit obligation

	For the year ended March 31, 2023	For the year ended March 31, 2022
1. Discount Rate + 50 basis points	(82)	(79)
2. Discount Rate - 50 basis points	87	84
3. Salary Escalation Rate + 50 basis points	73	70
4. Salary Escalation Rate - 50 basis points	(72)	(69)

The sensitivity analysis presented above may not be representative of the actual changes in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumption may be correlated.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

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

VI. The following benefit payments (undiscounted) are expected in future years:

Particulars	As at March 31, 2026	As at March 31, 2025
Upto 1 year	395	382
1-2 years	277	254
2-3 years	260	238
3-4 years	254	222
4-5 years	286	221
Above 5 years	1,259	1,142

VII. Category of plan assets

Particulars	As at March 31, 2026	As at March 31, 2025
LIC of India - Group Gratuity Cash Accumulation Fund	100%	92%
Kotak Gratuity Group Plan (UIN - 107L010V07)	0%	8%

VII. Expected contribution

The expected employer contribution for the next year is Rs. 281 Lakhs (Previous year Rs. 493 Lakhs).

38 Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. A CSR committee has been formed by the Company as per the Act.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a. Amount required to be spent by the Company during the year	238	267
b. Amount of expenditure incurred	238	267
c. Shortfall at the end of the year (a-b)	-	-
d. Total of previous years shortfall	-	-
e. Nature of CSR activities	Preventive Healthcare	
f. Details of related party transactions:		
- Oswal Foundation	238	267
g. Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately	NA	NA

There are no ongoing projects under Section 135(6) of the Act during the current year and previous year.

39. Financial Instruments

(a) Financial instruments by category

Particulars	As at March 31, 2026			As at March 31, 2025		
	FVTPL	FVOCI	Amortised cost #	FVTPL	FVOCI	Amortised cost #
Financial assets						
Investments*	10,487	1,531	13,197	12,669	3,136	8,765
Trade receivables	-	-	49,905	-	-	41,618
Cash and cash equivalents	-	-	98	-	-	90
Other bank balances	-	-	15	-	-	3,369
Loans	-	-	94	-	-	49
Other financial assets	-	-	6,576	-	-	3,046
Total	**10,487**	**1,531**	**69,885**	**12,669**	**3,136**	**56,937**
Financial liabilities						
Borrowings	-	-	33,431	-	-	29,373
Trade payables	-	-	14,635	-	-	12,177
Lease liabilities	-	-	25,058	-	-	22,748
Other financial liabilities	-	-	7,039	-	-	6,023
Total	**-**	**-**	**80,163**	**-**	**-**	**70,321**

* Investment value excludes investment in subsidiary of Rs. 636 Lakhs (March 31, 2025: Rs. 1,451 Lakhs) which are shown at cost in balance sheet as per Ind AS 27 "Separate Financial Statements".
# Carrying value of the financial assets and financial liabilities designated at amortised cost approximates its fair value.

(b) Fair value hierarchy

The following table provides an analysis of financial instruments that are measured at fair value and have been grouped into Level 1, Level 2 and Level 3 below:

Particulars	As at March 31, 2026			
	Level 1	Level 2	Level 3	Total
Financial assets				
Investments in Mutual Funds	9,558	-	-	9,558
Investments in debentures and bonds**	-	1,531	-	1,531
Investments in Alternate Investment Fund @	-	-	929	929
Other non current financial assets	-	-	5,623	5,623
Total Financial assets	**9,558**	**1,531**	**6,552**	**17,641**
Financial liabilities				
Lease liabilities (non current)	-	-	19,158	19,158
Other non current financial liabilities	-	-	4,804	4,804
Total Financial liabilities	**-**	**-**	**23,962**	**23,962**

Particulars	As at March 31, 2025			
	Level 1	Level 2	Level 3	Total
Financial assets				
Investments in Mutual Funds	12,030	-	-	12,030
Investments in debentures and bonds	-	2,136	1,000	3,136
Investments in Alternate Investment Fund	-	-	639	639
Other non current financial assets	-	-	1,465	1,465
Total Financial assets	**12,030**	**2,136**	**3,104**	**17,270**
Financial liabilities				
Lease liabilities (non current)	-	-	17,815	17,815
Other non current financial liabilities	-	-	4,363	4,363
Total Financial liabilities	**-**	**-**	**22,178**	**22,178**

**@ During the financial year ended March 31, 2026, the Company has made changes to fair value classification within levels. Such classification has been done based on analysis performed by Management of Company.

Level 1: Quoted prices in the active market. This level of hierarchy includes financial assets that are measured by reference to quoted prices in the active market. This category consists of debt based open ended mutual funds.

Level 2: Valuation techniques with observable inputs. This level of hierarchy includes items measured using inputs other than quoted prices included within Level 1 that are observable for such items, either directly or indirectly. This level of hierarchy consists of investment made in debentures and bonds.

Level 3: Valuation techniques with unobservable inputs. This level of hierarchy includes items measured using inputs that are not based on observable market data (unobservable inputs). Fair value determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instruments nor based on available market data. The main item in this category are unquoted equity instruments.

The Fair value of mutual funds, bonds and debentures is based on the net asset value (NAV) as stated by the Asset management Company (AMC) as at the Balance sheet date.

Reconciliation of Level 3 fair value measurement

Particulars	Other Investments- Debentures and Bonds and Alternate Investment Fund
As at April 1, 2024	1,400
Acquisition	240
Sold	-
Gains/(losses) recognised	
- Other Comprehensive Income	(1)
As at March 31, 2025	**1,639**
Acquisition	285
Sold	1,000
Gains/(losses) recognised	
- Other Comprehensive Income	5
As at March 31, 2026	**929**

c) Financial risk management

The Company's principal financial liabilities comprise borrowings, lease liabilities, trade payables and other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's financial assets include Investment, trade receivables, cash and cash equivalents, Other bank balances and Other financial asstets that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a risk management committee that advises on financial risks and the appropriate financial risk governance framework for the Company. This risk management committee provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedure and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each risk, which are summarised as below:

(i) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: foreign currency risk, interest rate risk, price risk.

Foreign currency risk

The Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US Dollar and JPY. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the functional currency of the Company. Considering the low volume of foreign currency transactions, the Company's exposure to foreign currency risk is limited and hence the Company does not use any derivative instruments to manage its exposure. Also, the Company does not use forward contracts and swaps for speculative purposes.

Foreign currency risk exposure

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of year expressed in INR are as follows:

	As at March 31, 2026		As at March 31, 2025	
	USD	JPY	USD	JPY
Trade payables	330,193	-	708,941	-

Foreign currency sensitivity

The following table details the Company's sensitivity to a 5% increase and decrease in the Rs. against the relevant foreign currencies. The sensitivity analysis includes only outstanding foreign currency denominated monetary items as tabulated above and adjusts their translation at the period end for a 5% change in foreign currency rates. The sensitivity analysis includes external loans. A positive number below indicates an increase in profit or equity and vice-versa.

	For the year ended March 31, 2026		For the year ended March 31, 2025	
	Rs. Strengthens by 5%	Rs. Weakening by 5%	Rs. Strengthens by 5%	Rs. Weakening by 5%
Impact on profit or loss for the year				
USD impact	(16,510)	16,510	(35,447)	35,447
JPY impact	-	-	-	-

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates. The Company carries borrowings primarily at variable rate.

	As at March 31, 2026	As at March 31, 2025
Variable rate borrowings	33,431	29,373
Total borrowings	**33,431**	**29,373**

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variable held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

	Impact on profit or loss for the year ended	
	March 31, 2026	March 31, 2025
Decrease by 50 bps	167	147
Increase by 50 bps	(167)	(147)

Price risk

The Company's exposure to price risk arises from investments in mutual funds, bonds and debentures held by the Company and measured at fair value. To manage its price risk arising from investments, the Company diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Company.

Price sensitivity

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
	Increase in NAV by 5%	Decrease in NAV by 5%	Increase in NAV by 5%	Decrease in NAV by 5%
Impact on profit or loss for the year				
Investments in mutual funds	524	(524)	633	(633)
Impact on Other comprehensive income for the year				
Investments in bonds / debentures	77	(77)	157	(157)

(ii) Credit risk

Credit risk arises from the possibility that the counter party may not be able to settle their obligations. To manage trade receivable, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, economic trends, analysis of historical bad debts and aging of such receivables.

Financial instruments that are subject to such risk, principally consist of investments, trade receivables and loans and advances. None of the financial instruments of the Company results in material concentration of credit risks.

Financial assets for which loss allowance is measured:

	As at March 31, 2026	As at March 31, 2025
Trade receivables	451	318

(iii) Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including debt and overdraft from domestic banks at an optimised cost. It also enjoys strong access to domestic capital markets across equity.

Maturities of financial liabilities

The table below analyses the Company's all non-derivative financial liabilities into relevant maturity based on their contractual maturities.

The amounts disclosed in the table are the contractual undiscounted cash flows.

Contractual maturities of financial liabilities:

Particulars	0-1 Years	1 to 2 years	2 to 5 years	More than 5 years	Total
Year ended March 31, 2026					
Borrowings	33,431	-	-	-	**33,431**
Other financial liabilities	2,235	-	-	4,804	**7,039**
Trade payables	14,635	-	-	-	**14,635**
Lease liabilities	5,900	5,734	14,024	6,551	**32,209**
Total	**56,201**	**5,734**	**14,024**	**11,355**	**87,314**
Year ended March 31, 2025					
Borrowings	29,373	-	-	-	**29,373**
Other financial liabilities	1,660	-	-	4,363	**6,023**
Trade payables	12,177	-	-	-	**12,177**
Lease liabilities	4,898	4,844	12,690	7,386	**29,818**
Total	**48,108**	**4,844**	**12,690**	**11,749**	**77,391**

40. Dividend distribution made and proposed

	As at March 31, 2026	As at March 31, 2025
Equity shares Final dividend for the year ended March 31, 2025 of Rs. 20 per share (for the year ended March 31, 2024 of Rs. 20 per share)	4,146	4,146
	4,146	**4,146**

Dividends not recognised at the end of the reporting period

The Board of Directors of Company have proposed the final dividend of Rs. 20 per share for the year ended March 31, 2026. The proposed final dividend is subject to approval of the members at the ensuing Annual General Meeting. The amount of such dividend proposed is in accordance with section 123 of Companies Act, 2013.

41 Capital management

The Company's capital management objectives are to ensure the Company's ability to continue as a going concern as well as to provide an adequate return to shareholders by pricing products and services commensurates with the level of risk. The capital structure of the Company consists of net debt (borrowings net of cash and cash equivalents) and total equity of the Company.

The management of the Company reviews the capital structure of the Company on regular basis. As part of this review, the Board monitors capital using capital gearing ratio, which is net debt divided by total capital plus net debt.

	As at March 31, 2026	As at March 31, 2025
Borrowings	33,431	29,373
Less: Cash and cash equivalents	98	90
Less: Other bank balances	15	3,369
Net debt (a)	**33,318**	**25,914**
Equity (b)	**90,560**	**83,410**
Capital and net debt (c) [(a) + (b)]	**123,878**	**109,323**
Gearing ratio [(a) / (c)]	**27%**	**24%**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowings in the current and previous year. No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2026 and March 31, 2025.

42 Related party disclosure

a) Description of related parties

Nature of relationship	Name of related party
(i) Key management personnel	Jawahar Lal Oswal (Chairman and Managing Director) Sandeep Jain (Executive Director) Monica Oswal (Executive Director) Ruchika Oswal (Executive Director) Rishabh Oswal (Executive Director) Dinesh Gogna (Director) Suresh Kumar Singla (Independent Director) till June 26, 2024 Manisha Gupta (Independent Director) till June 26, 2024 Roshan Lal Behl (Independent Director) Alok Kumar Misra (Independent Director) till August 8, 2024 Manikant Prasad Singh (Independent Director) Parvinder Singh Pruthi (Independent Director) Anchal Kumar Jain (Independent Director) from June 27, 2024 Yash Paul Sachdeva (Independent Director) from June 27, 2024 Prem Lata Singla (Independent Director) from August 30, 2024 Raj Kapoor Sharma (Chief Financial Officer) Ankur Gauba (Company Secretary & Compliance Officer)

(ii) Subsidiary Company	MCFL Ventures Limited (Formerly Monte Carlo Home Textiles Ltd.) MCFL Energy Projects Private Limited from January 19, 2026
(iii) Enterprises over which key management personnel and their relatives are able to exercise significant influence (with whom transaction have taken place)	Nahar Industrial Enterprises Limited Nahar Spinning Mills Limited Oswal Woollen Mills Limited Oswal Foundation Mohan Dai Oswal Cancer Treatment & Research Foundation Hug Foods Private Limited
(iv) Enterprises having significant influence on the Company	Nagdevi Trading and Investment Company Limited Girnar Investments Limited till March 26, 2025

(b) Transactions with related parties

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of goods		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	587	491
Nahar Industrial Enterprises Limited	8	3
Oswal Woollen Mills Limited	22	23
Mohan Dai Oswal Cancer Treatment & Research Foundation	2	2
Oswal Foundation	5	-
Hug Foods Private Limited *	0	-
	624	**519**
Sales returns		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	13	11
Nahar Industrial Enterprises Limited #	1	0
	14	**11**
Purchase of goods		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	1,762	1,532
Nahar Industrial Enterprises Limited	516	332
Oswal Woollen Mills Limited	6,233	6,103
	8,511	**7,967**
Purchase of property, plant and equipment		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Oswal Woollen Mills Limited	-	1
	-	**1**
Sale of property, plant and equipment		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Oswal Woollen Mills Limited	**-**	**2**
	0	**2**

Purchase return		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Oswal Woollen Mills Limited	9	23
Nahar Industrial Enterprises Limited #	13	0
Nahar Spinning Mills Limited	3	-
	25	**23**
Sitting Fees Paid		
Key management personnel		
Dinesh Gogna	1	1
Parvinder Singh Pruthi	1	1
Manikant Prasad Singh	1	1
Manisha Gupta #	-	0
Suresh Kumar Singla #	-	0
Alok Kumar Misra	-	1
Roshan Lal Behl	1	1
Anchal Kumar Jain	1	1
Yash Paul Sachdeva	1	1
Prem Lata Singla	1	1
	7	**8**
Remuneration Paid @		
Key management personnel		
Jawahar Lal Oswal	986	351
Sandeep Jain	279	260
Monica Oswal	86	105
Ruchika Oswal	86	86
Rishabh Oswal	241	213
Raj Kapoor Sharma	36	33
Ankur Gauba	14	13
	1,728	**1,061**

Particular	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Investment in Equity shares		
Subsidiary		
MCFL Energy Projects Private Limited	10	-
Loan given		
Subsidiary		
MCFL Energy Projects Private Limited	40	-
Loan taken		
Subsidiary		
MCFL Ventures Limited (Formerly Monte Carlo Home Textiles Limited)	-	680
Interest accrued on loan		
Subsidiary		
MCFL Ventures Limited (Formerly Monte Carlo Home Textiles Limited)	47	28

Rent received		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	8	8
Rent paid		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	53	94
Nahar Industrial Enterprises Limited	694	390
Oswal Woollen Mills Limited	182	156
	929	**640**
Processing charges paid		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	143	152
Oswal Woollen Mills Limited	1	2
Nahar Industrial Enterprises Limited	-	15
	144	**169**
Reimbursement paid/payable		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Industrial Enterprises Limited	164	183
Nahar Spinning Mills Limited	64	61
Oswal Woollen Mills Limited	92	143
Jawahar Lal Oswal Public Charitable #	-	0
	320	**387**
Reimbursement received/receivable		
Subsidiary		
MCFL Ventures Limited (Formerly Monte Carlo Home Textiles Ltd.)	1	-
MCFL Energy Projects Private Limited	5	-
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited #	-	0
Nahar Industrial Enterprises Limited	**3**	**2**
Oswal Woollen Mills Limited	1	6
Oswal Logistic Park Private Limited #	-	0
Advance Paid on behalf of Subsidiary		
Subsidiary		
MCFL Ventures Limited (Formerly Monte Carlo Home Textiles Ltd.)	-	201
	-	**201**
Contribution made to the fund (CSR activities)		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Oswal Foundation	237	267

(c) Outstanding Balances:

	As at March 31, 2026	As at March 31, 2025
Trade payables		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	492	692
Nahar Industrial Enterprises Limited	224	82
Oswal Woollen Mills Limited	1,720	621
	2,436	**1,395**
Trade receivable		
Enterprises over which key management personnel and their relatives are able to exercise significant influence	-	0
Mohan Dai Oswal Cancer Treatment & Research Foundation #	**-**	**0**
Other Financial Assets		
Subsidiary		
MCFL Ventures Limited (Formerly Monte Carlo Home Textiles Limited)	8	157
MCFL Energy Projects Private Limited	5	-
	13	**157**
Loan to subsidiary		
Subsidiary		
MCFL Energy Projects Private Limited	40	-
	40	**-**
Loan from subsidiary		
Subsidiary		
MCFL Ventures Limited (Formerly Monte Carlo Home Textiles Limited)	523	680
	523	**680**
Other finanical liabilities		
Subsidiary		
MCFL Ventures Limited (Formerly Monte Carlo Home Textiles Limited)	-	13
	-	**13**
Remuneration payable		
Key management personnel		
Jawahar Lal Oswal	112	21
Sandeep Jain	19	25
Monica Oswal	6	2
Ruchika Oswal	8	8
Rishabh Oswal	16	19
Raj Kapoor Sharma	3	2
Ankur Gauba #	1	0
	165	**77**

* Current year amount is less than Rs 1 Lakh, accordingly appearing as Nil.
# Previous year amount is less than Rs 1 Lakh, accordingly appearing as Nil.
@ Gratuity and leave benefits which are actuarially determined on an overall basis are not separately disclosed.
The above transactions with related parties are made on term equivalent to those that prevail in arm's length transactions.

43. Revenue from contracts with customers

The Company is in the business of manufacturing and trading of textile garments which are considered to be homogeneous products.

a) Reconciliation of revenue recognised in Statement of Profit and Loss with contract price

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Gross sale of products	174,212	148,646
Less: Adjustment on account of sales return	(33,172)	(25,946)
Less: Adjustment on account of discounts	(13,559)	(12,798)
	127,481	**109,902**

b) Disclosure of disaggregated revenue recognised in the Standalone Statement of Profit and Loss based on geographical segment

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from sale of products customers within India	127,461	109,650
Revenue from sale of products customers outside India	20	252
Revenue as per the Standalone Statement of Profit and Loss	**127,481**	**109,902**

c) Contract balances:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Contract assets		
Trade receivables (refer note 12)	49,905	41,618
Right to recover returned goods (refer note 11)	9,438	8,012
	59,343	**49,630**
Contract Liabilities		
Advance from customers (refer note 20)	1,558	1,668
Refund liability (refer note 20)	17,160	14,568
	18,718	**16,236**

d) Revenue recognised in relation to contract liabilities

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a. Revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period	1,668	1,100
b. Revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods	-	-

44. Segment information

The Company's primary business segment is reflected based on principal business activities carried on by the Company. Chairman and Managing Director has been identified as being the Chief Operating Decision Maker ('CODM') and evaluates the Company's performance and allocates resources based on analysis of the various performance indicators of the Company as a single unit. Therefore, there are no separate reportable business segments as per Ind AS 108 "Operating Segments". The Company operates in one reportable business segment, i.e. manufacturing and trading of textile garments and is primarily operating in India and hence, considered as single geographical segment. The sale of Company's products is seasonal.

Entity wide disclosures:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from Operations		
- Domestic	127,461	109,650
- Overseas	20	252
	127,481	**109,902**
Non Current Segment Assets		
-Within India	43,319	40,412
-Outside India	-	-
	43,319	**40,412**

Domestic information includes sales to customers located in India.
Overseas information includes sales to customers located outside India.
Non-current segment assets mainly includes non-current assets other than financial assets and deferred tax assets.
No single customer contributed 10% or more to the Company's revenue for both the financial years 2025-26 and 2024-25.

45. Additional Information

a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

b) The Company has not been declared as wilful defaulter by any bank or financial Institution or other lender.

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

d) The Company does not have any transactions with companies struck off.

e) The Company does not have any transaction which is not recorded in the books of account 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

f) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

g) The Company does not have any long term contracts including derivative contracts for which there are any material foreseeable losses.

h) 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:

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

- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

i) 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:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

j) The Company has availed facilities from banks on the basis of security of current assets. The revised returns or statements filed by the company are in agreement with the books of accounts and there are no material discrepancies.

k) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026.

46. Ratios Analysis

Particulars	Numerator	Denominator	For the year ended March 31, 2026	For the year ended March 31, 2025	% Variance	Remarks
(a) Current Ratio	Current assets	Current liabilities	1.67	1.80	-7%	
(b) Debt Equity Ratio	Total Debt (excluding lease liabilities)	Shareholder's Equity	0.37	0.35	5%	
(c) Debt-service coverage ratio	Earning available for debt service *	Debt service **	2.71	2.48	9%	
(d) Return on Equity Ratio (%)	Net profits after taxes	Average shareholder's equity	12.84%	9.79%	31%	Increase in ratio is on account of increase in profit during the year.
(e) Inventory turnover ratio	Cost of goods sold	Average Inventory	1.20	1.22	-2%	
(f) Trade receivables turnover ratio	Revenue from operations	Average Trade receivables	2.79	2.80	0%	
(g) Trade payables turnover ratio	Total purchases	Average Trade Payables	5.29	4.88	8%	
(h) Net Capital turnover ratio	Revenue from operations	Working Capital = Current Assets - Current Liabilities	2.54	2.14	19%	
(i) Net Profit ratio (%)	Net profits after taxes	Revenue from operations	8.76%	7.25%	21%	
(j) Return on capital employed (%)	Earnings before interest and taxes	Capital employed #	19.41%	17.40%	12%	
(k) Return on investment (%)	Earnings on investments	Average Investments	10.12%	10.32%	-2%	

* Earning Available For Debt Service = Net profit after tax + Non cash operating expenses like depreciation, amounts written off and other amortisations + Finance Cost

** Debt service = Finance Costs + Principal repayments of long term borrowings + Payment of lease liability

Capital Employed = Total Equity + Total Borrowings (Current and Non-Current) - Right of Use Assets - Intangible assets - Intangible assets under development

47. As per the requirements of proviso to Rule 3(1) of the Companies (Accounts) Rules, 2024, accounting softwares used by the Company should have a feature of recording audit trail of each and every transaction. The Company has assessed all of its IT applications that are relevant for maintaining books of account and used certain accounting software for maintaining its books of account for the year ended March 31, 2026.

With respect to one accounting software, audit trail (edit log) feature was enabled and operated throughout the year for all relevant transactions recorded in the software. However, audit trail feature was not enabled at database level. The Company has not noted any instances of tampering with the audit trail facility in respect of this accounting software where such audit trail feature was enabled and operating.

Further, with respect to another accounting software used for recording revenue related transactions, audit trail (edit log) feature was enabled and operated throughout the year. The Company has not noted any instance of audit trail feature being tampered with.

Also, in respect to another accounting software used for recording revenue related transactions, maintained by third party service provider, as per the independent auditor's report, audit trail (edit log) feature was enabled and operated throughout the year, as per the requirements of the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014. No instances of audit trail feature being tampered with has been reported in such independent auditor's report for the aforesaid year.

The audit trail that was enabled and operated till March 31, 2025, has been preserved by the Company as per the statutory requirements for record retention.

48. Reconciliation of liabilities whose cash flow movements are disclosed as part of financing activities in the Statement of Cash Flows:

Particulars	Lease liabilities	Long-term borrowings*	Short-term borrowings	Total
As at March 31, 2021	16,498	-	21,429	**37,927**
Cash flows:				
Proceeds from borrowings	-	-	7,944	**7,944**
Repayment of borrowings	-	(270)		**(270)**
Payment of lease liabilities	(4,270)	-	-	**(4,270)**
Non-cash movements:				
Additions on account of new leases	9,485	-	-	**9,485**
Impact of lease derecognised	(704)	-	-	**(704)**
Interest Expense on lease liabilities	1,739	-	-	**1,739**
As at March 31, 2025	**22,748**	**(270)**	**29,373**	**51,851**
Cash flows:				
Proceeds from borrowings	-	-	4,058	**4,058**
Repayment of borrowings	-	-	-	**-**
Payment of lease liabilities	(5,395)	-	-	**(5,395)**
Non-cash movements:				
Additions on account of new leases	7,077	-	-	**7,077**
Impact of lease derecognised	(1,427)	-	-	**(1,427)**
Interest Expense on lease liabilities	2,055	-	-	**2,055**
As at March 31, 2026	**25,058**	**(270)**	**33,431**	**58,219**

* Long-term borrowings include current maturities of term loan from banks

49 Approval of standalone financial statements

The standalone financial statements were approved for issue by the board of directors on May 18, 2026.

For and on behalf of the Board of Directors

Jawahar Lal Oswal
Chairman and Managing Director
DIN : 00463866

Sandeep Jain
Executive Director
DIN : 00565760

Raj Kapoor Sharma
Chief Financial Officer

Ankur Gauba
Company Secretary
Membership No. FCS10577

Place : Ludhiana
Date : May 18, 2026

INDEPENDENT AUDITOR'S REPORT

To The Members of Monte Carlo Fashions Limited
Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Monte Carlo Fashions Limited (the "Parent Company") and its subsidiaries, (the Parent Company and its subsidiaries together referred to as the "Group") which comprise the Consolidated Balance Sheet as at March 31, 2026, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of report of the other auditor on separate financial statements of subsidiary referred to in the Other Matter section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, their consolidated profit and their consolidated other comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143 (10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules 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 obtained by us and the audit evidence obtained by the other auditor in terms of its report referred to in Other Matter section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

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

Sr. No.	Key Audit Matter	Auditor's Response
1	**Provision for Expected Sales Return-** Refer Note 2.10, 2.23, 23 and 43 to the consolidated financial statements. Revenue from contracts with customers is recognised when control of the goods is transferred to the customer on satisfaction of performance obligation and is measured at the amount of transaction price (net of variable consideration and provision for sale returns) allocated to that performance obligation. The methodology and assumptions used to estimate expected sales return involves significant judgements by the Management. Such estimates are monitored and adjusted regularly in the light of contractual and legal obligations, historical trend and past	**Principal audit procedures performed included the following:** • Assessed the appropriateness of the Parent Company's revenue recognition accounting policies, including those relating to expected sales returns by comparing with applicable accounting standards and other accounting principles generally accepted in India. • Obtained an understanding of the process followed by the Parent Company for estimating the expected sales returns. • Testing the design and implementation of controls that the Parent Company has established for determining provision for sales returns and tested the operating effectiveness of such controls.

	experience. Once the uncertainty associated with the expected sales returns is resolved, revenue is adjusted accordingly. The Parent Company has recognized provision for expected sales returns amounting to Rs. 17,160 Lakhs as at March 31, 2026. Considering the above, we have considered the estimations over expected sales returns as a key audit matter.	• Evaluated the management estimates and judgements in determining the expected sales returns by verifying the past trend and assessed whether the methodology followed is consistent with the previous year. • Traced the workings provided by the Parent Company for provision for sales returns at the balance sheet date to underlying sales records to ensure the completeness of the sales considered for this purpose. • For selected samples, tested credit notes issued to customers and assessed the validity of claims with the underlying documents and appropriate approvals. Assessed the appropriateness of the presentation of such provision for sales return and the disclosure made in the standalone financial statements in respect of the same.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Parent's Company Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis Report, Business Responsibility and sustainability report, Director's Report including Annexure to Director Report and Report on Corporate Governance, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon. These reports are expected to be made available to us after the date of this auditor's report.
- Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiary audited by the other auditor, to the extent it relates to this entity and, in doing so, place reliance on the work of the other auditor and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to subsidiary, is traced from financial statements audited by the other auditor.
- When we read the Management Discussion and Analysis Report, Business Responsibility and sustainability report, Director's Report including Annexure to Director Report and Report on Corporate Governance, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Responsibilities of Management and Board of Directors for the Consolidated Financial Statements

The Parent's Company Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent Company, as aforesaid.

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

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

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 Parent Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of entities included in the consolidated financial statements of which we are the independent auditors. For the entity included in the consolidated financial statements, which have been audited by the other auditor, such other auditor remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

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

Other Matter

We did not audit the financial statements of one subsidiary, whose financial statements reflect total assets of Rs. 50 lakhs as at March 31, 2026, total revenues of Rs. 0.39 lakhs and net cash inflows amounting to Rs. 14 lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditor whose report have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the report of the other auditor.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the report of the other auditor.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of other auditor on the separate financial statements of the subsidiary referred to in the Other Matter section above we report, to the extent applicable that:

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

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Group including relevant records so far as it appears from our examination of those books and the report of the other auditor, except in relation to compliance with the requirements of audit trail as stated in (i)(vi) below.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

   d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors of the Parent Company as on March 31, 2026 taken on record by the Board of Directors of the Company and the report of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies, incorporated in India is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

   f) The modification/s relating to the maintenance of accounts and other matters connected therewith, is as stated in paragraph (b) above.

g) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Parent Company and subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to consolidated financial statements of those companies.

h) 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 to the best of our information and according to the explanations given to us and based on the auditor report of a subsidiary company incorporated in India, the remuneration paid by the Parent Company to their directors during the year is in accordance with the provisions of section 197 of the Act and the subsidiaries companies has not paid any remuneration to its directors.

i) 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:

   i) The Group does not have any pending litigations which would impact the consolidated financial position of the Group- Refer Note 34(A) to the consolidated financial statements.

   ii) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts - Refer Note 45(q) to the consolidated financial statements.

   iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent Company and its subsidiary companies incorporated in India.

   iv) (a) The respective Managements of the Parent Company and its subsidiaries, which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditor of a subsidiary that, to the best of their knowledge and belief, as disclosed in the note 45(h) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent Company or any of such subsidiaries to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent Company or any of such subsidiaries, ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (b) The respective Managements of the Parent Company and its subsidiaries, which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditor of a subsidiary that, to the best of their knowledge and belief, as disclosed in the note 45(i) to the consolidated financial statements, no funds have been received by the Parent Company or any of such subsidiaries, from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditor of a subsidiary company which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditor to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

   v) The final dividend proposed in the previous year, declared and paid by the Parent Company during the year is in accordance with section 123 of the Act, as applicable.

As stated in note 40 to the consolidated financial statements, the Board of Directors of the Parent Company, have proposed final dividend for the year which is subject to the approval of the members of the Parent Company at the ensuing respective Annual General Meetings. Such dividend proposed is in accordance with section 123 of the Act, as applicable.

vi) Based on our examination, which included test checks, and that performed by the auditor of the subsidiary and based on the other auditor's report of a subsidiary company incorporated in India whose financial statements have been audited under the Act, the Parent Company and its subsidiary companies incorporated in India have used certain accounting software for maintaining their respective books of account for the financial year ended March 31, 2026, wherein:

a) in respect of one accounting software used by Parent Company and its subsidiary companies, audit trail (edit log) feature was enabled and which operated throughout the year for all relevant transactions recorded in the software except that audit trail feature was not enabled at database level. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with, in respect of this accounting software for the period for which the audit trail feature was operating.

b) Further, with respect to one related accounting software used by Parent Company, audit trail (edit log) feature was enabled and operated throughout the year. The Parent Company has not noted any instance of audit trail feature being tampered with.

c) in respect of another accounting software used by Parent Company, operated by third party software service provider, as per the independent auditor's report, audit trail (edit log) feature was enabled and operated throughout the year, as per the requirements of the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014. No instances of audit trail feature being tampered with has been reported in such independent auditor's report for the aforesaid year.

The audit trail feature that was enabled and operated till March 31, 2025, has been preserved by the Group as per the statutory requirements for record retention.

2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO"/ "the Order") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditor of a subsidiary company included in the consolidated financial statements to which reporting under CARO is applicable, as provided to us by the Management of the Parent Company, we report that there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said respective companies included in the consolidated financial statements except for the following:

Name of the Company	**CIN**	**Nature of relationship**	**Clause Number of CARO report with qualification or adverse remark**
Monte Carlo Fashions Limited	L51494PB2008PLC032059	Parent Company	Clause i(c) (Tittle deeds of immovable properties not held in the name of the Company) of Annexure A to the Independent Auditor's report.

For Deloitte Haskins & Sells
Chartered Accountants
(Firm's Registration No. 015125N)

Rajesh Kumar Agarwal
(Partner)
(Membership No. 105546)
(UDIN: 26105546TVYHTZ8602)

Place: Gurugram
Date: May 18, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

In conjunction with our audit of the consolidated financial statements of the Company as at and for the year ended March 31, 2026, we have audited the internal financial controls with reference to consolidated financial statements of Monte Carlo Fashions Limited (hereinafter referred to as "Parent Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The respective Company's management and Board of Directors of the Parent Company, and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the internal control with reference to consolidated financial statements criteria established by the respective Companies 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 Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Parent Company and its subsidiary companies, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India 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 with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor of a subsidiary company, which are companies incorporated in India, in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Parent Company and its subsidiary companies, which are companies incorporated in India.

Meaning of Internal Financial Controls with reference to consolidated financial statements

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

Inherent Limitations of Internal Financial Controls with reference to consolidated financial statements

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

Opinion

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor referred to in the Other Matter paragraph below, the Parent Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to consolidated financial statements established by the respective companies 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.

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to a subsidiary company, which is incorporated in India, is based solely on the corresponding report of the auditor of such company incorporated in India.

Our opinion is not modified in respect of the above matter.

For Deloitte Haskins & Sells
Chartered Accountants
(Firm's Registration No. 015125N

Rajesh Kumar Agarwal
(Partner)
(Membership No. 105546)
(UDIN 26105546TVYHTZ8602)

Place: Gurugram
Date: May 18, 2026

Consolidated Balance Sheet as at March 31, 2026
(All amounts in Rs. lakhs, unless stated otherwise)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
a) Property, plant and equipment	3	16,857	18,311
b) Right-of-use assets	4	21,773	20,203
c) Capital work-in-progress	5	2,355	30
d) Intangible assets	6	299	450
e) Financial assets			
i) Investments	7	13,901	10,780
ii) Other financial assets	8	5,623	1,465
f) Income tax assets (net)	9	389	554
g) Deferred tax assets (net)	33	3,517	2,604
h) Other non-current assets	10	1,646	864
Total non-current assets		**66,360**	**55,261**
Current assets			
a) Inventories	11	57,088	50,318
b) Financial assets			
i) Investments	7	11,314	13,790
ii) Trade receivables	12	49,905	41,618
iii) Cash and cash equivalents	13	159	98
iv) Bank balances other than cash and cash equivalents	14	115	3,449
v) Loans	15	54	49
vi) Other financial assets	8	1,804	2,252
c) Other current assets	10	5,248	4,716
Total current assets		**125,687**	**116,290**
TOTAL ASSETS		**192,047**	**171,551**
EQUITY AND LIABILITIES			
Equity			
a) Equity share capital	16	2,073	2,073
b) Other equity	17	88,514	81,331
Total equity		**90,587**	**83,404**

Consolidated Balance Sheet as at March 31, 2026
(All amounts in Rs. lakhs, unless stated otherwise)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Liabilities			
Non-current liabilities			
a) Financial liabilities			
i) Lease liabilities	4	19,158	17,815
ii) Other financial liabilities	19	4,804	4,363
b) Other non-current liabilities	20	2,537	2,509
c) Provisions	21	152	137
Total non-current liabilities		**26,651**	**24,824**
Current liabilities			
a) Financial liabilities			
i) Borrowings	18	32,908	28,693
ii) Lease liabilities	4	5,900	4,933
iii) Trade payables			
- total outstanding dues of micro enterprises and small enterprises; and	22	3,786	3,461
- total outstanding dues of creditors other than micro enterprises and small enterprises	22	10,850	8,716
iv) Other financial liabilities	19	2,236	1,647
b) Other current liabilities	20	16,934	14,773
c) Current tax liabilities (net)	9	99	6
d) Provisions	21	2,096	1,094
Total current liabilities		**74,809**	**63,323**
TOTAL EQUITY AND LIABILITIES		**192,047**	**171,551**

The accompanying note forms an integral part of the consolidated financial statements

In terms of our report attached
For **Deloitte Haskins & Sells**
Chartered Accountants
Firm's Registration No. 015125N

For and on behalf of the Board of Directors

Rajesh Kumar Agarwal
(Partner)
Membership No. 105546

Jawahar Lal Oswal
Chairman and Managing Director
DIN : 00463866

Sandeep Jain
Executive Director
DIN : 00565760

Place : Gurugram
Date : May 18, 2026

Raj Kapoor Sharma
Chief Financial Officer

Ankur Gauba
Company Secretary
Membership No. FCS10577

Place : Ludhiana
Date : May 18, 2026

Consolidated Statement of Profit and Loss for the year ended March 31, 2026
(All amounts in Rs. lakhs, unless stated otherwise)

Particulars		Note No.	As at March 31, 2026	As at March 31, 2025
I	Revenue from operations	23	127,591	110,041
II	Other income	24	3,620	3,517
III	**Total income (I+II)**		**131,211**	**113,558**
IV	**EXPENSES**			
	Cost of materials consumed	25	11,208	10,724
	Purchases of stock-in-trade	26	59,102	53,405
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	27	(6,003)	(6,827)
	Employee benefits expense	28	14,725	12,249
	Finance costs	29	5,062	4,759
	Depreciation and amortisation expense	30	6,560	6,017
	Other expenses	31	25,838	21,840
	Total expenses		**116,492**	**102,167**
V	**Profit before tax (III-IV)**		**14,719**	**11,391**
VI	**Tax expense:**	32		
	- Current tax expense		4,467	3,320
	- Deferred tax expense/(credit)		(954)	(46)
	Total tax expense		**3,513**	**3,274**
VII	**Profit for the year (V-VI)**		**11,206**	**8,117**
VIII	**Other comprehensive income / (loss)**			
	Items that will not be reclassified to profit or loss			
	- Re-measurement gain / (loss) on defined benefit obligations		157	(51)
	- Income tax relating to these items		(40)	13
	Items that will be reclassified to profit or loss			
	- Net fair value gain/(loss) on investment in perpetual bonds		7	(12)
	- Income tax relating to these items		(1)	3
	Other comprehensive income / (loss) for the year, net of tax		**123**	**(47)**
IX	**Total comprehensive income for the year**		**11,329**	**8,070**

X	**Earnings per equity share (nominal value Rs. 10 each)**	35		
	Basic (Rs.)		54.05	39.15
	Diluted (Rs.)		54.05	39.15

The accompanying note forms an integral part of the consolidated financial statements

In terms of our report attached
For Deloitte Haskins & Sells
Chartered Accountants
Firm's Registration No. 015125N

For and on behalf of the Board of Directors

Rajesh Kumar Agarwal
(Partner)
Membership No. 105546

Jawahar Lal Oswal
Chairman and Managing Director
DIN : 00463866

Sandeep Jain
Executive Director
DIN : 00565760

Place : Gurugram
Date : May 18, 2026

Raj Kapoor Sharma
Chief Financial Officer

Ankur Gauba
Company Secretary
Membership No. FCS10577

Place : Ludhiana
Date : May 18, 2026

Consolidated Statement of Cash flows for the year ended March 31, 2026

(All amounts in Rs. lakhs, unless stated otherwise)

	Particulars	As at March 31, 2026	As at March 31, 2025
A.	**Cash flow from operating activities:**		
	Profit before tax	14,719	11,391
	Depreciation and amortisation expense	6,560	6,017
	Finance costs	5,062	4,759
	Interest income	(2,663)	(1,935)
	Gain/(loss) on foreign exchange fluctution	1	(2)
	Provision for contingencies	825	-
	Profit on sale of investments designated at fair value through profit or loss (FVTPL)	(141)	(29)
	Gain on valuation of investment designated at fair value through other comprehensive income (FVOCI)	(7)	12
	Profit on sale of property, plant and equipment (net)	(7)	(29)
	Provision for credit impaired trade receivables written back	-	(257)
	Provision for credit impaired trade receivables	133	-
	Net effect of de-recognition of right-of-use asset and lease liability	(114)	(120)
	Net gain arising on investment designated at fair value through profit or loss (FVTPL)	(494)	(957)
	Sundry Balances written off	57	36
		23,931	**18,886**
	Operating profit before working capital changes		
	Adjusted for movement in:		
	Increase in trade receivables	(8,478)	(4,368)
	Increase in inventories	(6,770)	(6,856)
	Increase/ (Decrease) in trade payables	2,457	(1,973)
	Increase in provisions	193	152
	Increase in other financial and non-financial assets	(289)	(699)
	Increase in other financial and non-financial liabilities	3,149	4,476
	Cash flow from operating activities before taxes	**14,193**	**9,618**
	Direct taxes paid (net of refunds and demands)	(4,209)	(2,337)
	Net cash generated from operating activities (A)	**9,984**	**7,281**
B.	**Cash flow from investing activities:**		
	Payment for Property, Plant and Equipment, Right of use assets and Intangible assets including capital advances, creditors for capital goods and Capital work-in-progress	(3,799)	(3,806)
	Proceeds from disposal of property, plant and equipment	31	445
	Purchase of investments	(8,969)	(4,939)
	Proceeds from sale of investments	8,972	3,874
	Fixed Deposits not considered as cash and cash equivalents		
	-Placed	(4,138)	(815)
	-Matured	3,376	681
	Interest received	3,112	1,706
	Net cash (used in) investing activities (B)	**(1,415)**	**(2,854)**

C.	**Cash flow from financing activities:**		
	Repayment of long-term borrowings	-	(270)
	Proceeds from short-term borrowings (net of repayments)	4,058	7,264
	Payment of principal portion of lease liabilities	(3,340)	(2,530)
	Payment of interest portion of lease liabilities	(2,055)	(1,740)
	Dividend paid	(4,146)	(4,149)
	Finance cost paid	(3,025)	(3,052)
	Net cash (used in) financing activities (C)	**(8,508)**	**(4,477)**
	Net increase/(decrease) in cash and cash equivalents (A+B+C)	61	(50)
	Cash and cash equivalents at the beginning of the year	98	148
	Cash and cash equivalents at the end of the year	**159**	**98**
	Cash and cash equivalents (refer note 13) include:		
	Cash on hand	56	90
	Cheques in hand	7	-
	Balance with banks	96	8
	Total cash and cash equivalents	**159**	**98**

Notes :

i) Refer note 48, for reconciliation of liabilities whose cash flow movements are disclosed as part of financing activities in the Statement of Cash Flows.

The accompanying note forms an integral part of the consolidated financial statements.

In terms of our report attached
For Deloitte Haskins & Sells
Chartered Accountants
Firm's Registration No. 015125N

Rajesh Kumar Agarwal
(Partner)
Membership No. 105546

Place : Gurugram
Date : May 18, 2026

For and on behalf of the Board of Directors

Jawahar Lal Oswal
Chairman and Managing Director
DIN : 00463866

Sandeep Jain
Executive Director
DIN : 00565760

Raj Kapoor Sharma
Chief Financial Officer

Ankur Gauba
Company Secretary
Membership No. FCS10577

Place : Ludhiana
Date : May 18, 2026

Consolidated Statement of changes in equity for the year ended March 31, 2026

(All amounts in Rs. lakhs, unless stated otherwise)

A. Equity share capital

	Amount
Balance as at March 31, 2024	2,073
Add: Changes during the year	-
Balance as at March 31, 2025	**2,073**
Add: Changes during the year	**-**
Balance as at March 31, 2026	**2,073**

B. Other equity

Particulars	Reserves and Surplus					Other comprehensive income	Total
	Capital reserve *	Capital redemption reserve	Securities premium	General reserve	Retained earnings	Debt instruments through OCI	
Balance as at March 31, 2024	**0**	**100**	**7,470**	**38,087**	**31,772**	**(23)**	**77,406**
Profit for the year	-	-	-	-	8,117	-	8,117
Remeasurement of defined benefit obligations (net of tax)	-	-	-	-	(38)	-	(38)
Fair valuation of investment in perpetual bonds (net of tax)	-	-	-	-	-	(9)	(9)
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**8,079**	**(9)**	**8,070**
Dividend	-	-	-	-	(4,146)	-	(4,146)
Balance as at March 31, 2025	**0**	**100**	**7,470**	**38,087**	**35,706**	**(32)**	**81,331**
Profit for the year	-	-	-	-	11,206	-	11,206
Remeasurement of defined benefit obligations (net of tax)	-	-	-	-	117	-	117
Fair valuation of investment in perpetual bonds (net of tax)	-	-	-	-	-	6	6
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**11,323**	**6**	**11,329**
Dividend	-	-	-	-	(4,146)	-	(4,146)
Balance as at March 31, 2026	**0**	**100**	**7,470**	**38,087**	**42,883**	**(26)**	**88,514**

* Balance as at March 31, 2024, March 31, 2025 and March 31, 2026 is less than Rs 1 Lakh, accordingly appearing as Nil.

The accompanying note forms an integral part of the Consolidated financial statements

In terms of our report attached
For Deloitte Haskins & Sells
Chartered Accountants
Firm's Registration No. 015125N

Rajesh Kumar Agarwal
(Partner)
Membership No. 105546

Place : Gurugram
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Company Secretary
Membership No. FCS10577

Place : Ludhiana
Date : May 18, 2026

Notes to Consolidated financial statements for the year ended March 31, 2026

(All amounts in Rs. lakhs, unless stated otherwise)

1 General Information

Monte Carlo Fashions Limited (the "Company" or "the Parent Company") is a public company limited by shares incorporated under the provisions of the Companies Act, 1956 on 1 July 2008 and is domiciled in India. The Company's registered office is at B-XXIX-106, G.T. Road, Sherpur, Ludhiana, Punjab. Its shares are listed on both BSE Limited and National Stock Exchange of India Limited. The Company is engaged in manufacturing of designer woolen/cotton readymade apparels and trading of readymade apparels including blankets under its brand "MONTE CARLO" which has also been recognised as a "SUPERBRAND".

2 Material Accounting Policies

2.1. Statement of Compliance

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Section 133 of the Companies Act, 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

The board of directors have considered the financial position of the Group as at March 31, 2026 and the projected cash flows and financial performance of the Group for at least twelve months from the date of approval of these financial statements.

The consolidated financial statements of the Group are presented in Indian Rupee ('INR') and all values are rounded to the nearest lakhs (INR 00,000), except when otherwise indicated.

2.2. Basis of Preparation and Presentation

The consolidated financial statements have been prepared on the historical cost convention on accrual basis except for certain financial instruments which are measured at fair value at the end of each reporting period, as explained in the accounting policies mentioned below. Historical cost is generally based on the fair value of the consideration given in exchange of goods or services.

All assets and liabilities have been classified as current or non-current according to the Group's operating cycle and other criteria set out in the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Group has ascertained its operating cycle as twelve months for the purpose of current non-current classification of assets and liabilities.

The principal accounting policies are set out below.

2.3. Basis of Consolidation

Subsidiaries are entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date the control ceases.

The Group combines the financial statements of the parent and its wholly owned subsidiaries line by line adding together like items of asset, liabilities, equity, income and unrealized gains on transactions between Group companies are eliminated. Accounting policy of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of change in equity and balance sheet respectively.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company i.e. year ended on March 31.

The consolidated financial statements of the Group include two subsidiaries listed in the table below:

Sr. No.	Name of the Company	Country of Incorporation	% Holding in March 2026	% Holding in March 2025
1	MCFL Ventures Limited (Formerly Known as Monte Carlo Home Textiles Limited)	India	100%	100%
2	MCFL Energy Projects Private Limited	India	100%	-

2.4. Use of Estimates and Judgements

The preparation of consolidated 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, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amount of revenues and expenses for the years presented. Actual results may differ from the estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods affected.

2.5. Inventory

Inventories are initially recognised at the lower of cost and net realisable value (NRV).

Cost incurred in bringing each product to its present location and condition are accumulated as follows:

- **Raw materials and stores and spares:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average cost method basis.
- **Work-in-progress:** Cost is determined at raw material cost plus conversion costs depending upon the stage of completion.
- **Manufactured finished goods:** Manufactured finished goods are stated at the lower of cost or market value. Cost is determined using actual cost method of valuation in which cost of inventories comprises costs of purchase, costs of conversion and other attributable costs incurred in bringing them to their respective present location and condition.
- **Traded finished goods:** Traded finished goods are stated at the lower of cost or market value. Cost is determined using the weighted average cost basis and includes the purchase price and attributable direct costs.

Initial cost of inventories includes import duties, non-refundable taxes, transport and handling costs and any other directly attributable costs, less trade discounts, rebates and similar items.

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

2.6. Property, plant and equipment

Recognition

Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of property, plant and equipment that are not yet ready for their intended use at the reporting date. When significant parts of property, plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the Statement of Profit or Loss as incurred.

Transition to Ind AS

On transition to Ind AS, the Group had elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 01, 2016 measured as per the previous GAAP and used that carrying value as the deemed cost of the property, plant and equipment.

Depreciation

Depreciation on property, plant and equipment is provided on the written down value method arrived on the basis of the useful life prescribed under Schedule II of the Companies Act, 2013 except for Plant and machinery used in factory.

The estimated useful life of Plant and machinery used in factory have been assessed based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support etc.

The following useful life of assets has been taken by the Group:

Tangible assets	Useful life
Building	30 years
Plant and machinery – factory	9-10 years
Plant and machinery - Other than factory	15 years
Furniture and fixtures	10 years
Vehicles	8 years and 10 years
Office equipment	5 years
Computer equipment	3 years and 6 years

De-recognition

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

2.7. Intangible assets

Recognition

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

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

Amortisation

Intangible assets are amortised on straight-line basis over the useful life as estimated by the management.

Intangible assets	Useful life
Software	5 years

De-recognition

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit or Loss when the asset is derecognised.

2.8. Impairment of non-financial assets

The carrying values of assets/cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognised for an asset in earlier accounting periods which no longer exists or may have decreased, such reversal of impairment loss is recognised in the statement of profit and loss, to the extent the amount was previously charged to the statement of profit and loss.

2.9. Functional and presentation currency

The consolidated financial statements are presented in Indian Rupees (Rs.), which is also the Group's functional currency.

Initial recognition

Transactions in foreign currencies are initially recorded by the Group at its functional currency spot rates at the date the transaction first qualifies for recognition.

Subsequent measurement

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of Profit or Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in other comprehensive income (OCI) or profit or loss are also recognised in OCI or profit or loss, respectively).

2.10. Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the standalone financial statements on a recurring basis, Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period or each case.

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

2.11. Revenue recognition

Sale of goods:

Revenue from contracts with customers is recognised when control of the goods is transferred to the customer on satisfaction of performance obligations. The Performance obligations as per contracts with customers are fulfilled at the time of dispatch or delivery of goods depending upon the terms agreed with customer.

The Group has concluded that revenue arrangements with its business partners/customers are on principal to principal basis.

Revenue towards satisfaction of performance obligation is measured at the amount of transaction price (net of variable consideration and provision for sales returns) allocated to that performance obligation.

Amounts disclosed as revenue are net of returns and trade discounts, rebates, incentives, etc. The Group collects goods and services tax on behalf of the government and therefore, these are not economic benefits flowing to the Group. Hence, these are excluded from the revenue.

Variable consideration includes trade discounts, rebates and incentives, etc. The Group uses its accumulated historical experience to estimate the variable consideration using the expected value method.

Under the Group's standard contract terms, customers have a right of return goods as per Group's policy. At the point of sale, a refund liability and a corresponding adjustment to revenue is recognised for those products expected to be returned. At the same time, the Group has a right to recover the product when customers exercise their right of return; consequently, the Group recognises a right-to-returned-goods asset and a corresponding adjustment to change in inventory. The Group uses its accumulated historical experience to estimate the goods that will be returned using the expected value method because this method best predicts the amount of returns to which the Group will be entitled.

Interest income:

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

For all financial assets measured at amortised cost, interest income is recorded using the effective interest rate (EIR) i.e. the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial assets. The future cash flows include all other transaction costs paid or received, premiums or discounts if any, etc.

Insurance and other claims

Revenue in respect of claims is recognised when no significant uncertainty exists with regard to the amount to be realised and the ultimate collection thereof.

2.12. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur.

2.13. Financial instruments

Financial instruments are recognised when the Group becomes a party to the contractual provisions of the instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value.

If the Group determines that the fair value at initial recognition differs from the transaction price, the Group accounts for that instrument at that date as follows:

- at the measurement basis mentioned above if that fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets. The Group recognises the difference between the fair value at initial recognition and the transaction price as a gain or loss.
- in all other cases, at the measurement basis mentioned above, adjusted to defer the difference between the fair value at initial recognition and the transaction price. After initial recognition, the Group recognises that deferred difference as a gain or loss only to the extent that it arises from a change in a factor (including time) that market participants would take into account when pricing the asset or liability.

Subsequent measurement of financial assets and financial liabilities is described below.

Financial assets

Classification and subsequent measurement

For the purpose of subsequent measurement, financial assets are classified into the following categories upon initial recognition:

i. **Financial assets at amortised cost –** a financial instrument is measured at amortised cost if both the following conditions are met:
   - The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
   - Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest method.

ii. **Financial assets carried at fair value through other comprehensive income (FVTOCI)** - A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling the financial asset. Fair value movements are recognised in the other comprehensive income (OCI). However, the Group recognises interest income, impairment losses and reversals in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from equity to the statement of profit and loss.

iii. **Financial assets carried at fair value through Profit or Loss (FVTPL)** - Financial assets that do not meet the amortised cost criteria or fair value through other comprehensive income criteria are measured at fair value through profit or loss.

Investment in Mutual funds – All Investments in mutual funds in scope of Ind-AS 109 are measured at fair value through profit and loss (FVTPL).

Investments in equity instruments – The Group subsequently measures all equity investments (other than subsidiaries) at fair value (either through profit or loss or through other comprehensive income). Dividends from such investments are recognised in the Statement of Profit or Loss as other income when the Group's right to receive payments is established.

De-recognition of financial assets

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or the Group has transferred its rights to receive cash flows from the asset.

Financial liabilities

Subsequent measurement

After initial recognition, the financial liabilities, other than derivative liabilities, are subsequently measured at amortised cost using the effective interest method.

Amortised cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The effect of EIR amortisation is included as finance costs in the statement of profit and loss.

Derivative liabilities - All derivative liabilities are measured at fair value through profit and loss (FVTPL).

De-recognition of financial liabilities

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

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Impairment of financial assets

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

2.14. Retirement and other employee benefits

Defined contribution plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service. The Group has no obligation other than the contribution payable to the Provident Fund.

Defined benefit plans

The Group operates a defined benefit gratuity plan in India. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Other short term benefits

Expense in respect of other short-term benefits is recognised on the basis of amount paid or payable for the period during which services are rendered by the employees.

2.15. Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of reimbursement (if any).

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Group does not recognise a contingent liability but discloses its existence in the consolidated financial statements.

Contingent assets are not recognised. However, when inflow of economic benefits is probable, related asset is disclosed.

2.16. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

Potential ordinary shares shall be treated as dilutive when, and only when, their conversion to ordinary shares would decrease earnings per share or increase loss per share from continuing operations.

2.17. Leases

The Group's lease asset classes primarily consist of leases for showrooms taken on rent. The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The Group has several lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination, including: whether there are significant penalties to terminate (or not extend); whether any leasehold improvements are expected to have a significant remaining value; historical lease durations; the importance of the underlying asset to the Group's operations; and the costs and business disruption required to replace the leased asset. The Group typically exercises its option to renew (or does not exercise its option to terminate) for the leases because there will be a negative effect on the sale of its products if a replacement is not readily available and also due to the cost of the leasehold improvements.

The Group assesses whether a contract is or contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

(i) the contract involves the use of an identified asset,

(ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease, and

(iii) the Group has the right to direct the use of the asset.

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

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made.

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased assets.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as cash flows from financing activities.

2.18. Income taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits (Minimum alternate tax credit entitlement) and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.19. Non-current assets or disposal group held for sale

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

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales/ distribution of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned. The Group treats sale of the asset highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

2.20. Government grants and subsidies

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

When the grant or subsidy relates to revenue, it is recognised as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate. Where the grant relates to an asset, it is recognised as deferred income and released to income in equal amounts over the expected useful life of the related asset.

2.21. Segment reporting

The Group's business operation comprises of single operating segment of manufacturing/trading of textile garments. Operating segment has been identified on the basis of nature of products and reported in a manner consistent with the internal reporting provided to Chief Operating Decision Maker ('CODM').

2.22. Cash and cash equivalents

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

2.23. Cash dividend distribution to equity holders

The Group recognises a liability to make cash distributions to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

2.24. Significant accounting judgements, estimates and assumptions

In the application of the Group's accounting policies, which are described as stated above, the Board of Directors of the Group are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

Key sources of uncertainty

The following are the areas of estimation uncertainty and critical judgements that the management has made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

Right to recover returned goods and refund liabilities

The methodology and assumptions used to estimate expected sales return involves significant judgments by the Management. Such estimates are monitored and adjusted regularly in the light of contractual and legal obligations, historical trend and past experience. Once the uncertainty associated with the expected sales returns is resolved, revenue is adjusted accordingly.

Provision for discount

At each balance sheet date, management estimates the adequacy of provision for discounts to be given to its customers on the sales made by the Group on the basis of historical trend, past experience and discount policies.

Defined benefit plans

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

Useful lives of depreciable property, plant and equipment and intangible assets

Management reviews the useful lives of depreciable/amortisable assets at each reporting date.

As at March 31, 2026 management assessed that the useful lives represent the expected utility of the assets to the Group.

Recoverability of advances/receivables

At each balance sheet date, management assess recoverability of advances/receivables based on ageing and credit risk to determine the adequacy of allowances for doubtful receivables / advances.

Provision for Contingencies

Provision for contingencies are recognized after evaluation of facts and legal aspects of the matter involved in line with Ind AS 37- Provisions, Contingent Liabilities and Contingent Assets. Provision for contingencies in respect of advances recoverable and outstanding as at the reporting date are recognized based on the probability of recovery, contractual and commercial obligations and other relevant internal information. The timing and amount of any ultimate adjustment, and any expected reimbursements (if any), depend on future events and may result in changes to the provision recognised in subsequent periods. These provisions are reviewed at each reporting date and revised, where necessary.

2.25. Applicability of New and Revised Ind AS

New standards, interpretations and amendments adopted by the Group Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Group has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non -current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Group has no impact of these amendments in its classification criteria of current and non-current liabilities.

Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Group has reviewed the amendment and based on its evaluation has determined that it does not have any impact in its financial statements.

Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and require companies to disclose that they have applied the relief. This relief is immediate and applies retrospectively. The amendments also require companies to provide new disclosures to compensate for potential loss of information resulting from the relief. Such disclosures are to be provided for annual reporting periods beginning on or after April 1, 2025. The Group has reviewed the amendment and based on its evaluation has determined that it does not have any impact in its financial statements.

Standards notified but not yet effective:

There are no standards that are notified and not yet effective as on the date

Notes to Consolidated financial statements for the year ended March 31, 2026
(All amounts in Rs. lakhs, unless stated otherwise)

3 Property, plant and equipment

Particulars	As at March 31, 2026	As at March 31, 2025
Carrying amount of		
Freehold land	5,067	5,067
Buildings	7,515	8,272
Plant and equipment	2,537	3,075
Office equipment	331	315
Furniture and fixtures	501	599
Leasehold Improvement	443	491
Vehicles	463	492
	16,857	**18,311**

Particulars	Free-hold land	Build-ings	Plant and equip-ment	Office equip-ment	Furni-ture and fixtures	Leasehold Improve-ment	Vehicles	Total
Cost / Deemed Cost								
Balance as at March 31, 2024	4,272	14,562	11,458	800	1,119	284	1,163	33,658
Additions	1,192	200	841	196	310	296	154	3,189
Disposal	(397)	(0)	(164)	(58)	(10)	-	(87)	(716)
Balance as at March 31, 2025	**5,067**	**14,762**	**12,135**	**938**	**1,419**	**580**	**1,230**	**36,131**
Additions	-	39	193	188	59	52	149	680
Disposal	-	-	(266)	(78)	(5)	-	(62)	(411)
Balance as at March 31, 2026	**5,067**	**14,801**	**12,062**	**1,048**	**1,473**	**632**	**1,317**	**36,400**
Accumulated depreciation								
Balance as at March 31, 2024	-	5,633	8,351	513	674	18	608	15,796
Depreciation expense	-	857	863	166	155	71	211	2,323
Disposal	-	(0)	(154)	(56)	(10)	-	(80)	(300)
Balance as at March 31, 2025	**-**	**6,490**	**9,060**	**623**	**819**	**89**	**739**	**17,820**
Depreciation expense	-	796	716	168	156	100	174	2,110
Disposal	-	-	(251)	(74)	(4)	-	(58)	(387)
Balance as at March 31, 2026	**-**	**7,286**	**9,525**	**717**	**971**	**189**	**855**	**19,543**
Carrying amount								
Balance as at March 31, 2024	4,272	8,929	3,107	287	444	266	556	17,862
Additions	1,192	200	841	196	310	296	154	3,189
Disposal	(397)	(0)	(11)	(2)	(0)	-	(7)	(416)
Depreciation expense	-	(857)	(863)	(166)	(155)	(71)	(211)	(2,323)
Balance as at March 31, 2025	**5,067**	**8,272**	**3,075**	**315**	**599**	**491**	**492**	**18,311**
Additions	-	39	193	188	59	52	149	680
Disposal	-	-	(15)	(4)	(1)	-	(4)	(24)
Depreciation expense	-	(796)	(716)	(168)	(156)	(100)	(174)	(2,110)
Balance as at March 31, 2026	**5,067**	**7,515**	**2,537**	**331**	**501**	**443**	**463**	**16,857**

Notes:

i) Refer note 34 for disclosure of capital commitments for the acquisition of property, plant and equipment.

ii) Refer note 36 for disclosure of assets held as security.

iii) Details of immovable properties whose title deeds are not held in the name of the Company as at the balance sheet date.

Description of Item of Property	Carrying Value	Period held since	Reason for not being held in the name of the Company
Land - 160 Sq yds at G. T. Road, Sherpur, Ludhiana	33	13 years	Purchased through sales agreement, however mutation of title deeds in the name of the group is pending.
Land - 20 Sq yds at G. T. Road, Sherpur, Ludhiana	7	12 years	

Except for above, the title deeds of all immovable properties are held in the name of the group.

iv) The group has not revalued its Property, plant and equipment during the year.

4. Right-of-use assets and lease liabilities

The group has entered into various lease agreements for acquiring space for Exclusive Brand Stores and Warehouses. Such lease contracts include monthly fixed payments for rentals. The lease contracts are generally cancellable at the option of lessee during the lease tenure after the completion of non-cancellable period. There are no significant restrictions imposed under the lease contracts.

The following table presents the reconciliation of changes in the carrying value of Right-of-use assets (ROU) assets for the year ended March 31, 2026 and March 31, 2025:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	20,203	14,697
Addition for new leases	7,172	9,625
Deletions for terminated leases	(1,313)	(584)
Depreciation expense (recognised in Statement of Profit and Loss)	(4,289)	(3,535)
Balance as at the year end	**21,773**	**20,203**

Right-of-use asset assets are amortised from the commencement date on a straight-line basis over the lease term. The aggregate depreciation expense on Right-of-use asset assets is included under depreciation and amortisation expense in the Statement of Profit and Loss.

The following is the break-up of current and non-current lease liabilities:-

Particulars	As at March 31, 2026	As at March 31, 2025
Financial liabilities at amortised cost		
Non-current lease liabilities	19,158	17,815
Current lease liabilities	5,900	4,933
	25,058	**22,748**

The following is the movement in lease liabilities :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	22,748	16,498
Addition for new leases	7,077	9,485
Impact of lease derecognised	(1,427)	(704)
Interest expense on lease liabilities (recognised in Statement of Profit and Loss)	2,055	1,739
Payment of lease liabilities (Cash outflow for leases)	(5,395)	(4,270)
Balance as at the year end	**25,058**	**22,748**

Rent expense recorded towards short term and variable lease payments amounts to Rs. 457 lakhs (Previous year: Rs. 453 Lakhs)

The maturity analysis of lease liabilities is disclosed in Note 39.

5. Capital work-in-progress

(a) Changes in Capital work-in-progress are as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	30	8
Additions during the year	2,363	812
Transfer to Property, plant and equipment during the year	(38)	(790)
Balance as at the year end	**2,355**	**30**

(b) Capital work-in-progress ageing schedule

Projects in progress	Amounts in Capital work-in-progress for a periods of				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
As at March 31, 2026	2,355	-	-	-	2,355
As at March 31, 2025	30	-	-	-	30

(c) There are no overdue or cost overrun projects compared to its original plan and no projects which are temporarily suspended as at March 31, 2026 and March 31, 2025.

Notes:

i) Refer note 36 for disclosure of assets held as security.

6. Intangible assets

Particulars	Software (Acquired)	Total
Cost / Deemed Cost		
Balance as at March 31, 2024	1,017	1,017
Additions	12	12
Disposal	-	-
Balance as at March 31, 2025	**1,029**	**1,029**
Additions	10	10
Disposal	-	-
Balance as at March 31, 2026	**1,039**	**1,039**
Accumulated amortisation		
Balance as at March 31, 2024	420	420
Amortisation expense	159	159
Disposal	-	-
Balance as at March 31, 2025	**579**	**579**
Amortisation expense	161	161
Disposal	-	-
Balance as at March 31, 2026	**740**	**740**
Carrying amount		
Balance as at March 31, 2024	597	597
Additions	12	12
Disposal	-	-
Amortisation expense	(159)	(159)
Balance as at March 31, 2025	**450**	**450**
Additions	10	10
Disposal	-	-
Amortisation expense	(161)	(161)
Balance as at March 31, 2026	**299**	**299**

7. Non-current investments

Particulars	Units as at March 31, 2026	Units as at March 31, 2025	As at March 31, 2026		As at March 31, 2025	
			Non Current	Current	Non Current	Current
Category-wise investments						
Investment in debentures/bonds			12,972	1,756	10,141	1,760
Investment in mutual funds			-	9,558	-	12,030
Investment in Alternative Investment funds			929	-	639	-
			13,901	**11,314**	**10,780**	**13,790**

7.1 Investments in debentures/bonds

Investments carried at fair value through other comprehensive income (FVTOCI) - Quoted

Particulars	Units as at March 31, 2026	Units as at March 31, 2025	As at March 31, 2026		As at March 31, 2025	
			Non Current	Current	Non Current	Current
Bonds						
Bank of Baroda ASR XVI 8.15 BD Perpetual having Face Value of Rs. 10 Lakhs each	-	10	-	-	-	100
Canara Bank SRIII 8.50 BD Perpetual having Face Value of Rs. 10 Lakhs each	-	10	-	-	-	100
Indian Bank SR IV 8.44 LOA Perpetual having Face Value of Rs. 10 Lakhs each	-	10	-	-	100	-
National Highways Authority of India SRI 7.26 BD 10 AG38 having Face Value of Rs. 10 Lakhs each	30	30	311	-	307	-
Punjab National Bank SR XIV 8.50 LOA Perpetual having Face Value of Rs. 100 Lakhs each	2	2	-	200	200	-
State Bank of India SRI 7.72 BD Perpetual having Face Value of Rs. 100 Lakhs each	6	6	-	620	618	-
State Bank of India SR II 7.73 BD Perpetual having Face Value of Rs. 10 Lakhs each	-	30	-	-	-	311
Debentures						
Tata Motors Finance Limited SR B 10 NCD 29MR29 having Face Value of Rs. 10 Lakhs each	40	40	400	-	400	-
			711	**820**	**1,625**	**511**
Investments carried at fair value through other comprehensive income (FVTOCI) - Unquoted						
Bonds						
Tata International Limited 9.10 LOA having Face Value of Rs. 10 Lakhs each	-	100	-	-	-	1,000
			-	**-**	**-**	**1,000**

Investments carried at amortised cost - Quoted

Bonds						
Government of India 11007 GOI 05DC30 8.97 having Face Value of Rs. 100 each	229,000	229,000	250	-	250	-
National Bank for agriculture and rural development SR-IIA 7.35 BD 23MR31 having Face Value of Rs. 1,000 each	20,000	20,000	223	-	223	-
Punjab National Bank SR XV, 8.75% LOA Perpetual having Face Value of Rs. 100 Lakhs each	2	2	200	-	200	-

U.P. Power Corporation Limited SR I STRPP D 9.70 BD 31MR28 having Face Value of Rs. 10 Lakhs each	20	20	200	-	200	-
GOI Loan 2036, 7.54% having Face Value of Rs. 100 each	1,000,000	1,000,000	1,017	-	1,017	-
Debentures						
TMF Holdings Limited SR B 7.3029 NCD Perpetual having Face Value of Rs. 10 Lakhs each	50	50	478	-	478	-
LIC Housing Finance Limited TR 421 7.90 NCD 23JU27 having Face Value of Rs. 10 Lakhs each	50	50	501	-	501	-
10% Adani Airport Holdings Ltd. Redeemable NCD Series II having face value of 1 Lakh each	5,000	5,000	500	-	500	-
9.35% A K Capital Finance Limited 2027 having face value of Rs. 1 Lakh each	300	300	300	-	300	-
			3,669	**-**	**3,669**	**-**

Investments carried at amortised cost - Unquoted

Particulars	Units as at March 31, 2026	Units as at March 31, 2025	As at March 31, 2026		As at March 31, 2025	
			Non Current	Current	Non Current	Current
Debentures						
Tata Capital Financial Services Limited SR A FY22-23 OPT II 7.65 NCD 29AP32 having Face Value of Rs. 10 Lakhs each	30	30	301	-	301	-
Series A, Senior Secured, NCD unrated and un-listed (Bemco Pvt. Ltd.) having face value of Rs. 10 lakh each	50	50	500	-	500	-
Sharp Agricom Limited Secured Urated Unlisted Reedemable Non Convertible Debentures having face value of Rs. 10 lakh each	20	20	157	-	200	-
Whizdm Finance Private Limited 12.73 NCD 15Ap26 having face value of Rs. 50 lakh each	10	10	-	42	500	-
Vikran Engineering Limited TR 2 12 NCD 10Ap26 having face value of Rs. 50 lakh each	6	6	-	299	299	-
Casagrand Hyderwise Private Limited SRI 10 NCD 31Dc29 having face value of Rs. 1 lakh each	200	200	200	-	200	-
Incred Financial Services Limited SR II 9.80 NCD 02MY25 having Face Value of Rs. 1,000 each	-	10,000	-	-	-	100
Agilemed Investments Private Limited Secured Unrated Unlisted reedeemable NCD Series A having Face Value of Rs.10 Lakhs each	-	100	-	-	978	-
Hella Infra Market Pvt Ltd#10.57% SEC GRT SNR Tax NCUM RTD RED PRN PRT NCD SR 2 PP having face value of Rs. 10,000 each	-	7,000	-	-	274	-
Series A, Senior Secured, NCD unrated and unlist-ed (Betul Wind Farms Pvt. Ltd.) having face value of Rs. 10 lakh each	-	100	-	-	995	-
Matrix Pharma Private Limited IIA 10.80 NCD 04AG25 having face value of Rs.1 Lakhs each	-	300	-	-	-	149
Valley Iron & Steel group Limited NCD having face value of Rs. 10 lakh each	60	60	473	-	600	-
Brian Builders Era Foundation Series-B (JECRC) (BBEF Debt) having face value of Rs. 10 Lakhs each	20	-	200	-	-	-

Saphire Maintenance Services Pvt. Ltd.SR A TR 1 18 NCD having face value of Rs. 10 Lakhs each	50	-	448	-	-	-
Subramanya Constructions and Development Company 19% interest having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
Whizdm Finance Private Limited 11.39 NCD 21AP26 having face value of Rs. 50 Lakhs each	8	-	-	20	-	-
Empee Hotels Limited NCDs having face value of Rs. 100 Lakhs each	5	-	433	-	-	-
C.K.R Resorts Private Limited- Series A 15.50% interest having face value of Rs. 10 Lakhs each	50	-	-	500	-	-
Candeur Builders Private Limited- Series A by Motilal Oswal Finvest Limited 14.49% interest having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
Embassy One Developers Private Limited SR A2 NCD 31AG29 having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
Mpokket Financial Services Privtae Limited 13 NCD 09OT26 having face value of Rs. 10 Lakhs each	30	-	149	75	-	-
Deepak Hotels Infra Pvt. Ltd.16.65% interest having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
NSSL Private Limited SR B 17 NCD 11OT25 having face value of Rs. 10 Lakhs each	50	-	426	-	-	-
Ashoka Builders India Private LimitedSR III 14.49 NCD 31MR30 having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
Vidarbha Minerals and Energy Private Limited NCD 16.65% interest having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
Casagrand Lotus Private Limited SR II 12 NCD 31MR31 having face value of Rs. 1 Lakh each	300	-	310	-	-	-
Whizdm Finance Private Limited 12.25 NCD 29OT27 having face value of Rs. 100 Lakhs each	5	-	495	-	-	-
KW Homes Private Limited SR A TR 1 17.05 NCD 28FB30 having face value of Rs. 10 Lakhs each	100	-	1,000	-	-	-
Emmel Logistics NCD for 15 Months @ 19% Monthly having face value of Rs. 10 Lakhs each	50	-	500	-	-	-
			8,592	**936**	**4,847**	**249**
			12,972	**1,756**	**10,141**	**1,760**

7.2 Investment in mutual funds
Investments carried at fair value through profit or loss (FVTPL) - Quoted

Particulars	Units as at March 31, 2026	Units as at March 31, 2025	As at March 31, 2026		As at March 31, 2025	
			Non Current	Current	Non Current	Current
Debentures						
ICICI Prudential corporate bond fund - Direct Plan - Growth having face value of Rs. 10 each	5,282,959	5,282,959	-	1,715	-	1,614

ICICI Prudential banking and PSU debt fund - Direct Plan - Growth having face value of Rs. 10 each	846,178	846,178	-	299	-	282
Bandhan Regular Saving Fund-Growth-(Direct Plan) [erstwhile IDFC Regular Saving Fund-Growth-Direct Plan] having face value of Rs. 10 each	2,105,505	3,608,935	-	750	-	1,253
Bandhan Banking & PSU Debt Fund-Direct Plan-Growth [erstwhile IDFC Banking & PSU Debt Fund-Direct Plan-Growth] having face value of Rs. 10 each	2,775,449	5,360,422	-	728	-	1,329
Bandhan Corporate Bond Fund Direct Plan-Growth [erstwhile IDFC Corporate Bond Fund- Direct plan - Growth] having face value of Rs. 10 each	-	3,305,532	-	-	-	640
Bandhan CRISIL IBX Gilt June 2027 Index Fund Direct Plan-Growth [erstwhile IDFC CRISIL IBX Gilt June 2027 Index Fund Direct Plan-Growth] having face value of Rs. 10 each	-	1,999,900	-	-	-	254
Bandhan Bond Fund-Medium Term Plan-Growth-Direct Plan [Idfc Bond Fund-Medium Term Plan-Growth-Direct Plan] having face value of Rs. 10 each	1,032,215	1,032,215	-	530	-	503
Bandhan Bond Fund-Short Term Plan-Growth-Direct Plan [erstwhile IDFC Bond Fund -Short term Plan] having face value of Rs. 10 each	1,076,466	1,076,466	-	684	-	643
HDFC corporate bond fund - direct plan - growth option having face value of Rs. 10 each	6,297,367	7,494,036	-	2,150	-	2,439
ICICI prudential bond fund - Direct plan - Growth having face value of Rs. 10 each	835,094	835,094	-	362	-	349
AXIS Short Term Fund-Direct Plan-Growth having face value of Rs. 10 each	1,189,680	1,189,680	-	418	-	392
Kotak Corporate Bond Fund Direct Growth having face value of Rs. 1,000 each	27,038	27,038	-	1,103	-	1,040
SBI Dynamic Bond Fund- Direct plan- Growth option having face value of Rs. 10 each	349,170	349,170	-	140	-	134
SBI Corporate Bond Fund - Direct Plan-Growth having face value of Rs. 10 each	4,121,500	7,419,569	-	680	-	1,158
			-	**9,558**	**-**	**12,030**

7.3 Investment in Alternative Investment Fund through profit or loss (FVTPL) - Unquoted

A K Securitization & Credit Opportunities Fund II	50,000	50,000	500	-	500	-
UTI Structured Debt Opportunities Fund III - Class F1	95,566	95,566	100	-	99	-
Incred Special Opportunities Fund I	150,000	40,000	154	-	40	-
Neo Special Opportunities Fund-II	175,000	-	175	-	-	-
			929	**-**	**639**	**-**
Total Investments			**13,901**	**11,314**	**10,780**	**13,790**

Aggregate book value of quoted investments			4,380	10,378	5,294	12,541
Aggregate market value of quoted investments			4,380	10,378	5,294	12,541
Aggregate carrying value of unquoted investments			9,521	936	639	-

Notes: i) Refer note 36 for disclosure of assets held as security.

8. Other financial assets

Particulars	As at March 31, 2026	As at March 31, 2025
Financial assets carried at amortised cost		
(Unsecured and considered good, unless otherwise stated)		
Non-Current		
Fixed deposits with banks more than 12 months maturity *	4,098	40
Security deposits	1,525	1,425
	5,623	**1,465**
Current		
Interest accrued but not due on fixed deposits, bonds and debentures	416	862
Fixed deposits with banks (with remaining maturity of more than 3 months but less than 12 months)	35	-
Others recoverable **	1,353	1,390
	1,804	**2,252**

* Includes Rs. 42 lakhs (March 31, 2025: Rs. 40 Lakhs) pledged against the utilisation of non fund based limits.

** Includes recoverable from commission agents and interest receivables from customers.

Notes:

i) Refer note 36 for disclosure of assets held as security.

9. Income tax assets/Current tax liabilities (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax assets		
Income tax receivable (net)	389	554
Current tax liabilities		
Income tax payable (net)	99	6

10 Other assets

Particulars	As at March 31, 2026	As at March 31, 2025
(Unsecured and considered good, unless otherwise stated)		
Non-Current		
Capital advances	1,639	861
Prepaid expenses	7	3
	1,646	**864**
Current		
Advances to suppliers	1,412	1,324
Prepaid expenses	216	344
Balances with statutory and government authorities		
- Considered good	3,617	2,974
- Considered Doubtful	9	9
Less: Allowances for doubtful balances with statutory and government authorities	(9)	(9)
Others recoverable	3	74
	5,248	**4,716**

Note: i) Refer note 36 for disclosure of assets held as security.

11. Inventories

Particulars	As at March 31, 2026	As at March 31, 2025
(Valued at lower of cost and net realisable value)		
Raw materials	4,497	3,942
Work-in-progress	1,000	1,091
Finished goods	14,086	13,055
Stock-in-trade	26,774	23,137
Stores and spares	1,293	1,081
Right to recover returned goods	9,438	8,012
	57,088	**50,318**
Inventory includes in transit inventory of:		
Raw materials	61	112
Stock-in-trade	993	613

Note:

i) Refer note 36 for disclosure of assets held as security.

ii) The cost of inventories recognised as an expense during the year in respect of continuing operations was Rs. 88,167 Lakhs (previous year Rs. 78,606 Lakhs).

iii) The cost of inventories recognised as an expense includes Rs. 61 Lakhs (previous year Rs. 84 Lakhs) in respect of write-downs of inventory to net realisable value.

12 Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Receivable from others		
- Unsecured considered good	49,905	41,618
- Significant increase in Credit risk	451	318
Less:- Allowances for expected credit loss	(451)	(318)
	49,905	**41,618**

Notes:

i) Trade Receivables ageing schedule

Particulars	Undisputed trade receiables			Allowance for doubtful receivables	Net balance at year end
	Considered goods	Significant increase in credit risk	Total		
Ageing of Receivables from due date of payment as at March 31, 2026					
Not Due	18,584	-	18,584	-	18,584
Less than 6 months	29,529	-	29,529	-	29,529
6 months to 1 year	1,339	-	1,339	-	1,339
1 to 2 years	453	209	662	209	453
2 to 3 years	-	120	120	120	-
More than 3 years	-	122	122	122	-
	49,905	**451**	**50,356**	**451**	**49,905**

Ageing of Receivables from due date of payment as at March 31, 2025

Not Due	14,158	-	14,158	-	14,158
Less than 6 months	25,702	-	25,702	-	25,702
6 months to 1 year	1,273	-	1,273	-	1,273
1 to 2 years	485	92	577	92	485
2 to 3 years	-	77	77	77	-
More than 3 years	-	149	149	149	-
	41,618	**318**	**41,936**	**318**	**41,618**

ii) The group has used a practical expedient for the purpose of computing lifetime expected credit loss allowance ("ECL") for trade receivables which is based on historical credit loss experience and adjustments for forward looking information The group follows "simplified approach for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its recognition.

The movement in allowance for lifetime expected credit loss on customer balances is as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	318	581
Add: Allowance provided during the year	133	(257)
Less: Amount written off during the year	-	6
Balance at the end of the year	**451**	**318**

iii) Refer note 36 for disclosure of assets held as security.

13. Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Cash on hand	56	90
Cheques in hand	7	-
Balance with banks in current account	35	8
	159	**98**

14. Bank balances other than cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Unclaimed dividend accounts (earmarked)	15	18
Deposits with banks with original maturity of more than three months but less than twelve months from the date of Balance Sheet	100	3,431
	115	**3,449**

15. Loans

Particulars	As at March 31, 2026	As at March 31, 2025
Financial assets carried at amortised cost		
(Unsecured and considered good, unless otherwise stated)		
Current		
Loan to employees	54	49
	54	**49**

16. Equity share capital

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Authorised				
Equity shares of Rs. 10 each with voting rights	25,000,000	2,500	25,000,000	2,500
	25,000,000	**2,500**	**25,000,000**	**2,500**
Issued, subscribed and fully paid up				
Equity shares of Rs. 10 each with voting rights	20,732,064	2,073	20,732,064	2,073
	20,732,064	**2,073**	**20,732,064**	**2,073**

Notes:

i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year:

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Equity shares with voting rights				
Shares outstanding at the beginning of the year	20,732,064	2,073	20,732,064	2,073
Movement during the year	-	-	-	-
Shares outstanding at the end of the year	**20,732,064**	**2,073**	**20,732,064**	**2,073**

ii) Rights, preferences and restrictions attached to equity shares:

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

iii) Details of shares held by the holding group

There is no Holding / Ultimate Holding company of the group.

iv) Details of shares held by each shareholder holding more than 5% shares:

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	% of share-holding	No. of shares	% of share-holding
Nagdevi Trading and Investment group Limited	5,007,192	24.15%	5,007,192	24.15%
Girnar Investments Limited	3,322,328	16.03%	3,322,328	16.03%
Parshav Investment and Trading group Limited	3,322,328	16.03%	3,322,328	16.03%
Nahar Capital and Financial Services Limited	1,651,215	7.96%	1,651,215	7.96%
	8,295,871	**40.01%**	**8,295,871**	**40.01%**

v) Details of Shares held by promoters & promoter group at the end of the year:

	As at March 31, 2026		As at March 31, 2025		% Change during the year
	No. of shares	% of total shares	No. of shares	% of total shares	
Nagdevi Trading and Investment group Limited	5,007,192	24.15%	5,007,192	24.15%	0.00%
Girnar Investment Ltd	3,322,328	16.03%	3,322,328	16.03%	0.00%
Parshav Investment and Trading group Limited	3,322,328	16.03%	3,322,328	16.03%	0.00%
Nahar Capital and Financial Services Limited	1,651,215	7.96%	1,651,215	7.96%	0.00%

Monica Oswal	515,837	2.49%	515,837	2.49%	0.00%
Ruchika Oswal	515,838	2.49%	515,838	2.49%	0.00%
Vanaik Investors Ltd.	409,273	1.97%	409,273	1.97%	0.00%
Jawahar Lal Oswal	105,059	0.51%	105,059	0.51%	0.00%
Abhilash Oswal	102,583	0.49%	102,583	0.49%	0.00%
Oswal Woolen Mills Ltd.	75,642	0.36%	75,642	0.36%	0.00%
Atam Vallabh Financiers Ltd.	67,106	0.32%	67,106	0.32%	0.00%
Vardhman Investments Ltd.	49,718	0.24%	49,718	0.24%	0.00%
Abhinav Oswal	10,500	0.05%	10,500	0.05%	0.00%
Rishabh Oswal	10,500	0.05%	10,500	0.05%	0.00%
Kamal Oswal	1,000	0.00%	1,000	0.00%	0.00%
Dinesh Oswal	1,000	0.00%	1,000	0.00%	0.00%
Sambhav Oswal	500	0.00%	500	0.00%	0.00%
Tanvi Oswal	500	0.00%	500	0.00%	0.00%
Manisha Oswal	500	0.00%	500	0.00%	0.00%
Ritu Oswal	500	0.00%	500	0.00%	0.00%
Sanjana Oswal	500	0.00%	500	0.00%	0.00%

vi) The group has not issued any share pursuant to a contract without payment being received in cash in the current year and preceding five years. The group has not issued any bonus shares in the current year and preceding five years.

17 Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
Reserve and surplus		
Capital reserve *	0	0
Capital redemption reserve	100	100
Securities premium	7,470	7,470
General reserve	38,087	38,087
Retained earnings	42,884	35,706
Other comprehensive income		
Debt instruments through OCI	(26)	(32)
	88,514	**81,331**

* Balance is less than Rs 1 Lakh, accordingly appearing as Nil.

Notes:

i) Capital reserve

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year *	0	0
Add/Less: Movement during the year	-	-
Balance at the end of the year	**0**	**0**

* Balance is less than Rs 1 Lakh, accordingly appearing as Nil.

The reserve comprises profits/gains of capital nature earned by the Company and credited directly to such reserve. The reserve is utilised in accordance with the specific provision of the Companies Act, 2013.

ii) Capital redemption reserve

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	100	100
Add/Less: Movement during the year	-	-
Balance at the end of the year	**100**	**100**

Capital redemption reserve is a reserve created on buy-back of equity shares in accordance with section 69 of the Companies Act, 2013. The reserve is utilised in accordance with the specific provision of the Companies Act, 2013.

iii) Securities premium

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	7,470	7,470
Add/Less: Movement during the year	-	-
Balance at the end of the year	**7,470**	**7,470**

Securities premium comprises the premium on issue of shares and is utilised in accordance with the specific provision of the Companies Act, 2013.

iv) General reserve

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	38,087	38,087
Add/Less: Movement during the year	-	-
Balance at the end of the year	**38,087**	**38,087**

The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. There is no policy of regular transfer. As the general reserve is created by transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss.

v) Retained earnings

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	35,706	31,772
Add: Profit for the year	11,206	8,117
Add: Remeasurement of defined benefit obligations (net of tax)	117	(38)
Less: Payment of dividend on equity shares (Refer note 40)	(4,146)	(4,146)
Balance at the end of the year	**42,884**	**35,706**

Retained earnings refer to net earnings not paid out as dividends, but retained by the Company to be reinvested in its core business. This amount is available for distribution of dividends to its equity shareholders.

vi) Other comprehensive income - Debt instruments through OCI

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	(32)	(23)
Add: Fair valuation of investment in perpetual bonds (net of tax)	6	(9)
Balance at the end of the year	**(26)**	**(32)**

This represents the cumulative gains and losses arising on the revaluation of debt instruments measured at fair value through other comprehensive income that have been recognised in other comprehensive income, net of amounts re-classified to profit or loss when such assets are disposed off and impairment losses on such instruments, if any.

18 Borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Cash credits/working capital loans from banks (Secured - at amortised cost) #	28,088	23,579
Other Borrowings (Bill Discounting) (Unsecured)	4,820	5,114
	32,908	**28,693**

Refer note 36 for disclosure of assets held as security.

19. Other financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Financial liabilities at amortised cost		
Non-Current		
Security deposits from customers	4,804	4,363
	4,804	**4,363**
Current		
Interest accrued but not due on borrowings	122	108
Interest payable to others	1	31
Payables for purchase of property, plant and equipment and intangible assets	186	98
Unpaid dividend *	15	18
Employee related payables**	1,912	1,392
	2,236	**1,647**

* Unpaid dividend does not include any amount due and outstanding required to be credited to the Investors' Education and Protection Fund.

20 Other liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Non-Current		
Deferred income from government grant	300	346
Refund liability for expected sales return	2,237	2,163
	2,537	**2,509**
Current		
Statutory remittances*	380	392
Deferred income from government grant	46	46
Refund liability for expected sales return	14,923	12,405
Advance from customers (Contract Liabilities)	1,558	1,668
Gratuity liability (funded) (refer note 37)	27	262
	16,934	**14,773**

* Statutory remittances includes contribution to provident fund and employee state insurance corporation, tax deducted/collected at source etc.

21. Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Non-Current		
Provision for employee benefits :		
- Leave	152	137
	152	**137**
Current		
Provision for employee benefits :		
- Leave	20	15
Other provisions :		
Provision for contingency##	825	-
Provision for discount	1,251	1,079
	2,096	**1,094**

Movement in other provisions	Provision for discount
Balance as at March 31, 2024	944
Add: Provision recognised during the year	1,079
Less: Utilised / Reversed during the year	(944)
Balance as at March 31, 2025	**1,079**
Add: Provision recognised during the year	1,251
Less: Utilised / Reversed during the year	(1,079)
Balance as at March 31, 2026	**1,251**

Provision for contingencies includes provisions recognised in respect of advances recoverable and outstanding as at the reporting date by subsidiary Company. These provisions are reviewed at each reporting date and revised, where necessary, based on the probability of recovery, contractual and commercial obligations and other relevant internal information. The timing and amount of any ultimate adjustment, and any expected reimbursements (if any), depend on future events and may result in changes to the provision recognised in subsequent periods

22. Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises	3,786	3,461
Total outstanding dues of creditors other than micro enterprises and small enterprises		
- Related Parties (refer note 42)	2,436	1,395
- Others	8,414	7,321
	10,850	**8,716**
	14,636	**12,177**

Notes:

i) Ageing of trade payables

	As at March 31, 2026		As at March 31, 2025	
	MSME	**Others**	**MSME**	**Others**
Outstanding for following periods from due date of payment				
Not Due	3,269	6,301	2,982	5,099
Less than 1 year	246	1,494	208	1,135
1 to 2 years	0	12	240	35
2 to 3 years	240	11	7	6
More than 3 years	31	9	24	-
Others - Accruals	-	3,022	-	2,441
	3,786	**10,849**	**3,461**	**8,716**

ii) Disclosure under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
a) Amounts payable to suppliers under MSME Development Act, 2006 (suppliers) as at year end		
- Principal	3,515	3,190
- Interest due thereon	-	-
b) Payments made to suppliers beyond the appointed day during the year		
- Principal	-	-
- Interest due thereon	-	-
c) Amount of Interest due and payable for delay in payment (which have been paid but beyond the appointed day during the year) but without adding the interest under MSME Development Act, 2006	-	-
d) Amount of interest accrued and remaining unpaid as at year end	271	271

23. Revenue from operations

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Sale of products (refer note 43)	127,481	109,902
Other operating revenue		
Insurance recovered from customers	58	68
Government grants	52	71
	127,591	**110,041**

24. Other Income

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Interest income		
from banks	326	306
others	2,338	1,629

Other non-operating income (net of expenses directly attributable to such income)		
Foreign exchange fluctuation gain (net)	-	2
Net effect of de-recognition of right-of-use asset and lease liability	114	120
Profit on sale of property, plant and equipment (net)	7	29
Profit on sale of investments designated at fair value through profit or loss (FVTPL)	141	29
Net gain arising on investment designated at fair value through profit or loss (FVTPL)	494	957
Rent received from related party (refer note 42)	8	8
Others	192	437
	3,620	**3,517**

25. Cost of materials consumed

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening stock of raw materials including in transit	3,942	3,873
Add: Purchases of raw materials during the year	11,763	10,793
	15,705	14,666
Less: Closing stock of raw materials including in transit	(4,497)	(3,942)
	11,208	**10,724**

26. Purchases of stock-in-trade

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Purchases of stock-in-trade (including in transit)	59,102	53,405
	59,102	**53,405**

27 Changes in inventories of finished goods, work-in-process and stock-in-trade

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the year		
Work-in-process	1,091	766
Finished goods	13,055	13,935
Stock-in-trade (including in transit)	23,137	17,582
Right to recover returned goods	8,012	6,185
	45,295	38,468
Inventories at the end of the year		
Work-in-process	1,000	1,091
Finished goods	14,086	13,055
Stock-in-trade (including in transit)	26,774	23,137
Right to recover returned goods	9,438	8,012
	51,298	45,295
	(6,003)	**(6,827)**

28. Employee benefits expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salary, wages and bonus	13,529	11,110
Contribution to provident fund and other funds (refer note 37)	1,119	772
Staff welfare expenses	77	367
	14,725	**12,249**

29. Finance costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Costs:		
Borrowings (other than those from related parties)	2,247	2,214
Lease liabilities	2,055	1,739
Others	760	806
	5,062	**4,759**

30. Depreciation and amortisation expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment (refer note 3)	2,110	2,323
Amortisation of intangible assets (refer note 6)	161	159
Depreciation of Right-of-use assets (refer note 4)	4,289	3,535
	6,560	**6,017**

31. Other expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Consumption of stores and spares parts	4,178	3,893
Processing charges	1,809	1,848
Commission on sale	4,659	4,114
Freight and forwarding expenses	2,887	2,404
Advertisement and Business Promotion expenses	5,274	4,335
Power and fuel	717	684
Rent	457	453
Repairs to		
Buildings	114	94
Plant and machinery	207	213
Others	1,292	1,109
Insurance	287	223
Legal and professional expenses [refer note (i) below]	287	189
Rates and taxes	85	74
Travelling and conveyance	801	774
Provision for credit impaired trade receivables	133	-
Sundry Balances written off	57	36
Net loss on foreign currency transaction	1	-
Communication expenses	53	44
Corporate social responsibility expenses (refer note 38)	238	267
Provision for Contingencies	825	-
Bank charges	158	158
Miscellaneous expenses	1,319	928
	25,838	**21,840**

Notes:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
i) Legal and professional expenses includes payment to auditors		
As auditor:		
Audit fee	35	27
Limited reviews	15	14
Tax audit fee	2	2
Reimbursement of expenses	6	6
	57	**49**

32. Income taxes

32.1 Income tax recognised in the Statement of Profit and Loss

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current tax		
In respect of the current year	4,642	3,354
In respect of prior years	(175)	(34)
	4,467	**3,320**
Deferred tax		
In respect of the current year	(954)	(46)
In respect of prior years	-	-
	(954)	**(46)**
Total income tax expense recognised in the current year	**3,513**	**3,274**

The income tax expense for the year can be reconciled to the accounting profit as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit before tax	**14,719**	**11,391**
Tax at the Indian Tax Rate of 25.17% (previous year 25.17%)	3,705	2,867
Non-deductible differences	22	68
Adjustments recognised in the current year in relation to the deferred tax expense of prior years on account of withdrawal of the indexation benefit and change in tax rate*	-	327
Other adjustments	(39)	46
	3,688	**3,308**
Adjustments related to the current tax and deferred tax of prior years	(175)	(34)
Income tax expense recognised in the statement of profit and loss	**3,513**	**3,274**

The tax rate used for the current year reconciliation above is the corporate tax rate of 25.17% (previous year 25.17%) payable by corporate entities in India on taxable profits as the Income Tax Act, 1961.

*The group invests its surplus funds into debt mutual funds and debentures. In compliance with Ind AS-12 “”Income taxes””, the group had recorded deferred tax liability on debt mutual fund and deferred tax asset on debentures as per applicable law (taking cognisance of the Indexation benefit) on fair value gains on these investments. The Finance (No.2) Act, 2024 withdrew the indexation benefit on long term capital gains on debt mutual funds and debentures which were purchased prior to April 1, 2023 and tax rate applicable on the said assets was changed from 20% plus surcharge and cess (with indexation) to 12.5% plus surcharge and cess(without indexation).

Deferred tax liabilities have been remeasured at the presribed rate on account of withdrawal of the indexation benefit and change in the tax rate, which has resulted in increase in deferred tax liabilities and corresponding deferred tax expense by Rs. 327 Lakhs, which has been recognised in the audited financial statements for the year ended March 31, 2025. The actual payment of tax would be made at the time of redemption of this asset class. The cash outflow tax could be different at the time of redemption depending on the actual gain and prevailing tax regulations.

32.2 Income tax recognised in other comprehensive income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Deferred tax assets/(liabilities)		
Arising on income and expenses recognised in other comprehensive income		
Re-measurement gain / (loss) on defined benefit obligations	(40)	13
Net fair value loss on investment in perpetual bonds	(1)	3
Total income tax recognised in other comprehensive income	**(41)**	**16**
Bifurcation of the income tax recognised in other comprehensive income into:		
Items that will be reclassified to profit or loss	(40)	13
Items that will not be reclassified to profit or loss	(1)	3
	(41)	**16**

33. Movement in deferred tax balances

Movement of deferred tax assets/(liabilities) for the year ended March 31, 2026

Particulars	As at March 31, 2025	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	As at March 31, 2026
Deferred tax assets				
Property, plant and equipment and Intangible assets	430	65	-	495
Refund liabilities (net of right to receive goods)	1,650	294	-	1,944
Provision for discount	272	43	-	315
Right of use assets	436	471	-	907
Provision for employee benefits - Gratuity, leave, bonus etc.	217	11	(40)	188
Provision for doubtful receivables	80	34	-	114
Impairment of Investment in subsidiary	30	-	-	30
Provision for Obsolescence of inventory	47	-	-	47
Others	18	(16)		2
	3,180	**902**	**(40)**	**4,042**
Deferred tax liabilities				
Deferred income from government grant	98	(11)	-	87
Fair valuation of Investments in Mutual Funds, Bonds and debentures	478	(41)	1	438
	576	**(52)**	**1**	**525**
	2,604	**954**	**(41)**	**3,517**

Movement of deferred tax assets/(liabilities) for the year ended March 31, 2025

Particulars	As at March 31, 2024	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	As at March 31, 2025
Deferred tax assets				
Property, plant and equipment and Intangible assets	330	100	-	430
Refund liabilities (net of right to receive goods)	1,334	316	-	1,650
Provision for discount	240	32	-	272
Right of use assets	514	(78)	-	436
Provision for employee benefits - Gratuity, leave, bonus etc.	169	35	13	217
Provision for doubtful receivables	149	(69)	-	80
Impairment of Investment in subsidiary	-	30	-	30
Provision for Obsolescence of inventory	26	21	-	47
Others	12	6	-	18
	2,774	**393**	**13**	**3,180**
Deferred tax liabilities				
Deferred income from government grant	110	(12)	-	98
Fair valuation of Investments in Mutual Funds, Bonds and debentures	122	359	(3)	478
	232	**347**	**(3)**	**576**
Net deferred tax assets/(liabilities)	**2,542**	**46**	**16**	**2,604**

Deferred tax assets and deferred tax liabilities have been offset as they are governed by the same taxation laws.

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.

34. Contingent liabilities and commitments (to the extent not provided for)

Particulars	As at March 31, 2026	As at March 31, 2025
A. Contingent Liabilities (for pending litigations)		
- Claims against the Company not acknowledged as debts	-	-
B. Commitments		
- Estimated value of contracts on capital account, excluding capital advances, remaining to be executed and not provided for (Refer note i below)	2,542	1,308

Notes:

i) Apart from the commitments disclosed above, the group has no financial commitments other than those in the nature of regular business operations.

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

35 Earnings per share ('EPS')

The earnings per share (EPS) disclosed in the Statement of Profit and Loss have been calculated as under:

Particulars		For the year ended March 31, 2026	For the year ended March 31, 2025
Profit for the year as per Statement of Profit and Loss (Rs. in Lakhs)	(A)	11,206	8,117
Weighted average number of equity shares of Rs. 10 each (number)	(B)		
Basic		20,732,064	20,732,064
Diluted		20,732,064	20,732,064
Earnings per share [Face value of Rs. 10 each]	(A/B)		
Basic (Rs.)		54.05	39.15
Diluted (Rs.)		54.05	39.15

35A Statement containing salient features, pursuant to Schedule III of the Companies Act, 2013 of subsidiaries as per standalone financial statements of each entity for:

Name of the entity in group	Country of Incorp.	% of voting power	Net Assets (before adjustment of Intercompany eliminations)		Share in Profit/(Loss) (before adjustment of Intercompany eliminations)		Share in Other comprehensive Income (before adjustment of Intercompany eliminations)		Share in Total comprehensive Income (before adjustment of Intercompany eliminations)	
			As % of consolidated net assets	Amount (in lakhs)	As % of consolidated Profit/(loss)	Amount (in lakhs)	As % of consolidated Other comprehensive Income	Amount (in lakhs)	As % of consolidated total comprehensive Income	Amount (in lakhs)
Parent										
Monte Carlo Fashions Limited	India		100%	90,560	100%	11,173	100%	123		11,296
Subsidiaries										
MCFL Ventures Limited	India	100%	1%	659	-7%	(786)	0%	-		(786)
MCFL Energy Projects Private Limited	India	100%	0%	4	0%	(7)	0%	-		(7)
Total				**91,223**		**10,380**		**123**		**10,503**
Add/(less): Consolidated adjustment				(636)		826		-		826
Total after Consolidation adjustment				**90,587**		**11,206**		**123**		**11,329**

Financial year ended March 31, 2025

Name of the entity in group	Country of Incorp.	% of voting power	Net Assets (before adjustment of Intercompany eliminations)		Share in Profit/(Loss) (before adjustment of Intercompany eliminations)		Share in Other comprehensive Income (before adjustment of Intercompany eliminations)		Share in Total comprehensive Income (before adjustment of Intercompany eliminations)	
			As % of consolidated net assets	Amount (in lakhs)	As % of consolidated Profit/(loss)	Amount (in lakhs)	As % of consolidated Other comprehensive Income	Amount (in lakhs)	As % of consolidated total comprehensive Income	Amount (in lakhs)
Parent										
Monte Carlo Fashions Limited	India	100%	100%	83,410	98%	7,980	100%	(47)	98%	7,933
Subsidiaries										
MCFL Ventures Limited	India	100%	2%	1,446	0%	18	0%	-	0%	18
Total				**84,856**		**7,998**		**(47)**		**7,951**
Add/(less): Consolidated adjustment				(1,452)		119		-		119
Total after consolidation adjustment				**83,404**		**8,117**		**(47)**		**8,070**

36. Assets pledged as security

The carrying amounts of assets pledged as security for current and non-current borrowings are:

Particulars	As at March 31, 2026	As at March 31, 2025
Current assets		
Floating charge		
Inventories	57,088	50,318
Financial assets	63,351	61,256
Other current assets	5,248	4,716
Total current assets pledged as security	**125,687**	**116,290**

Details of short-term borrowings facilities and security against those facilities

Bank/Facilities		As at March 31, 2026	As at March 31, 2025
State Bank of India	**Refer note-1**		
Overdraft/Cash Credit borrowings and Working Capital Demand Loan		21,579	11,648
HDFC Bank	**Refer note-2**		
Overdraft/Cash Credit borrowings and Working Capital Demand Loan		6,441	11,055
ICICI Bank	**Refer note-3**		
Overdraft/Cash Credit borrowings and Working Capital Demand Loan		68	876
TOTAL		**28,088**	**23,579**

Note-1

Primary Charge

- First pari-passu charge on the all current assets of the group (present and future).

Note-2

Primary Charge

- Current year- First pari-passu charge on the all current assets of the group (present and future).

- Previous year- First charge created on mutual funds and first pari-passu charge created on current assets (present and future)

Note-3

Primary Charge

- Current year - First pari-passu charge on the all current assets of the Company (present and future) upto Rs.50 Crore for CC limit.

- Residual charge over the current assets of the Borrower upto Rs.50 Crores, both present and future.

- Previous year - Residual charge over the current assets of the Borrower, both present and future

Employee Benefits

i. Defined Contribution Plan

The Company's contribution to Provident Fund for the year ended March 31, 2026 Rs. 620 Lakhs (for the year ended March 31, 2025: Rs. 549 Lakhs) has been recognised in the Statement of Profit and Loss under the head employee benefits expense

ii. **Defined Benefit Plan**

Gratuity

a) For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling and the return on plan assets (excluding interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Past service cost, both vested and unvested, is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuring costs or termination benefits.

The retirement benefit obligations recognised in the balance sheet represents the present value of the defined benefit obligations reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

In accordance with Indian law, Company operates a scheme of gratuity which is defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment in accordance with provisions under the Code on Social Security, 2020. Employees who are in continuous service for a period of 5 years are eligible for gratuity as defined in Code on Social Security, 2020. Gratuity plan is a funded plan and the Company makes contributions of funds to Life Insurance Corporation of India.

b) This plan typically exposes the group to actuarial risks such as: interest rate risk, Salary Escalation risk, Demographic risk and Investment risk.

Interest rate risk:

The plan exposes the group to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability.

Salary Escalation risk:

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability

Demographic risk:

The group has used certain mortality and attrition assumptions in valuation of the liability. The group is exposed to the risk of actual experience turning out to be worse compared to the assumption.

Investment risk:

This may arise from volatility in asset values due to market fluctuations and impairment of assets due to credit losses. LIC of India primarily invests in debt instruments such as Government securities and highly rated corporate bonds wherein the risk of downward fluctuation in value is minimal.

c) **Significant Actuarial Assumptions**

The significant actuarial assumptions used for the purpose of the actuarial valuation were as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Discount rate	7.19%	6.62%
Expected rate of salary increase	9.00%	9.00%
Expected return on plan assets	7.19%	6.62%
Mortality table used	IALM (2012-14) Ultimate	IALM (2012-14) Ultimate
Employee Turnover/ Withdrawal Rate	10.00%	8.00%
Retirement age	62 years	62 years

The discount rate is determined by reference to market yields at the balance sheet date on Govt. bonds. The term of the risk free investments has to be consistent with the estimated term of benefit obligations.

The estimates of future salary increase considered, takes into account the inflation, seniority, promotions and other relevant factors, such as supply and demand in the employment market.

d) The following tables sets out the status of the defined benefit scheme in respect of gratuity and amount recognised in the financial statements:

I. Components of Net Benefit Expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
1. Current Service Cost	242	204
2. Past Service Cost	30	-
3. Net Interest Cost	13	7
4. Total expense recognised in the Statement of Profit and Loss	**285**	**211**
Re-measurements recognised in Other Comprehensive Income		
5. Effect of changes in financial assumptions	(98)	85
6. Effect of Change in demographic assumptions	-	(22)
7. Effect of experience adjustments	(31)	2
8. Return on plan assets (greater)/less than discount rate	(28)	(14)
9. Total loss of re-measurements included in OCI	**(157)**	**51**

The current service cost and the net interest (Income for the year are included in Note 28 "Employee Benefits Expense" under the head "Salaries and Wages".

II. Change in present value of defined benefit obligation

Particulars	As at March 31, 2026	As at March 31, 2025
1. Present Value of defined benefit obligation at the beginning of the year	2,498	2,156
2. Current Service Cost	242	204
3. Interest Cost	161	150
Remeasurement gains / (losses):		
4. Effect of changes in financial assumptions	(98)	85
5. Effect of Change in demographic assumptions	-	(22)
6. Effect of experience adjustments	(31)	2
7. Benefits Paid	(136)	(78)
8. Past Service Cost	30	-
9. Present Value of defined benefit obligation at the end of the year	**2,665**	**2,498**

III. Change in fair value of Plan assets

Particulars	As at March 31, 2026	As at March 31, 2025
1. Fair value of Plan assets at the beginning of the year	2,236	2,020
2. Interest income on plan assets	148	143
3. Employer contributions	362	137
4. Return on plan assets greater /(lesser) than discount rate	28	14
5. Benefits paid	(136)	(78)
6. Fair value of assets at end of the year	**2,638**	**2,236**

IV. Net Asset / (Liability) recognised in Balance Sheet

Particulars	As at March 31, 2026	As at March 31, 2025
1. Present value of funded defined benefit obligation	(2,665)	(2,498)
2. Fair Value of Plan Assets	2,638	2,236
Net Defined Benefit Asset/(Liability) Recognised in Balance sheet	**(27)**	**(262)**

V. Sensitivity Analysis- Impact on defined benefit obligation

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
1. Discount Rate + 50 basis points	(82)	(79)
2. Discount Rate - 50 basis points	87	84
3. Salary Escalation Rate + 50 basis points	73	70
4. Salary Escalation Rate - 50 basis points	(72)	(69)

The sensitivity analysis presented above may not be representative of the actual changes in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumption may be correlated.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

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

VI. The following benefit payments (undiscounted) are expected in future years:

	As at March 31, 2026	As at March 31, 2025
Upto 1 year	395	382
1-2 years	277	254
2-3 years	260	238
3-4 years	254	222
4-5 years	286	221
Above 5 years	1,259	1,142

VII. Category of plan assets

	As at March 31, 2026	As at March 31, 2025
LIC of India - Group Gratuity Cash Accumulation Fund	100%	92%
Kotak Gratuity Group Plan (UIN - 107L010V07)	0%	8%

VII. Expected contribution

The expected employer contribution for the next year is Rs. 281 Lakhs (Previous year Rs. 493 Lakhs).

38 Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. A CSR committee has been formed by the Company as per the Act.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a. Amount required to be spent by the Company during the year	238	267
b. Amount of expenditure incurred	238	267
c. Shortfall at the end of the year (a-b)	-	-
d. Total of previous years shortfall	-	-
e. Nature of CSR activities	Preventing Healthcare	
f. Details of related party transactions:		
- Oswal Foundation	238	267
g. Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately	NA	NA

There are no ongoing projects under Section 135(6) of the Act during the current year and previous year.

39. Financial Instruments

(a) Financial instruments by category

Particulars	As at March 31, 2026			As at March 31, 2025		
	FVTPL	FVOCI	Amortised cost #	FVTPL	FVOCI	Amortised cost #
Financial assets						
Investments*	10,487	1,531	13,197	12,669	3,136	8,765
Trade receivables	-	-	49,905	-	-	41,618
Cash and cash equivalents	-	-	159	-	-	98
Other bank balances	-	-	115	-	-	3,449
Loans	-	-	54	-	-	49
Other financial assets	-	-	7,427	-	-	3,717
Total	**10,487**	**1,531**	**70,857**	**12,669**	**3,136**	**57,696**
Financial liabilities						
Borrowings	-	-	32,908	-	-	28,693
Trade payables	-	-	14,636	-	-	12,177
Lease liabilities	-	-	25,058	-	-	22,748
Other financial liabilities	-	-	7,040	-	-	6,010
Total	**-**	**-**	**79,642**	**-**	**-**	**69,628**

* Investment value excludes investment in subsidiary of Rs. 636 Lakhs (March 31, 2025: Rs. 1,451 Lakhs) which are shown at cost in balance sheet as per Ind AS 27 "Separate Financial Statements".

Carrying value of the financial assets and financial liabilities designated at amortised cost approximates its fair value.

(b) Fair value hierarchy

The following table provides an analysis of financial instruments that are measured at fair value and have been grouped into Level 1, Level 2 and Level 3 below:

Particulars	As at March 31, 2026			
	Level 1	Level 2	Level 3	Total
Financial assets				
Investments in Mutual Funds	9,558	-	-	9,558
Investments in debentures and bonds**	-	1,531	-	1,531

Investments in Alternate Investment Fund@	-	-	929	929
Other non current financial assets	-	-	5,623	5,623
Total Financial assets	**9,558**	**1,531**	**6,552**	**17,641**
Financial liabilities				
Lease liabilities (non current)	-	-	19,158	19,158
Other non current financial liabilities	-	-	4,804	4,804
Total Financial liabilities	**-**	**-**	**23,962**	**23,962**

Particulars	**As at March 31, 2025**			
	Level 1	**Level 2**	**Level 3**	**Total**
Financial assets				
Investments in Mutual Funds	12,030	-	-	12,030
Investments in debentures and bonds	-	2,136	1,000	3,136
Investments in Alternate Investment Fund	-	-	639	639
Other non current financial assets	-	-	1,465	1,465
Total Financial assets	**12,030**	**2,136**	**3,104**	**17,270**
Financial liabilities				
Lease liabilities (non current)	-	-	17,815	17,815
Other non current financial liabilities	-	-	4,363	4,363
Total Financial liabilities	**-**	**-**	**22,178**	**22,178**

**@ During the financial year ended March 31, 2026, the Company has made changes to fair value classification within levels. Such classification has been done based on analysis performed by Management of Company.

Level 1: Quoted prices in the active market. This level of hierarchy includes financial assets that are measured by reference to quoted prices in the active market. This category consists of debt based open ended mutual funds.

Level 2: Valuation techniques with observable inputs. This level of hierarchy includes items measured using inputs other than quoted prices included within Level 1 that are observable for such items, either directly or indirectly. This level of hierarchy consists of investment made in debentures and bonds.

Level 3: Valuation techniques with unobservable inputs. This level of hierarchy includes items measured using inputs that are not based on observable market data (unobservable inputs). Fair value determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instruments nor based on available market data. The main item in this category are unquoted equity instruments.

The Fair value of mutual funds, bonds and debentures is based on the net asset value (NAV) as stated by the Asset management group (AMC) as at the Balance sheet date.

Reconciliation of Level 3 fair value measurement

Particulars	**Other Investments- Debentures and Bonds and Alternate Investment Fund**
As at April 1, 2024	1,400
Acquisition	240
Sold	-
Gains/(losses) recognised	
- Other Comprehensive Income	(1)

As at March 31, 2025	**1,639**
Acquisition	285
Sold	1,000
Gains/(losses) recognised	
- Other Comprehensive Income	5
As at March 31, 2026	**929**

c) Financial risk management

The group's principal financial liabilities comprise borrowings, lease liabilities, trade payables and other financial liabilities. The main purpose of these financial liabilities is to finance the group's operations and to support its operations. The group's financial assets include Investment, trade receivables, cash and cash equivalents, Other bank balances and Other financial asstets that derive directly from its operations.

The group is exposed to market risk, credit risk and liquidity risk. The group's senior management oversees the management of these risks. The group's senior management is supported by a risk management committee that advises on financial risks and the appropriate financial risk governance framework for the group. This risk management committee provides assurance to the group's senior management that the group's financial risk activities are governed by appropriate policies and procedure and that financial risks are identified, measured and managed in accordance with the group's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each risk, which are summarised as below:

(i) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: foreign currency risk, interest rate risk, price risk.

Foreign currency risk

The group is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US Dollar and JPY. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the functional currency of the group. Considering the low volume of foreign currency transactions, the group's exposure to foreign currency risk is limited and hence the group does not use any derivative instruments to manage its exposure. Also, the group does not use forward contracts and swaps for speculative purposes.

Foreign currency risk exposure

The carrying amounts of the group's foreign currency denominated monetary assets and monetary liabilities at the end of year expressed in INR are as follows:

	As at March 31, 2026		As at March 31, 2025	
	USD	JPY	USD	JPY
Trade payables	330,193	-	708,941	-

Foreign currency sensitivity

The following table details the group's sensitivity to a 5% increase and decrease in the Rs. against the relevant foreign currencies. The sensitivity analysis includes only outstanding foreign currency denominated monetary items as tabulated above and adjusts their translation at the period end for a 5% change in foreign currency rates. The sensitivity analysis includes external loans. A positive number below indicates an increase in profit or equity and vice-versa.

	For the year ended March 31, 2026		For the year ended March 31, 2025	
	Rs. Strengthens by 5%	Rs. Weakening by 5%	Rs. Strengthens by 5%	Rs. Weakening by 5%
Impact on profit or loss for the year				
USD impact	(16,510)	16,510	(35,447)	35,447
JPY impact	-	-	-	-

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates. The Company carries borrowings primarily at variable rate.

	As at March 31, 2026	As at March 31, 2025
Variable rate borrowings	32,908	28,693
Total borrowings	**32,908**	**28,693**

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variable held constant, the group's profit before tax is affected through the impact on floating rate borrowings, as follows:

	Impact on profit or loss for the year ended	
	March 31, 2026	March 31, 2025
Decrease by 50 bps	165	143
Increase by 50 bps	(165)	(143)

Price risk

The group's exposure to price risk arises from investments in mutual funds, bonds and debentures held by the group and measured at fair value. To manage its price risk arising from investments, the group diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the group.

Price sensitivity

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
	Increase in NAV by 5%	Decrease in NAV by 5%	Increase in NAV by 5%	Decrease in NAV by 5%
Impact on profit or loss for the year				
Investments in mutual funds and Alternate Investment Fund	524	(524)	633	(633)
Impact on Other comprehensive income for the year				
Investments in bonds / debentures	77	(77)	157	(157)

(ii) Credit risk

Credit risk arises from the possibility that the counter party may not be able to settle their obligations. To manage trade receivable, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, economic trends, analysis of historical bad debts and aging of such receivables.

Financial instruments that are subject to such risk, principally consist of investments, trade receivables and loans and advances. None of the financial instruments of the Company results in material concentration of credit risks.

Financial assets for which loss allowance is measured:

	As at March 31, 2026	As at March 31, 2025
Trade receivables	451	318

(iii) Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including debt and overdraft from domestic banks at an optimised cost. It also enjoys strong access to domestic capital markets across equity.

Maturities of financial liabilities

The table below analyses the group's all non-derivative financial liabilities into relevant maturity based on their contractual maturities.

The amounts disclosed in the table are the contractual undiscounted cash flows.

Contractual maturities of financial liabilities:

Particulars	0-1 Years	1 to 2 years	2 to 5 years	More than 5 years	Total
Year ended March 31, 2026					
Borrowings	32,908	-	-	-	**32,908**
Other financial liabilities	2,236	-	-	4,804	**7,040**
Trade payables	14,636	-	-	-	**14,636**
Lease liabilities	5,900	5,734	14,024	6,551	**32,209**
Total	**55,680**	**5,734**	**14,024**	**11,355**	**86,793**
Year ended March 31, 2025					
Borrowings	28,693	-	-	-	**28,693**
Other financial liabilities	1,647	-	-	4,363	**6,010**
Trade payables	12,177	-	-	-	**12,177**
Lease liabilities	4,898	4,844	12,690	7,386	**29,818**
Total	**47,415**	**4,844**	**12,690**	**11,749**	**76,698**

40. Dividend distribution made and proposed

	As at March 31, 2026	As at March 31, 2025
Equity shares Final dividend for the year ended March 31, 2025 of Rs. 20 per share (for the year ended March 31, 2024 of Rs. 20 per share)	4,146	4,146
	4,146	**4,146**

Dividends not recognised at the end of the reporting period

The Board of Directors of group have proposed the final dividend of Rs. 20 per share for the year ended

March 31, 2026. The proposed final dividend is subject to approval of the members at the ensuing Annual General Meeting. The amount of such dividend proposed is in accordance with section 123 of Companies Act, 2013.

41 Capital management

The group's capital management objectives are to ensure the group's ability to continue as a going concern as well as to provide an adequate return to shareholders by pricing products and services commensurates with the level of risk. The capital structure of the group consists of net debt (borrowings net of cash and cash equivalents) and total equity of the group.

The management of the group reviews the capital structure of the group on regular basis. As part of this review, the Board monitors capital using capital gearing ratio, which is net debt divided by total capital plus net debt.

	As at March 31, 2026	As at March 31, 2025
Borrowings	32,908	28,693
Less: Cash and cash equivalents	159	98
Less: Other bank balances	115	3,449
Net debt (a)	**32,634**	**25,146**
Equity (b)	**90,587**	**83,404**
Capital and net debt (c) [(a) + (b)]	**123,221**	**108,549**
Gearing ratio [(a) / (c)]	**26%**	**23%**

In order to achieve this overall objective, the group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowings in the current and previous year. No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2026 and March 31, 2025.

42 Related party disclosure

a) Description of related parties

Nature of relationship	Name of related party
(i) Key management personnel	Jawahar Lal Oswal (Chairman and Managing Director)
	Sandeep Jain (Executive Director)
	Monica Oswal (Executive Director)
	Ruchika Oswal (Executive Director)
	Rishabh Oswal (Executive Director)
	Dinesh Gogna (Director)
	Suresh Kumar Singla (Independent Director) till June 26, 2024
	Manisha Gupta (Independent Director) till June 26, 2024
	Roshan Lal Behl (Independent Director)
	Alok Kumar Misra (Independent Director) till August 8, 2024
	Manikant Prasad Singh (Independent Director)
	Parvinder Singh Pruthi (Independent Director)
	Anchal Kumar Jain (Independent Director) from June 27, 2024
	Yash Paul Sachdeva (Independent Director) from June 27, 2024
	Prem Lata Singla (Independent Director) from August 30, 2024

	Raj Kapoor Sharma (Chief Financial Officer)
	Ankur Gauba (Company Secretary & Compliance Officer)
(ii) Subsidiary Company	MCFL Ventures Limited (Formerly Monte Carlo Home Textiles Limited)
	MCFL Energy Projects Private Limited from January 19, 2026
(iii) Enterprises over which key management personnel and their relatives are able to exercise significant influence (with whom transaction have taken place)	Nahar Industrial Enterprises Limited Nahar Spinning Mills Limited Oswal Woollen Mills Limited Oswal Foundation Mohan Dai Oswal Cancer Treatment & Research Foundation Hug Foods Private Limited
(iv) Enterprises having significant influence on the group	Nagdevi Trading and Investment group Limited Girnar Investments Limited till March 26, 2025

(b) Transactions with related parties

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of goods		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	587	491
Nahar Industrial Enterprises Limited	8	3
Oswal Woollen Mills Limited	22	23
Mohan Dai Oswal Cancer Treatment & Research Foundation	2	2
Oswal Foundation	5	-
Hug Foods Private Limited *	0	-
	624	**519**
Sales returns		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	13	11
Nahar Industrial Enterprises Limited #	1	0
	14	**11**
Purchase of goods		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	1,762	1,532
Nahar Industrial Enterprises Limited	516	332
Oswal Woollen Mills Limited	6,233	6,103
	8,511	**7,967**
Purchase of property, plant and equipment		
Enterprises over which key management personnel and their relatives are able to exercise significant influence	-	1
Oswal Woollen Mills Limited	**-**	**1**
Sale of property, plant and equipment		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Oswal Woollen Mills Limited	-	2
	-	**2**

Purchase return		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Oswal Woollen Mills Limited	9	23
Nahar Industrial Enterprises Limited #	13	0
Nahar Spinning Mills Limited	3	-
	25	**23**
Sitting Fees Paid		
Key management personnel		
Dinesh Gogna	1	1
Parvinder Singh Pruthi	1	1
Manikant Prasad Singh	1	1
Manisha Gupta #	-	0
Suresh Kumar Singla #	-	0
Alok Kumar Misra	-	1
Roshan Lal Behl	1	1
Anchal Kumar Jain	1	1
Yash Paul Sachdeva	1	1
Prem Lata Singla	1	1
	7	**8**
Remuneration Paid @		
Key management personnel		
Jawahar Lal Oswal	986	351
Sandeep Jain	279	260
Monica Oswal	86	105
Ruchika Oswal	86	86
Rishabh Oswal	241	213
Raj Kapoor Sharma	36	33
Ankur Gauba	14	13
	1,728	**1,061**

Particular	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Rent received		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	8	8
Rent paid		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	53	94
Nahar Industrial Enterprises Limited	694	390
Oswal Woollen Mills Limited	182	156
	929	**640**
Processing charges paid		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	143	152
Oswal Woollen Mills Limited	1	2
Nahar Industrial Enterprises Limited	-	15
	144	**169**

Reimbursement paid/payable		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Industrial Enterprises Limited	164	183
Nahar Spinning Mills Limited	64	61
Oswal Woollen Mills Limited	92	143
Jawahar Lal Oswal Public Charitable #	-	0
	320	**387**
Reimbursement received/receivable		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited *#	0	0
Nahar Industrial Enterprises Limited	3	2
Oswal Woollen Mills Limited	1	6
Oswal Logistic Park Private Limited #	-	0
	4	**8**
Contribution made to the fund (CSR activities)		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Oswal Foundation	237	267

(c) Outstanding Balances:

	As at March 31, 2026	As at March 31, 2025
Trade payables		
Enterprises over which key management personnel and their relatives are able to exercise significant influence		
Nahar Spinning Mills Limited	492	692
Nahar Industrial Enterprises Limited	224	82
Oswal Woollen Mills Limited	1,720	621
	2,436	**1,395**
Trade receivable		
Enterprises over which key management personnel and their relatives are able to exercise significant influence	-	0
Mohan Dai Oswal Cancer Treatment & Research Foundation #	**-**	**0**
Remuneration payable		
Key management personnel		
Jawahar Lal Oswal	112	21
Sandeep Jain	19	25
Monica Oswal	6	2
Ruchika Oswal	8	8
Rishabh Oswal	16	19
Raj Kapoor Sharma	3	2
Ankur Gauba #	1	0
	165	**77**

* Current year amount is less than Rs 1 Lakh, accordingly appearing as Nil.

Previous year amount is less than Rs 1 Lakh, accordingly appearing as Nil.

@ Gratuity and leave benefits which are actuarially determined on an overall basis are not separately disclosed.

The above transactions with related parties are made on term equivalent to those that prevail in arm's length transactions.

43. Revenue from contracts with customers

The group is in the business of manufacturing and trading of textile garments which are considered to be homogeneous products.

a) Reconciliation of revenue recognised in Statement of Profit and Loss with contract price

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Gross sale of products	174,212	148,646
Less: Adjustment on account of sales return	(33,172)	(25,946)
Less: Adjustment on account of discounts	(13,559)	(12,798)
	127,481	**109,902**

b) Disclosure of disaggregated revenue recognised in the Standalone Statement of Profit and Loss based on geographical segment

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from sale of products customers within India	127,461	109,650
Revenue from sale of products customers outside India	20	252
Revenue as per the Consolidated Statement of Profit and Loss	**127,481**	**109,902**

c) Contract balances:

Particulars	As at March 31, 2026	As at March 31, 2025
Contract assets		
Trade receivables (refer note 12)	49,905	41,618
Right to recover returned goods (refer note 11)	9,438	8,012
	59,343	**49,630**
Contract Liabilities		
Advance from customers (refer note 20)	1,558	1,668
Refund liability (refer note 20)	17,160	14,568
	18,718	**16,236**

d) Revenue recognised in relation to contract liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
a. Revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period	1,668	1,100
b. Revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods	-	-

44. Segment information

The group's primary business segment is reflected based on principal business activities carried on by the group. Chairman and Managing Director has been identified as being the Chief Operating Decision Maker ('CODM') and evaluates the group's performance and allocates resources based on analysis of the various performance indicators of the group as a single unit. Therefore, there are no separate reportable business segments as per Ind AS 108 "Operating Segments". The group operates in one reportable business segment, i.e. manufacturing and trading of textile garments and is primarily operating in India and hence, considered as single geographical segment. The sale of group's products is seasonal.

Entity wide disclosures:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from Operations		
- Domestic	127,461	109,650
- Overseas	20	252
	127,481	**109,902**
Non Current Segment Assets		
-Within India	43,319	40,412
-Outside India	-	-
	43,319	**40,412**

Domestic information includes sales to customers located in India.

Overseas information includes sales to customers located outside India.

Non-current segment assets mainly includes non-current assets other than financial assets and deferred tax assets.

No single customer contributed 10% or more to the Company's revenue for both the financial years 2025-26 and 2024-25.

45. Additional Information

a) The group does not have any benami property, where any proceeding has been initiated or pending against the group for holding any benami property.

b) The group has not been declared as wilful defaulter by any bank or financial Institution or other lender.

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

d) The group does not have any transactions with companies struck off.

e) The group does not have any transaction which is not recorded in the books of account 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

f) The group has not traded or invested in crypto currency or virtual currency during the financial year.

g) The group does not have any long term contracts including derivative contracts for which there are any material foreseeable losses.

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

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

   - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

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

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

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

j) The group has availed facilities from banks on the basis of security of current assets. The revised returns or statements filed by the group are in agreement with the books of accounts and there are no material discrepancies.

k) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the group during the year ended March 31, 2026.

46. Ratios Analysis

Particulars	Numerator	Denominator	For the year ended March 31, 2026	For the year ended March 31, 2025	% Variance	Remarks
(a) Current Ratio	Current assets	Current liabilities	1.68	1.84	-9%	
(b) Debt Equity Ratio	Total Debt (excluding lease liabilities)	Shareholder's Equity	0.36	0.34	6%	
(c) Debt-service coverage ratio	Earning available for debt service *	Debt service **	2.72	2.50	9%	
(d) Return on Equity Ratio (%)	Net profits after taxes	Average shareholder's equity	12.88%	9.97%	29%	Increase in ratio is on account of increase in profit during the year.
(e) Inventory turnover ratio	Cost of goods sold	Average Inventory	1.20	1.22	-2%	
(f) Trade receivables turnover ratio	Revenue from operations	Average Trade receivables	2.79	2.80	0%	
(g) Trade payables turnover ratio	Total purchases	Average Trade Payables	5.29	4.88	8%	
(h) Net Capital turnover ratio	Revenue from operations	Working Capital = Current Assets - Current Liabilities	2.51	2.08	21%	
(i) Net Profit ratio (%)	Net profits after taxes	Revenue from operations	8.78%	7.38%	19%	
(j) Return on capital employed (%)	Earnings before interest and taxes	Capital employed #	19.50%	17.66%	10%	
(k) Return on investment (%)	Earnings on investments	Average Investments	10.54%	9.14%	15%	

* Earning Available For Debt Service = Net profit after tax + Non cash operating expenses like depreciation, amounts written off and other amortisations + Finance Cost

** Debt service = Finance Costs + Principal repayments of long term borrowings + Payment of lease liability

Capital Employed = Total Equity + Total Borrowings (Current and Non-Current) - Right of Use Assets - Intangible assets - Intangible assets under development

47. As per the requirements of proviso to Rule 3(1) of the Companies (Accounts) Rules, 2024, accounting software used by the Group should have a feature of recording audit trail of each and every transaction. The Group has assessed all of its IT application that are relevant for maintaining books of account and has used certain accounting software for maintaining its books of account for the year ended March 31, 2026.

With respect to one accounting software, audit trail (edit log) feature was enabled and operated throughout the year for all relevant transactions recorded in the software. However, audit trail feature was not enabled at database level. The Group has not noted any instances of tampering with the audit trail facility in respect of this accounting software where such audit trail feature was enabled and operating.

Further, with respect to another accounting software used by the Parent Company for recording certain revenue related transactions, audit trail (edit log) feature was enabled and operated throughout the year. The Parent Company has not noted any instance of audit trail feature being tampered with.

Also, in respect to another accounting software maintained by third party service provider used by the parent Company for recording certain revenue related transactions, as per the independent auditor's report, audit trail (edit log) feature was enabled and operated throughout the year, as per the requirements of the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014. No instances of audit trail feature being tampered with has been reported in such independent auditor's report for the aforesaid year.

The audit trail feature that was enabled and operated till March 31, 2025, has been preserved by the Group as per the statutory requirements for record retention.

48. Reconciliation of liabilities whose cash flow movements are disclosed as part of financing activities in the Statement of Cash Flows:

Particulars	Lease liabilities	Long-term borrowings*	Short-term borrowings	Total
As at March 31, 2021	16,498	-	21,429	**37,927**
Cash flows:				
Proceeds from borrowings	-	-	7,944	**7,944**
Repayment of borrowings	-	(270)		**(270)**
Payment of lease liabilities	(4,270)	-	-	**(4,270)**
Non-cash movements:				
Additions on account of new leases	9,485	-	-	**9,485**
Impact of lease derecognised	(704)	-	-	**(704)**
Interest Expense on lease liabilities	1,739	-	-	**1,739**
As at March 31, 2025	**22,748**	**(270)**	**29,373**	**51,851**
Cash flows:				
Proceeds from borrowings	-	-	4,058	**4,058**
Repayment of borrowings	-	-	-	**-**
Payment of lease liabilities	(5,395)	-	-	**(5,395)**
Non-cash movements:				
Additions on account of new leases	7,077	-	-	**7,077**
Impact of lease derecognised	(1,427)	-	-	**(1,427)**
Interest Expense on lease liabilities	2,055	-	-	**2,055**
As at March 31, 2026	**25,058**	**(270)**	**33,431**	**58,219**

* Long-term borrowings include current maturities of term loan from banks

49 Approval of Consolidated financial statements

The consolidated financial statements were approved for issue by the board of directors on May 18, 2026.

For and on behalf of the Board of Directors

Jawahar Lal Oswal
Chairman and Managing Director
DIN : 00463866

Sandeep Jain
Executive Director
DIN : 00565760

Raj Kapoor Sharma
Chief Financial Officer

Ankur Gauba
Company Secretary
Membership No. FCS10577

Place : Ludhiana
Date : May 18, 2026


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MONTE CARLO FASHIONS LIMITED

(CIN: L51494PB2008PLC032059)

Registered Office: B-XXIX-106, G.T. Road, Sherpur, Ludhiana-141003

Tel.: 91-161-5048610-40, Fax: 91-161-5048650

Website: www.montecarlocorporate.com, E-mail: investor@montecarlocorporate.com

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